

Company Registration No. 00002899

Yorkshire Post Newspapers Limited

Annual Report and Financial Statements

For the 53 week period ended 3 January 2015

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Yorkshire Post Newspapers Limited

Annual report and financial statements for the 53 week period ended 3 January 2015

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Yorkshire Post Newspapers Limited

Annual report and financial statements for the 53 week period ended 3 January 2015

Officers and professional advisers

Directors

A M Highfield
D King

Company Secretary

P M McCall

Registered Office

26 Whitehall Road
Leeds
England
LS12 1BE

Solicitors

MacRoberts
Capella
60 York Street
Glasgow
G2 8JX

Independent Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
London
United Kingdom

Yorkshire Post Newspapers Limited

Strategic report

For the 53 week period ended 3 January 2015

The Directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006.

Activities, results and future prospects

The Company acts as an agent for Johnston Publishing Limited, publishing and distributing newspapers in the Yorkshire area of England. The result for the period is shown in the profit and loss account on page 8. The Directors do not expect any change in the activities of the business in the foreseeable future.

The financial position of the Company is set out in the balance sheet on page 9.

Johnston Press plc provides the Company with direction and access to all central resources it needs and determines policies in all key areas such as finance, risk, human resources or environment. For this reason, the Directors believe that performance indicators and principal risks or uncertainties specific to the Company are not necessary or appropriate for an understanding of the development, performance, position or future developments of the business. The publicly available annual report of Johnston Press plc reviews these matters on a group basis.

Post balance sheet events

Details of significant events since the balance sheet date are contained in note 7 to the financial statements.

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



D King
Director

26 June 2015

Yorkshire Post Newspapers Limited

Directors' report

For the 53 week period ended 3 January 2015

The Directors present the annual report and the audited financial statements for the 53 week period ended 3 January 2015.

Details of the Company's principal activities, results and developments in the year are included in the Strategic Report on page 2 and form part of this report by cross reference.

Future development and events after the balance sheet date

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

Going concern

The Company is part of the Johnston Press plc group ("the Group"), which has published its audited consolidated financial statements to 3 January 2015.

The Directors believe that the Company is well placed to manage its business risks successfully despite the current economic environment, which remains challenging. The Johnston Press plc Group has extended its financing facilities on 23 June 2014 of which the company is a Guarantor. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to operate within the level of its current committed facilities.

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

Dividends

No dividends have been paid or proposed by the Directors (2013: £nil).

Directors

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

Directors' liability

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

Financial risk management

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

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

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

Yorkshire Post Newspapers Limited

Directors' report (continued) For the 53 week period ended 3 January 2015

Independent 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 ought to have taken as a Director in order to make himself 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 section 418 of the Companies Act 2006.

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

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



D King
Director

26 June 2015

Yorkshire Post Newspapers Limited

Directors' responsibilities statement For the 53 week period ended 3 January 2015

The Directors are responsible for preparing the annual report including the Strategic Report and the financial statements in accordance with applicable law and regulations.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditor's report to the members of Yorkshire Post Newspapers Limited

We have audited the financial statements of Yorkshire Post Newspapers Limited for the 53 week period ended 3 January 2015 which comprise the profit and loss account, the balance sheet and the related notes 1 to 8. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of Directors and auditor

As explained more fully in the Directors' Responsibilities Statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 3 January 2015 and of its result for the period 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.

Opinion on other matter prescribed by the Companies Act 2006


In our opinion the information given in the Strategic Report and the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of Yorkshire Post Newspapers Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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.-



David Bell CA (Senior statutory auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

30 June 2015

Yorkshire Post Newspapers Limited

Profit and loss account

For the 53 week period ended 3 January 2015

		53 weeks ended 3 January 2015 £'000	52 weeks ended 28 December 2013 £'000
	Notes		
Turnover	1	8,820	10,169
Cost of sales	3	(8,820)	(10,169)
Result for the financial period	2	-	-

The current and prior period results have been derived wholly from continuing operations. The comparative period is for the 52 weeks ended 28 December 2013.

There have been no recognised gains or losses other than the result for the current and preceding financial periods and, accordingly, no statement of total recognised gains and losses or reconciliation of movements in shareholder's funds are shown.

Yorkshire Post Newspapers Limited

Balance sheet As at 3 January 2015

	Notes	3 January 2015 £'000	28 December 2013 £'000
Current assets			
Debtors	4	88,532	88,532
Net assets		<u>88,532</u>	<u>88,532</u>
Capital and reserves			
Called-up share capital	5	690	690
Share premium account		425	425
Profit and loss account		<u>87,417</u>	<u>87,417</u>
Shareholder's funds		<u>88,532</u>	<u>88,532</u>

The comparative numbers are as at 28 December 2013.

The accompanying notes are an integral part of these financial statements.

The financial statements of Yorkshire Post Newspapers Limited, (registered number 00002899), were approved by the Board of Directors and authorised for issue on 26 June 2015.

Signed on behalf of the Board of Directors



D King
Director

Yorkshire Post Newspapers Limited

Notes to the financial statements For the 53 week period ended 3 January 2015

1. Accounting policies

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

Basis of accounting

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

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

The financial statements have been prepared for the 53 week period ended 3 January 2015. The 2013 information relates to the 52 week period ended 28 December 2013.

Related parties

As the Company is a wholly owned subsidiary of Johnston Press plc, the Company has taken advantage of the exemption contained in FRS 8 and therefore not disclosed transactions and balances with entities which form part of the Group.

Cash flow statement

Under FRS 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking of Johnston Press plc whose consolidated financial statements include a cash flow statement and are publicly available.

Turnover and revenue recognition

Turnover represents charges to Johnston Publishing Limited in respect of the Company's services as an agent and is net of value added tax. The Company's entire turnover was generated in the United Kingdom. Turnover is recognised when services are rendered.

Pension costs

The Company participates in a Group operated defined contribution and a defined benefit pension scheme.

The costs of the Company's contributions to the defined contribution scheme are charged to the profit and loss account as they become due under the rules of the scheme. Further details regarding pension costs are provided in note 3.

The defined benefit pension plan is closed to new members and closed to future accrual. Full details of the scheme and associated FRS17 disclosures are provided in the Johnston Publishing Limited financial statements for the period to 3 January 2015.

Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. The preference shares of the Company qualify as equity.

Share based payments

The Company does not reflect costs associated with equity-settled share-based payments on the grounds that the benefits from services provided by its employees in respect of these payments are received by other group companies as a result of the agency agreements in place (note 3).

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Notes to the financial statements (continued) For the 53 week period ended 3 January 2015

2. Result for the financial period

The result for the period is stated after charging:

	53 weeks ended 3 January 2015 £'000	52 weeks ended 28 December 2013 £'000
Staff costs (note 3)	8,820	10,169

The auditor's remuneration in the current and prior period was borne by another group undertaking. The Directors estimate that the amount relating to the Company's statutory audit was £2,900 (2013: £2,900). Non-audit fees have not been incurred in the year by the Company.

3. Information regarding directors and employees

	53 weeks ended 3 January 2015 No.	52 weeks ended 28 December 2013 No.
Average number of employees by activity:		
Editorial and photographic	86	108
Sales and distribution	96	112
Production	3	6
Administration	48	56
	233	282

	53 weeks ended 3 January 2015 £'000	52 weeks ended 28 December 2013 £'000
Staff costs during the period comprised:		
Wages and salaries	7,185	7,296
Termination payments	590	1,712
Social security costs	659	726
Other pension costs	386	435
	8,820	10,169

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Notes to the financial statements (continued) **For the 53 week period ended 3 January 2015**

3. Information regarding directors and employees (continued)

Pension contributions

Defined contribution - The Johnston Press Retirement Savings Plan

The Johnston Press Retirement Savings Plan is a defined contribution Master Trust arrangement for current employees, operated by Zurich. Contributions by the Group are a percentage of basic salary. Employer contributions range from 1 per cent of basic salary, for employees statutorily enrolled, through to 12 per cent of basic salary for Senior Executives. Employees who were active members of the Money Purchase section of the Johnston Press Pension Plan on 31 August 2013 transferred from the Johnston Press Pension Plan to the Johnston Press Retirement Savings Plan from 1 September 2013.

Contributions to the defined contribution scheme for the period were £386,000 (2013: £435,000).

Defined benefit - The Johnston Press Pension Plan

The Johnston Press Pension Plan is a defined benefit pension plan closed to new members and closed to future accrual. There was formerly a defined contribution section of the Johnston Press Pension Plan which was closed in August 2013 and members' benefits were transferred to the Johnston Press Retirement Savings Plan.

An updated valuation of the scheme at 3 January 2015 indicated that the scheme was 85% funded under FRS17 (2013: 84%).

Full details of the JPPP scheme and associated FRS 17 disclosures are provided in note 19 of the Johnston Publishing Limited accounts for the period to 3 January 2015. Following an updated valuation performed as at 31 December 2012 and in conjunction with the Capital Refinancing Plan, the amount of contributions for 2014 increased to £6,300,000 plus a share of any asset disposal proceeds, increasing thereafter.

Full details of the JPPP scheme, contributions agreed for 2015 to 2024, and further associated FRS 17 disclosures are provided in the Johnston Publishing Limited accounts for the period to 3 January 2015 and the Johnston Publishing plc.

Directors' emoluments

None of the Directors received or accrued any remuneration in respect of their services to the Company in either period.

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

Share based payments

Any gains made on the exercise of share options or the value of any shares or share options received under the long-term incentive schemes are not shown. Full details of share option schemes are provided in the financial statements of the ultimate parent company, Johnston Press plc. The costs of associated share-based payments under FRS 20 are not accounted for by the Company on the basis that the benefits from services provided by its employees in respect of these payments are received by other group companies as a result of the agency agreements in place. All such costs are accounted for in Johnston Publishing Limited and Johnston Press plc.

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Notes to the financial statements (continued) For the 53 week period ended 3 January 2015

4. Debtors: amounts falling due within one year

	3 January 2015 £'000	28 December 2013 £'000
Amounts owed by group undertakings	88,532	88,532

5. Called-up share capital

	3 January 2015 £'000	28 December 2013 £'000
Allotted, called-up and fully paid shares:		
60,000 5.25% cumulative preference shares of £1 each	60	60
630,000 ordinary shares of £1 each	630	630
	<u>690</u>	<u>690</u>

The preference shareholders have waived their rights to receive dividends in both current and previous periods.

6. Guarantees and other financial commitments

Value added tax

The Company is registered for VAT purposes in a group of undertakings, which share a common registration number. As a result, it has jointly guaranteed the VAT liability of the group, and failure by other members of the group to meet their VAT liabilities would give rise to additional liabilities for the Company. At 3 January 2015 the total liability of the group amounted to £2,236,000 (2013: £3,519,000). The Directors are of the opinion that no liability is likely to arise from the failure of these companies.

Security

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

With effect from 23 June 2014 the Company entered into new security arrangements in connection with the New Bonds and the New Revolving Credit Facility granting first ranking fixed and floating charges over its assets.

On repayment of all amounts due to Johnston Press plc's previous Lenders on 23 June 2014, the related security arrangements which the Company had become party to in August 2009 were cancelled.

Further details of the financing arrangements of Johnston Press plc and its subsidiaries are contained in the Interim Statement of Johnston Press plc to 3 January 2015.

At 3 January 2015 Johnston Press plc and its subsidiaries had total net debt of £184,620,000 (December 2013: £293,237,000).

7. Post balance sheet events

There were no material post balance sheet events requiring disclosure.

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Notes to the financial statements (continued) **For the 53 week period ended 3 January 2015**

8. Immediate and ultimate parent undertakings

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

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