

Company Registration No. 00052790

REED BUSINESS INFORMATION (HOLDINGS) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019



REED BUSINESS INFORMATION (HOLDINGS) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS 2019

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REED BUSINESS INFORMATION (HOLDINGS) LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

Directors

S J Pereira
A W McCulloch
H A Udow

Appointed
1 August 2019

Resigned
30 August 2019

Company Secretary
RE Secretaries Limited

Registered Office
1-3 Strand
London
WC2N 5JR
United Kingdom

Auditor
Ernst & Young LLP
1 More London Place
London
SE1 2AF
United Kingdom

REED BUSINESS INFORMATION (HOLDINGS) LIMITED

DIRECTORS' REPORT

The directors present their annual report on the affairs of the Company together with the audited financial statements and supporting notes for the year ended 31 December 2019.

The Company has taken advantage of the exemption granted under s414 of the Companies Act 2006 (as amended) and has not produced a Strategic Report. The Company has prepared financial statements in accordance with s396 of the Companies Act 2006.

Trading results and dividends

The profit before tax for the year was £80,205,000 (2018: nil) and the total comprehensive income for the year was £80,205,000 (2018: nil). No dividends were paid during the year (2018: nil).

Principal activities and future developments

The principal activity of the Company is as an intermediate holding company to a subsidiary of RELX PLC and the directors do not anticipate any changes in these activities in the foreseeable future. The Company was a wholly-owned subsidiary throughout the year and accordingly consolidated group financial statements have not been prepared.

Financial risk management

Due to the fact the Company has not traded during the year outside its activities as a holding company and has no plans to commence trading within the foreseeable future, the Company does not consider it necessary to adopt a financial risks policy as such information is not considered material for the assessment of the assets, liabilities, financial position and profit or loss of the Company.

Going concern

The directors of Reed Business Information (Holdings) Limited have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Management has assessed the relevant factors surrounding going concern, including financing available from other companies in the RELX group, and concludes that there are no material events or uncertainties that may cast significant doubt about the ability of the Company to continue as a going concern. Accordingly, the directors of Reed Business Information (Holdings) Limited have continued to adopt the going concern basis in preparing the annual report and financial statements.

The directors of Reed Business Information (Holdings) Limited are of the view that COVID-19 does not impact the Company's ability to continue as a going concern. The Company does not carry out any trading activities, has no employees and is in a net asset position as at 31 December 2019. As such the impact of COVID-19 is limited to the recoverability of the assets it holds. Impairment testing was carried out to ensure the assets are carried at a value which is recoverable in the statement of financial position, and it is anticipated that the Company will continue to receive dividend income from its investments on an ongoing basis.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in the financial statements.

Directors

The directors who served during the year and those holding office are shown on page 1.

During the year directors' indemnity insurance has been taken out by the Company on the directors' behalf and remains in force at the date of this report.

Auditor

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

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

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

REED BUSINESS INFORMATION (HOLDINGS) LIMITED

DIRECTORS' REPORT (continued)

Auditor (continued)

Pursuant to s485 of the Companies Act 2006 the auditor is deemed to be reappointed and Ernst & Young LLP will therefore continue in office.

This directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

By Order of the Board
1-3 Strand
London WC2N 5JR



Signed for and on behalf of RE Secretaries Limited
S J Pereira
Company Secretary
2 June 2020

REED BUSINESS INFORMATION (HOLDINGS) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice including FRS 101 "Reduced Disclosure Framework", (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 judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards accounting standards 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. More detail is given in Note 1 to the financial statements.

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.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
REED BUSINESS INFORMATION (HOLDINGS) LIMITED**

Opinion

We have audited the financial statements of Reed Business Information (Holdings) Limited (the 'Company') for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, and related notes 1 to 13, 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 FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2019 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 below. 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.

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.

Conclusion relating to going concern

We have nothing to report in respect of the following matters in relation to which the 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.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
REED BUSINESS INFORMATION (HOLDINGS) LIMITED (continued)**

Opinion on other matter 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 directors' report.

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
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 4, 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.

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 <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Ernst & Young LLP

Jonathan Gill (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London, United Kingdom
2 June 2020

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 £'000	2018 £'000
Income from shares in subsidiary undertakings	4	<u>80,857</u>	<u>-</u>
Operating income		80,857	-
Impairment of investments in subsidiary undertakings	6	<u>(652)</u>	<u>-</u>
Profit before taxation		80,205	-
Tax expense	5	<u>-</u>	<u>-</u>
Net profit for the year		<u>80,205</u>	<u>-</u>
Other comprehensive income for the year		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u>80,205</u>	<u>-</u>

All results relate to continuing operations.

The notes on pages 10 to 13 form part of these financial statements.

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £'000	2018 £'000
Non-current assets			
Investments	6	<u>403,595</u>	<u>404,247</u>
Total assets		<u><u>403,595</u></u>	<u><u>404,247</u></u>
Current liabilities			
Trade and other payables	7	<u>(318,383)</u>	<u>(399,240)</u>
Net assets		<u><u>85,212</u></u>	<u><u>5,007</u></u>
Capital and reserves			
Called up share capital	8	-	-
Capital reserve	9	700	700
Other reserves	9	<u>84,512</u>	<u>4,307</u>
Shareholders' equity		<u><u>85,212</u></u>	<u><u>5,007</u></u>

The notes on pages 10 to 13 form part of these financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

The financial statements of Reed Business Information (Holdings) Limited, registered number 00052790, were approved by the Board of Directors and authorised for issue on 2 June 2020. They were signed on its behalf:



S J Pereira
Director

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2019

	Note	Capital reserve £'000	Other reserves £'000	Total equity £'000
Balance at 1 January 2018		700	4,307	5,007
Balance at 1 January 2019		700	4,307	5,007
Total comprehensive income for the year	9	-	80,205	80,205
Balance at 31 December 2019		700	84,512	85,212

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies

Basis of preparation

Reed Business Information (Holdings) Limited (the “Company”) is a company limited by share capital, incorporated in England and Wales under the Companies Act. The address of the registered office is given on page 1.

The Company meets the definition of a qualifying entity under Financial Reporting Standard (FRS) 100 issued by the Financial Reporting Council (FRC). Accordingly, for the year ended 31 December 2019 these financial statements were prepared in accordance with FRS 101 (Financial Reporting Standard 101) ‘Reduced Disclosure Framework’ issued by the FRC, incorporating the amendments to company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 and in so doing has applied the requirements of International Financial Reporting Standards (IFRS) 1.6-33 and related appendices.

The financial statements have been prepared on the historical cost basis financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

The Company’s financial statements are presented in sterling and all values are rounded to the nearest thousand pounds (£’000) except when otherwise indicated.

These financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements, because it is included in the group financial statements of RELX PLC. Details of the parent in whose consolidated financial statements the Company is included are available to the public and can be obtained as set out in note 11.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to share based payment, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions. Where relevant, equivalent disclosures have been given in the group financial statements of RELX PLC. The group financial statements of RELX PLC are available to the public and can be obtained as set out in note 11.

The principal accounting policies adopted are set out below.

Going concern

Management has assessed the relevant factors surrounding going concern, including financing available from other companies in the RELX group, and considers the basis of accounting preparation appropriate.

The directors of Reed Business Information (Holdings) Limited are of the view that COVID-19 does not impact the Company’s ability to continue as a going concern. The Company does not carry out any trading activities, has no employees and is in a net asset position as at 31 December 2019. As such the impact of COVID-19 is limited to the recoverability of the assets it holds. Impairment testing was carried out to ensure the assets are carried at a value which is recoverable in the statement of financial position, and it is anticipated that the Company will continue to receive dividend income from its investments on an ongoing basis.

Consequently, the directors of Reed Business Information (Holdings) Limited have concluded that it is appropriate to prepare these financial statements on a going concern basis.

Taxation

Tax is charged or credited in the income statement except to the extent that the tax arises from a transaction or event which is recognised, in the same or a different period, outside the income statement (either in other comprehensive income, directly in equity, or through a business combination) in which case the tax appears in the same statement as the transaction that gave rise to it.

Current tax is the amount of corporate income taxes payable or recoverable based on the profit for the period as adjusted for items that are not taxable or not deductible, and is calculated using tax rates and laws that were enacted or substantively enacted at the date of the statement of financial position. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

Investments

Investments in subsidiaries are stated at cost less any impairment in value. The Company assess investments for impairment whenever events or changes in circumstances indicate that the carrying value of the investment may not be recoverable. If such an indication of impairment exists the Company makes an estimation of the recoverable amount. Where the carrying value of the investment exceeds the recoverable amount, the investment is impaired and is written down to its recoverable amount.

Trade and other payables

Financial instruments comprise trade and other payables.

Trade payables are recorded initially at fair value and subsequently carried at amortised cost. Trade payables are predominantly non-interest bearing and their carrying amounts approximate to their fair value.

Standards and amendments effective for the year

The interpretations and amendments to IFRS effective for 2019 have not had a significant impact on the accounting policies or reporting.

2. Information regarding directors and employees

The directors received no emoluments (2018: nil) in respect of their services to the Company. The Company has no employees (2018: nil).

3. Auditor's remuneration

The auditor's remuneration for the audit of the Company's annual financial statements was £3,854 (2018: £3,764) and was borne and not recharged by another group company for the current and preceding year.

4. Income from shares in subsidiary undertakings

	2019 £'000	2018 £'000
Dividends received	<u>80,857</u>	<u>-</u>

The Company received dividends from Reed Business Information Limited and Butterworth and Co (Publishers) Limited during the year.

5. Taxation

	2019 £'000	2018 £'000
Current tax	<u>-</u>	<u>-</u>

The rate of UK corporation tax for the year is 19% (2018: 19%). Set out below is a reconciliation of the difference between tax expense for the year and the theoretical expense calculated by multiplying accounting profit by the applicable tax rate.

	2019 £'000	2018 £'000
Profit on ordinary activities before taxation	<u>80,205</u>	<u>-</u>
Expected tax expense at 19% (2018: 19%)	15,239	-
Effect of non-taxable income	(15,362)	-
Effect of non-taxable expense	<u>123</u>	<u>-</u>
Tax expense	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

As this company does not have any deferred tax balances, there is no impact from the enacted corporation tax rate reductions to the financial position.

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

6. Investments

<u>Shares in subsidiary undertakings:</u>	£'000
Cost	
At 1 January 2019	409,072
Subsidiary dissolved	(5,477)
At 31 December 2019	<u><u>403,595</u></u>
Provision for impairment	
At 1 January 2019	(4,825)
Impairment in subsidiary undertakings	(652)
Subsidiary dissolved	5,477
At 31 December 2019	<u><u>-</u></u>
Carrying amount	
At 31 December 2019	<u><u>403,595</u></u>
At 31 December 2018	<u><u>404,247</u></u>

In the opinion of the directors the value of the Company's investments in its subsidiaries is not less than the amount at which they are stated in the Statement of Financial Position.

The Company impaired £652,000 (2018: nil) of its remaining investment in a subsidiary undertaking, which was subsequently dissolved.

See note 13 for related undertakings information.

7. Trade and other payables

	2019 £'000	2018 £'000
Amounts owed to immediate parent company	131,324	137,181
Amounts owed to subsidiary undertakings	187,059	262,059
	<u><u>318,383</u></u>	<u><u>399,240</u></u>

Interest is not charged on these intercompany balances. Intercompany balances are repayable on demand.

8. Share capital

	Authorised		Called up, issued and fully paid	
	Number	£	Number	£
<u>Ordinary shares of £1 each</u>				
At 31 December 2019 and 2018	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

REED BUSINESS INFORMATION (HOLDINGS) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

9. Reserves

	Capital reserve £'000	Profit and loss account £'000	Total £'000
At 1 January 2018	700	4,307	5,007
At 1 January 2019	700	4,307	5,007
Profit for the year	-	80,205	80,205
At 31 December 2019	700	84,512	85,212

10. Consolidated group financial statements

The Company is not required to prepare consolidated group financial statements under s400 of the Companies Act 2006 because its parent company is subject to EU law and the ultimate parent company prepares consolidated group financial statements. Accordingly, these financial statements present information about this company as an individual undertaking and not as a group.

11. Ultimate parent company

The Company's immediate parent company is RELX (UK) Limited, a company incorporated in England and Wales. The Company's ultimate and controlling parent entity is RELX PLC, a company incorporated in England and Wales. The smallest and largest group into which the financial statements of the Company for the year ended 31 December 2019 are consolidated is RELX PLC. Copies of the consolidated financial statements of RELX PLC may be obtained from its registered office at 1-3 Strand, London, WC2N 5JR, United Kingdom.

12. Related party transactions

The Company has taken advantage of the exemption under the terms of FRS 101 paragraph 8(k) from disclosing related party transactions with entities that are wholly owned subsidiaries of RELX PLC. There were no other related party transactions in the current or prior year.

13. Related undertakings

Subsidiary undertakings:

Name of company	Country of incorporation and operation	Proportion of equity capital held (direct)
Reed Business Information Limited ⁽¹⁾	England & Wales	100%

Interests are all in the form of ordinary shares unless otherwise noted.

Butterworth & Co (Publishers) Limited was a 100% held subsidiary and was dissolved on 26 November 2019.

⁽¹⁾ Registered office address: Quadrant House, The Quadrant, Sutton, Surrey, SM2 5AS, United Kingdom.