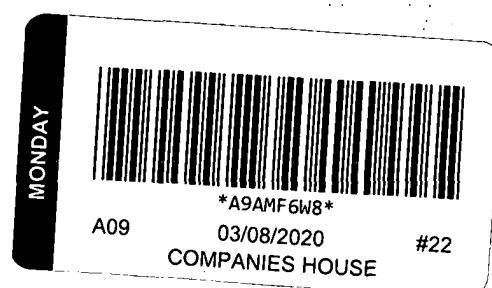


# A & R Edelman Limited

Registered number 03280816

Annual report and financial statements

30 June 2019



# A & R Edelman Limited

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Registered number: 03280816

## Directors and advisers

### Directors

I C Dobson  
R Edelman

### Company secretary

C Foxall

### Independent auditors

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
1 Embankment Place  
London  
WC2N 6RH

### Bankers

JP Morgan Chase Bank, N.A  
Chaseside  
Bournemouth  
BH7 7DB

### Registered office

Southside  
105 Victoria Street  
London  
SW1E 6QT

# A & R Edelman Limited

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## Directors' report

For the year ended 30 June 2019

The directors present their report and the audited financial statements of A & R Edelman Limited (the 'company') for the year ended 30 June 2019.

### Results and dividends

The loss for the financial year was £232,467 (2018: £5,831). The directors do not recommend the payment of a dividend for the year (2018: £nil). The company did not make any charitable or political donations in 2019 or 2018.

### Principal activities and review of the business

The principal activity of the company is the provision of communications marketing, public relations and corporate and social responsibility consultancy, including supporting other Edelman group companies in the provision of these services. Revenue and gross profits for 2019 were higher than 2018 due to the development of a marketing advisory business. This also meant appointing new staff. The directors consider that the loss for the year and the financial position at 30 June 2019 are satisfactory, considering the new activities which resulted in higher administrative expenses.

The directors who held office during the year and up to the date of signing the financial statements are disclosed on page 1.

### Future developments

Regarding future developments, given the current uncertain economic environment caused by COVID-19 the directors have carried out a detailed and comprehensive review of the business and its future prospects taking into account all information that could reasonably be expected to be available for the following 12 months and beyond. The Company has however been largely insulated from the effects of the virus to date and with resilient technology and business continuity measures in place to ensure continued operation. The Company expects therefore to largely continue its strategy as planned, building on the prior years.

The marketing advisory part of the business has been transferred to DJE Consulting Limited, another group company, since the 30 June 2019.

### Statement of directors' responsibilities in respect of the financial statements

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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, 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 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.

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.

# A & R Edelman Limited

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## Directors' report (continued)

For the year ended 30 June 2019

### Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the 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.

### Directors' indemnities

The ultimate parent company, Daniel J. Edelman Holdings, Inc., maintains liability insurance for the directors and officers of the company. The indemnity was in force during the last financial year and is currently in force.

### Small companies' exemption

The directors' report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

### Principal risks and uncertainties

The principal risks and uncertainties faced by the company can be broadly grouped as business risk, competitive risk and financial risk.

#### *Business risk*

Business continuity plans are in place in case of technology disruption or lack of access to the premises. The outbreak of COVID-19, the global pandemic in early 2020, has resulted in the Company deploying these plans to maintain stability across the business, ensuring continued delivery of service through remote working for employees and with clients, with no issues noted in the period up to signing these financial statements.

In a referendum held on 23 June 2016, the UK resolved to leave the European Union ('EU'). On 31 January 2020, the UK left the EU and has now entered an 11 month transition period until the end of 2020. During this period, the UK government will negotiate the terms of the UK's future relationship with the EU. Although, it is still unknown what those terms will be, Brexit may create global economic uncertainty, which may affect the Company's risk profile through introducing potentially significant new uncertainties and instability in financial markets.

Given the Company generates all turnover and profits in the UK (and works with other Edelman group companies for overseas work), the directors do not expect any impact by changes in laws and regulations.

At the date of signing these financial statements, Brexit negotiations have been delayed due to the COVID-19 crisis. The delay has also raised expectations that the UK may request an extension to negotiations. As a result, whilst the full impact is not known, as at the date of signing there is no significant impact on the business, given the lack of EU exposure for the Company. Thus, given the uncertainty relating to when and in what form Brexit will occur, the business continues to monitor and assess its preparedness for a worst-case scenario including the risks and mitigations across the business. This includes continued liaison with key customers, ongoing assessment of people and succession planning in key roles; and continued review of contracts. Management will continue to monitor negotiations, ensuring our planning remains up to date and assess any new or emerging risks on an on-going basis.

#### *Competitive risk*

The company seeks to mitigate its exposure to increased competition and the possibility of adverse market conditions by maintaining a wide portfolio of clients in different sectors who require a variety of Public Relations services.

# A & R Edelman Limited

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## Directors' report (continued)

For the year ended 30 June 2019

### *Financial risk management*

#### *Credit risk*

The company aims to mitigate liquidity risk by managing cash generation of its operations and operating cash collection targets across the company as well as performing credit checks on all new clients. The company's cash deposits are held with JP Morgan Chase Bank, NA.

#### *Foreign exchange risk*

Whilst all turnover is generated in the UK, the company does earn some of its turnover in currencies other than sterling. It seeks to manage the exposure to fluctuations in exchange rates by having contracts in place which allow for fee adjustments should the exchange rate fluctuate by more than a reasonable percentage. The company also seeks to minimise its holdings of currencies other than sterling.

#### *Liquidity and cash flow risk*

The company is part of a group cash pooling arrangement that gives it access to funds to mitigate the cash flow risk. The company forecasts and monitors its cash flows on an ongoing basis to manage this risk.

### **Subsequent events**

For the Company, the global outbreak of COVID-19 is deemed to be a non-adjusting post balance sheet event as at 30 June 2019 and therefore no adjustments have been made in these financial statements for COVID-19. Global health concerns relating to the coronavirus outbreak have been weighing on the macroeconomic environment, and the outbreak has increased economic uncertainty. The outbreak has resulted in authorities implementing numerous measures to try to contain the virus which have in turn negatively impacted consumer and business spending. The Company has adapted during the enforced lockdown and social distancing deploying a formal working from home posture for employees, using its business continuity plans accordingly to maintain stability in the business. The Company has however been largely insulated from the effects of the virus to date and with resilient technology and business continuity measures in place have ensured continued operation.

The future outcome of the outbreak is uncertain and the numbers in these financial statements could be materially different in the future as a result of changes in the type of work that can be performed and clients' budgets. There may also be a material impact on other critical estimates and judgments disclosed in our accounting policies in the future. However at the date of issuing these financial statements no material impact has been noted in relation to the year ended 30 June 2019, in particular regarding our consideration over the recoverability of debtors.

The marketing advisory part of the business has been transferred to DJE Consulting Limited, another group company, since the 30 June 2019.

### **Going concern**

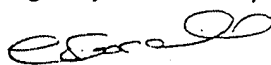
These financial statements have been prepared on a going concern basis. In preparing the financial statements the directors have taken into account all information that could reasonably be expected to be available for the following 12 months from the date of signing the financial statements and beyond.

They have considered the Company's losses in the year, the net assets, future projections, COVID-19, the Company's ongoing cash requirements, the availability of cash through the group cash pooling arrangement and the written letter of support received from the ultimate parent, Daniel J. Edelman Holdings, Inc.

As a result of the review and the support from its ultimate parent, the directors are confident the Company has sufficient resources to continue as a going concern for at least 12 months from the date of signing these financial statements and on this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

Approved by the board and signed by its order on 31 July 2020.

C Foxall  
Company secretary



# A & R Edelman Limited

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## Independent auditors' report to the members of A & R Edelman Limited

### Report on the audit of the financial statements

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#### Opinion

In our opinion, A & R Edelman Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2019 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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 Balance sheet as at 30 June 2019; the Profit and loss account, 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.

#### 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 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.

# A & R Edelman Limited

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## *Directors' report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' report for the year ended 30 June 2019 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 Directors' report.

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## **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 in respect of the financial statements, 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.

### *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](http://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.

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## **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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### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

*Gemma Clark*

Gemma Clark (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London

31 July 2020

## A & R Edelman Limited

### Profit and loss account

for the year ended 30 June 2019

	Note	2019 £	2018 £
<b>Turnover</b>	5	3,786,296	543,482
Cost of sales		(2,182,691)	(529,885)
<b>Gross profit</b>		1,603,605	13,597
Administrative expenses	6	(1,894,241)	(23,637)
<b>Operating loss</b>	6	(290,636)	(10,040)
Interest receivable and similar income	10	4,163	3,189
Interest payable and similar charges	11	(44)	(355)
<b>Loss on ordinary activities before taxation</b>		(286,517)	(7,206)
Tax on loss on ordinary activities	12	54,050	1,375
<b>Loss for the financial year</b>		(232,467)	(5,831)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

The company has no other items of comprehensive income and therefore no separate statement of comprehensive income has been presented.

The notes on pages 10 to 17 form part of the financial statements.



## A & R Edelman Limited

### Balance sheet

as at 30 June 2019

Registered number 03280816

	Note	2019 £	2018 £
<b>Current assets</b>			
Stocks	13	16,010	10
Debtors	14	3,294,690	2,529,552
		<u>3,310,700</u>	<u>2,529,562</u>
<b>Creditors: amounts falling due within one year</b>	15	<u>(1,077,966)</u>	<u>(64,361)</u>
<b>Net current assets</b>		<u>2,232,734</u>	<u>2,465,201</u>
<b>Net assets</b>		<u>2,232,734</u>	<u>2,465,201</u>
<b>Capital and reserves</b>			
Called up share capital	16	100	100
Capital contribution reserve		293,490	293,490
Profit and loss account		1,939,144	2,171,611
<b>Total shareholder's funds</b>		<u>2,232,734</u>	<u>2,465,201</u>

These financial statements have been prepared in accordance with the provisions of a small company.

The financial statements on pages 7 to 17 were approved by the directors on 31 July 2020 and are signed on their behalf by:



I C Dobson  
Director

# A & R Edelman Limited

## Statement of changes in equity

For the year ended 30 June 2019

Registered number 03280816

	Called up share capital	Capital contribution reserve	Profit and loss account	Total shareholder's funds
	£	£	£	£
At 1 July 2018	100	293,490	2,171,611	2,465,201
Loss for the financial year	-	-	(232,467)	(232,467)
<b>Total comprehensive expense for the year</b>	-	-	(232,467)	(232,467)
<b>Transactions with owners, recognised directly in equity</b>				
Dividend paid	-	-	-	-
<b>Total transactions with owners, recognised directly in equity</b>	-	-	-	-
<b>At 30 June 2019</b>	<b>100</b>	<b>293,490</b>	<b>1,939,144</b>	<b>2,232,734</b>

	Called up share capital	Capital contribution reserve	Profit and loss account	Total shareholder's funds
	£	£	£	£
At 1 July 2017	100	293,490	2,177,442	2,471,032
Loss for the financial year	-	-	(5,831)	(5,831)
<b>Total comprehensive expense for the year</b>	-	-	(5,831)	(5,831)
<b>Transactions with owners, recognised directly in equity</b>				
Dividend paid	-	-	-	-
<b>Total transactions with owners, recognised directly in equity</b>	-	-	-	-
<b>At 30 June 2018</b>	<b>100</b>	<b>293,490</b>	<b>2,171,611</b>	<b>2,465,201</b>

# A & R Edelman Limited

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## Notes to the financial statements

for the year ended 30 June 2019

### 1. General information

A & R Edelman Limited ('the company') operates to offer a range of services, including: communications marketing; public relations; environmental, healthcare and hi-tech communications; corporate and social responsible consulting. The company is a private company limited by shares and is incorporated in the United Kingdom. The address of its registered office is Southside, 105 Victoria street, London, SW1E 6QT.

### 2. Statement of compliance

The company financial statements of A & R Edelman Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

### 3. Accounting policies

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

#### **Basis of preparation**

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. FRS 102 allows a qualifying entity certain disclosure exemptions. The company has taken an exemption from the requirement to prepare a statement of cash flows.

#### **Going concern**

These financial statements have been prepared on a going concern basis. In preparing the financial statements the directors have taken into account all information that could reasonably be expected to be available for the following 12 months from the date of signing the financial statements and beyond.

They have considered the Company's losses in the year, the net assets, future projections, COVID-19, the Company's ongoing cash requirements, the availability of cash through the group cash pooling arrangement and the written letter of support received from the ultimate parent, Daniel J. Edelman Holdings, Inc.

As a result of the review and the support from its ultimate parent, the directors are confident the Company has sufficient resources to continue as a going concern for at least 12 months from the date of signing these financial statements and on this basis, they consider that it is appropriate to prepare the financial statements on the going concern basis.

#### **Turnover and revenue recognition**

The company recognises turnover when: (a) the significant risks and rewards of ownership have been transferred to the buyer; (b) the company retains no continuing involvement or control over the goods; (c) the amount of revenue can be measured reliably; (d) it is probable that future economic benefits will flow to the entity; and (e) when the specific criteria relating to each of the company's sales channels have been met, as described below.

Turnover represents amounts receivable for services net of value added tax and trade discounts.

Revenue is normally recognised at the point at which the service is provided and the value can be determined. In those instances where there is no formal arrangement in place, however the services have begun, the revenue is deferred until the arrangement is formalised. To the extent that services have been invoiced but the service has not been provided in the financial year covered by these financial statements, that revenue will be held as deferred income until the service has been provided.

Unbilled revenue on client assignments is included as accrued income within trade and other receivables. Where individual on account billings exceed revenue recognised and costs incurred to date on client assignments, the excess is classified as deferred income within trade and other payables. These timing differences can arise where there are differences between billing arrangements (i.e. invoicing) and the timing of the delivery of the service and thus the revenue recognition, resulting in either assets or liabilities. Any assets arising relating to accrued income are investigated and written off immediately if deemed irrecoverable. Liabilities relating to deferred income are held for a period of up to two years during which time they are written back to revenue if, after investigation it is found that no further liability exists.

Costs of sales comprise third party costs incurred to service client projects. Therefore gross profit represents net fees and commissions earned during the year.

#### **Interest**

Interest receivable and payable is recorded in the profit and loss account as they accrue.

# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 3. Accounting policies (continued)

#### **Employee benefits**

The company provides a range of benefits to employees, including paid holiday arrangements and defined contribution pension plans.

##### *(i) Short term benefits*

Short term benefits, including holiday pay and other similar non-monetary benefits such as employee health and travel insurance, are recognised as an expense in the period in which the service is received.

##### *(ii) Defined contribution pension plans*

The company operates a defined contribution scheme for directors and employees. A defined contribution plan is a pension plan under which the group 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 when they are due. Amounts not paid are shown as accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

#### **Taxation**

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are not discounted.

##### *(i) Current tax*

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

##### *(ii) Deferred tax*

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

#### **Stocks**

Stocks consist of work in progress, which represents unbilled third-party direct costs and is valued at the lower of cost and net realisable value, after reviewing for impairments.

#### **Foreign currencies**

##### *(i) Functional and presentation currency*

The company's functional and presentation currency is the pound sterling.

##### *(ii) 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 profit and loss account.

# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 3. Accounting policies (continued)

#### *Capital contribution reserve*

The capital contribution reserve is stated at the value of additional funds contributed to the company by the shareholders.

#### *Financial instruments*

The company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

##### (i) *Financial assets*

Basic financial assets, including trade and other receivables, cash and bank balances and amounts owed from group and parent undertakings are initially recognised at transaction price.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss. The impairment charge was originally recognised in the same accounts.

Financial assets are derecognised when the contractual rights to the cash flows from the asset expire or are settled.

##### *Financial liabilities*

Basic financial liabilities, including trade and other payables and amounts owed to group and parent undertakings are initially recognised at transaction price.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

##### (ii) *Offsetting*

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 4. Critical judgements and estimation uncertainty

#### (a) *Critical judgements in applying the group's accounting policies*

Revenue recognition judgements are detailed in the accounting policy note. The company reviews the work that has been completed to determine the amount of revenue that should be recognised based on the stage of completion.

Judgements are made when assessing the accruals and provisions included within the financial statements. The consequent impairments of debtors and work in progress are shown within the operating profits note.

#### (b) *Key accounting estimates and assumptions*

The company has reviewed its debtors and work in progress and made provision for impairments as deemed necessary.

### 5. Turnover

Turnover, gross profit and loss on ordinary activities before taxation and net assets, is attributable to communications marketing, public relations and corporate and social responsible consultancy. All turnover is generated in the United Kingdom. Turnover includes £1,321,606 received by the company for their work supporting other Edelman group companies.

# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 6. Operating loss

Operating loss is stated after charging/ (crediting):

	2019	2018
	£	£
Writeback of stock	-	1,755
(Gain)/loss on foreign exchange	(10,938)	17,506

The auditors' remuneration for audit (£19,488) and tax services (£6,000) for 2019 were borne by Daniel J. Edelman Limited. For 2018 the amounts were audit (£14,552) and tax services (£6,000).

### 7. Staff costs

	2019	2018
	£	£
Wages and salaries	1,240,421	-
Social security costs	164,971	-
Other pension costs (note 17)	31,334	-

The wages and salaries include £10,112 of allocations for staff recharges from other Edelman companies (2018: £nil).

The monthly average number of employees, including directors, during the year was as follows:

	2019	2018
By activity:	Number	Number
Professional staff	3	-

### 8. Directors' emoluments

During the year, no emoluments were paid directly in respect of qualifying services of the directors (2018: £nil). However the directors received emoluments from other group undertakings in respect of their services to the wider group. Emoluments are disclosed in the financial statements of those group undertakings.

### 9. Key management compensation

The company considers the key management to be the key management of Daniel J. Edelman Limited. The compensation of key management is borne by and disclosed in the financial statements of Daniel J. Edelman Limited.

### 10. Interest receivable and similar income

	2019	2018
	£	£
Interest receivable from fellow group undertakings	4,163	3,189

### 11. Interest payable and similar charges

	2019	2018
	£	£
Other interest payable	44	355

# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 12. Tax on loss on ordinary activities

(a) Tax on loss on ordinary activities

The standard rate of corporate tax in the United Kingdom was 19% (2018: 19%)

	2019 £	2018 £
<b>Current tax:</b>		
UK corporation tax on loss for the year	(51,534)	(1,415)
Adjustments in respect of previous periods		-
	<u>(51,534)</u>	<u>(1,415)</u>
<b>Deferred tax:</b>		
Origination and reversal of timing differences	(2,812)	45
Changes in tax rates	296	(5)
	<u>(2,516)</u>	<u>40</u>
<b>Deferred tax</b>	<u>(2,516)</u>	<u>40</u>
<b>Tax on loss on ordinary activities</b>	<u><u>(54,050)</u></u>	<u><u>(1,375)</u></u>

(b) Factors affecting the current tax credit

The tax assessed for the year is higher (2018: is lower) than the standard rate of corporation tax in the UK of 19% (2018: 19%). These differences are reconciled below:

	2019 £	2018 £
<b>Loss on ordinary activities before taxation</b>	<u>(286,517)</u>	<u>(7,206)</u>
Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 19% (2018: 19%)	(54,438)	(1,369)
Effects of:		
Non-deductible expenses	92	-
Effects of other reliefs	-	(1)
Adjustment in respect of previous periods	-	-
Tax rate changes	296	(5)
<b>Tax credit for the year</b>	<u><u>(54,050)</u></u>	<u><u>(1,375)</u></u>

The standard rate of Corporation Tax in the UK during the year was 19%. Accordingly, the effective UK tax rate applicable to the company for this accounting year was 19% (2018: 19%). The closing deferred tax balances have been calculated at 17% (2018: 17%) as this was the rate currently enacted in law at the balance sheet date for the period over which the deferred tax balances were expected to reverse.

In the Spring Budget 2020, the Government announced that from 1 April 2020 the corporation tax rate would remain at 19% (rather than reducing to 17%, as previously enacted). This new law was substantively enacted on 17 March 2020. As the proposal to keep the rate at 19% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 13. Stocks

	2019	2018
	£	£
Stocks	16,010	66
Less provision for impairments	-	(56)
	<u>16,010</u>	<u>10</u>

During the year £nil was charged to the profit and loss account for impairments (2018: £nil).

### 14. Debtors

	2019	2018
	£	£
Trade debtors	111,010	150,470
Amounts owed by group undertakings	2,964,876	2,339,133
Corporation tax	52,948	-
Other taxation and social security	64,105	37,908
Deferred tax	2,701	185
Prepayments and accrued income	99,050	1,856
	<u>3,294,690</u>	<u>2,529,552</u>

Amounts owed by group undertakings include £nil (2018: £668,526) held under a group cash pooling arrangement (note 18) which bears interest at a market rate. All other amounts owed by group undertakings are unsecured, non-interest bearing and are repayable under normal trading terms.

Trade debtors are shown after an impairment provision of £nil (2018: £nil).

<i>Deferred tax asset</i>	£
At 1 July 2018	185
Deferred tax charge for the year (note 12)	2,516
At 30 June 2019	<u>2,701</u>

The amounts of deferred taxation assets recognised are as follows:

	2019	2018
	£	£
Accelerated capital allowances	151	185
Short term timing differences	2,550	-
Total deferred tax asset	<u>2,701</u>	<u>185</u>

The directors believe that the deferred tax assets will reverse in future years. £2,523 (2018: £37) is expected to reverse in the next year.



# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 15. Creditors: amounts falling due within one year

	2019	2018
	£	£
Trade creditors	30,144	22,177
Amounts owed to group undertakings	777,174	-
Corporation tax payable	-	4,046
Accruals and deferred income	270,648	38,138
	<u>1,077,966</u>	<u>64,361</u>

Amounts owed to group undertakings include £777,174 (2018: £nil) held under a group cash pooling arrangement (note 18) which bears interest at a market rate. All other amounts owed by group undertakings are unsecured, non-interest bearing and are repayable under normal trading terms.

### 16. Called up share capital

	2019	2018
	£	£
<i>Authorised</i>		
100,000 (2018: 100,000) ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
<i>Allotted and fully paid</i>		
100 (2018: 100) ordinary shares of £1 each	<u>100</u>	<u>100</u>

### 17. Pension costs

The company made contributions to defined contribution pension schemes of £31,334 (2018: £nil). As of 30 June 2019 all company contributions had been paid (2018: £nil).

### 18. Contingent liabilities

The company together with certain other Edelman group companies has entered into a cash pooling arrangement with JP Morgan Chase Bank, NA. JP Morgan Chase Bank, NA has the right to apply positive cash balances of the company against indebtedness or liabilities of any of the other companies named in the agreement. This facility is limited to the amount in an overdraft agreement with JP Morgan Chase Bank, NA which is guaranteed by Daniel J. Edelman Inc.

### 19. Related party transactions

The company has taken an exemption as per paragraph 33.1A of FRS102, 'Related Party Disclosures', on the grounds that it is a wholly owned subsidiary.

### 20. Ultimate parent undertaking

The company's immediate parent undertaking is Daniel J. Edelman Inc. The directors regard the ultimate controlling party as Daniel J. Edelman Holdings, Inc., a company registered in the United States which is the parent undertaking of the smallest and largest group to consolidate these financial statements.

Copies of the financial statements of both Daniel J. Edelman Inc and Daniel J. Edelman Holdings, Inc. can be obtained from 200 East Randolph Drive, Suite 6300, Chicago, Illinois, United States.

# A & R Edelman Limited

## Notes to the financial statements (continued)

for the year ended 30 June 2019

### 21. Financial instruments

	2019	2018
	£	£
<b>Financial assets that are debt instruments measured at amortised cost</b>		
Trade debtors (note 14)	111,010	150,470
Amounts owed by group undertakings (note 14)	2,964,876	2,339,133
Other debtors (note 14)	64,105	37,908
	<u>3,139,991</u>	<u>2,527,511</u>
<b>Financial liabilities measured at amortised cost</b>		
Trade creditors (note 15)	30,144	22,177
Amounts owed to group undertakings (note 15)	777,174	-
Accruals (note 15)	206,423	-
	<u>1,013,741</u>	<u>22,177</u>

### 22. Subsequent events

For the Company, the global outbreak of COVID-19 is deemed to be a non-adjusting post balance sheet event as at 30 June 2019 and therefore no adjustments have been made in these financial statements for COVID-19. Global health concerns relating to the coronavirus outbreak have been weighing on the macroeconomic environment, and the outbreak has increased economic uncertainty. The outbreak has resulted in authorities implementing numerous measures to try to contain the virus which have in turn negatively impacted consumer and business spending. The Company has adapted during the enforced lockdown and social distancing deploying a formal working from home posture for employees, using its business continuity plans accordingly to maintain stability in the business. The Company has however been largely insulated from the effects of the virus to date and with resilient technology and business continuity measures in place have ensured continued operation.

The future outcome of the outbreak is uncertain and the numbers in these financial statements could be materially different in the future as a result of changes in the type of work that can be performed and clients' budgets. There may also be a material impact on other critical estimates and judgments disclosed in our accounting policies in the future. However at the date of issuing these financial statements no material impact has been noted in relation to the year ended 30 June 2019, in particular regarding our consideration over the recoverability of debtors.

The marketing advisory part of the business has been transferred to DJE Consulting Limited, another group company, since the 30 June 2019.