

REED EXHIBITIONS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

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REED EXHIBITIONS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS 2019

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REED EXHIBITIONS LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

	<i>Appointed</i>	<i>Resigned</i>
Directors		
K Bayazit Besson		15 February 2019
A D S Bowden		31 January 2021
C Crosnier	1 January 2021	
P J Kelly	1 January 2021	
M W Kimber	1 January 2021	
D G Johnson		31 December 2020
R J N Mortimore		1 October 2020
M R Tiley-Hill		

Company secretary		
J M Poole		1 April 2020
RE Secretaries Limited	1 April 2020	

Registered office
Gateway House
28 The Quadrant
Richmond
Surrey
TW9 1DN
United Kingdom

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

REED EXHIBITIONS LIMITED

STRATEGIC REPORT

The directors present their strategic report for the year ended 31 December 2019.

The Company was a wholly owned subsidiary of RELX PLC throughout the year and is a part of the exhibitions division, accordingly consolidated group financial statements have not been prepared.

BUSINESS REVIEW

The Company's principal activity during the year was organising international events that are relevant to industry needs. During the year, the Company organised 23 events worldwide (2018: 30). The events encompass a range of sectors. They include cosmetics, energy and alternative energy, jewellery, transport and travel.

During the year the Company acquired Mack Brooks Exhibitions Limited, whose principal activities are that of organising events and publishing journals, event guides and reports. There have not been any further changes in the Company's business activities in the year under review. The Company considers active portfolio management key to delivering growth through new show launches, acquisitions and organic growth. The Company continues to recognise technology and analytics as a core enabler and is committed to developing its technology platforms to ensure the rapid deployment of innovation and best practices. The Company is continuously developing its digital products to increase the value of its events through greater customer satisfaction.

Capital expenditure was £17,700,000 (2018: £18,270,000) in respect of capitalised development costs. This reflects the investment in the IT global business system and related infrastructure.

As shown in the Company's Statement of Comprehensive Income, there has been a marginal increase in turnover that has been driven by new initiatives such as digital events, events that are on a bi-annual basis and the effects of changes in foreign exchange rates. Gross profit has increased by 2% (2018: £93,704,000). Profit before tax decreased approximately by £6,301,000. This is mainly due to £6,687,000 impairment in investments in subsidiaries where events have been discontinued. The Company's financial position at the end of the year showed net assets of £66,542,000 (2018: £46,708,000). The primary movement in net assets relates the acquisition of Mack Brooks Exhibitions Ltd.

POST BALANCE SHEET EVENT

During March 2020, the Covid-19 outbreak was declared a pandemic by the World Health Organisation. Given the nature of the Company's business, the Company has been impacted significantly by Covid-19 with 2020 events being cancelled or rescheduled, making the outlook for this business uncertain. In addition, action has been taken to reduce the cost structure of the business, creating a leaner, more agile organisation, and a more focused approach has been adopted for systems development.

Therefore, since December 2019, the Company has incurred significant one off costs, including an impairment of its investment in Mack Brooks Exhibitions Limited, the costs related to shows that were cancelled, accelerated amortisation against of capital development costs and severance costs.

The impact into 2021 cannot be predicted at this stage, however, over the coming months, for the events from which the Company receives its revenue, it expects them to experience revenue attrition and extra costs reflecting the cancellation or rescheduling of events or, where events are held, lower attendances.

STRATEGY

The strategy of the businesses of RELX PLC is determined on a divisional basis. For this reason, the Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the Exhibitions division of RELX PLC, which includes this Company, is discussed in the RELX Annual Reports and Financial Statements 2019 (available on www.relx.com) which does not form part of this report.

REED EXHIBITIONS LIMITED

STRATEGIC REPORT (continued)

DIRECTORS DUTIES AND SECTION 172 STATEMENT

Section 172 of the Companies Act 2006 requires a director of a company to act in the way that he or she considers, in good faith, would most likely promote the success of the Company for the benefit of its members as a whole. In doing this, section 172 requires directors to have regard to, amongst other matters, the:

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

In discharging our duties we have regard to the factors set out above. In addition, we have regard for other factors which we consider relevant to a decision being made. Those factors, for example, include the interests and views of our parent company, RELX (UK) Limited, our ultimate parent company, RELX PLC, and the wider RELX group of companies (the "Group"). We aim to ensure that our decisions support the Group's approved purpose, vision and values, together with its strategic priorities.

As part of Board meetings held, Directors receive information on section 172 matters when making relevant decisions. For example, in each year we make an assessment of the strength of the Company's balance sheet and future prospects, and having considered these, make a decision about the payment of a dividend. In 2019, we decided that no dividend would be paid for the financial year ended 31 December 2019. In making our decision, we considered a range of factors. These included the long-term viability of the company; its expected cash flow and financing requirements; and the expectations of our sole shareholder and its return on investment in the company. Having considered the factors, the Board agreed that not paying a dividend for 2019 would promote the success of the company.

In 2019, the Board also considered a number of matters relating to the Group's continuing efforts to simplify the structure of the RELX Group as a whole. As part of board meetings held, the Board also considered simplifying the share capital of certain of its subsidiaries. Following discussions by the Board, on the proposed transactions, the Board concluded that the transactions were most likely to deliver the best results in the long-term both for the Company and its stakeholders and, accordingly the Board approved the transactions and in doing so promoted the success of the Company.

Many policies or processes which cover areas listed above are set and approved by the RELX PLC Board or central functions. For example, the Company's approach to Inclusion and Diversity, Corporate Responsibility, Employee Engagement, the internal and external audit of the Company and its financial reporting, are all set at that level and apply across the Group.

The Group operates a number of policies such as the RELX Code of Ethics and Business Conduct which sets out the standards for our corporate and individual conduct and, among key issues, covers fair competition, anti-bribery, conflicts of interest and other information. The Group also operates a Whistleblowing helpline which is a group wide approach which is aimed at reporting improprieties within the workplace and reinforces the importance of this channel as a means to flag unethical behaviour.

The Group also operates a zero-tolerance approach to modern slavery and human trafficking. The Group is committed to acting ethically and with integrity in all of our business relationships. We work closely with our business partners, suppliers and supply chains to ensure there is no place for modern slavery and human trafficking in any area of our business. As part of this process we regularly review our processes and controls to prevent modern slavery and human trafficking. In addition, the Group also operates a Supplier Code of Conduct which is available in 16 languages, which we ask suppliers to sign and display prominently in the workplace. It commits them to following applicable laws and best practice in areas such as human rights, labour and the environment.

The views and the impact of the Company's activities on the Company's stakeholders (including its workforce, customers and suppliers) are an important consideration for the company when making relevant decisions. In some instances, the Board will judge that it should engage directly with certain stakeholder groups on certain issues, the size and spread of both the stakeholders and the Group means that generally stakeholder engagement best takes place at an operational or group level. The Company finds that as well as being a more efficient and effective approach, this also helps it achieve a greater positive impact on environmental, social and other issues than by working alone as an individual company. For further details on some of the engagement that has taken place with the Company's stakeholders, please see the RELX Annual Report and Financial Statements 2019.

REED EXHIBITIONS LIMITED
STRATEGIC REPORT (continued)

PRINCIPAL RISKS AND UNCERTAINTIES

The Company has identified and evaluated its major risks, the controls in place to manage those risks and the level of residual risk accepted. Risk management and control procedures are embedded into the operations of the business and include the monitoring of progress in areas for improvement that come to management and board attention. The major risks identified include: general economic and market conditions; including epidemics; changes in law and legal interpretations affecting our intellectual property rights; the availability of third party content and data; demand for our products and services; competitive factors in the industry in which the Company operates; the realisation of anticipated benefits from acquisitions; technology failure, data security; supply chain dependencies and availability of appropriately skilled talent; breach of generally accepted ethical business standards and failure to manage our environmental impact.

The Company takes out forward exchange contracts with affiliated companies to match the anticipated timing of foreign currency payments and receipts. Forward exchange contracts are not entered into on a speculative basis. The Company is financed by other companies in the RELX PLC group and has no third party debt (after taking account of cash pooling and intercompany arrangements). It therefore has no material interest rate exposure.

The major strategic risks facing the Company are considered by the Board. Litigation and other legal and regulatory matters are managed by legal department.

Our priority during the Covid-19 pandemic remains the health and safety of our colleagues and the wider community in which we operate, whilst continuing to operate our business. Given the nature of our business, almost all our staff are able to work from home and the business has been able to operate with quality being maintained at high levels.

Important specific risks affecting RELX PLC are discussed in the RELX Annual Reports and Financial Statements 2019 (available on www.relx.com) which does not form part of this report.

The Strategic Report has been approved by the Board.

By Order of the Board
Gateway House
28 The Quadrant
Richmond, Surrey, TW9 1DN



M R Tiley-Hill
Director
10 March 2021

REED EXHIBITIONS 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.

Trading results and dividends

The profit before tax for the year was £18,698,000 (2018: profit of £24,999,000), this did not include dividends received from the accumulated reserves of subsidiary undertakings and participating interests (2018: £1,178,000). The profit after tax for the financial year was £14,082,000 (2018: profit of £16,187,000). Total comprehensive income of £14,082,000 (2018: £16,187,000) has been taken to reserves. The Company did not pay any dividends during the year (2018: £nil).

Employee relations

The Company is fully committed to the concept of employee involvement and participation. Where appropriate, major announcements are communicated to employees through internal briefings. Information on performance, development, organisational changes and other matters of interest is communicated through briefings and electronic bulletins. The RELX PLC's Save As You Earn Share Option Scheme enables employees to participate in the future prosperity of the Company. The Company is an equal opportunity employer. It does not discriminate on the grounds of race, sex, religion, physical handicap or marital status in its recruitment or employment policies. All judgements about people for the purpose of recruitment, development and promotion are made solely on the basis of their ability and potential in relation to the needs of the job.

Disabled persons

It is the policy of the Company to consider the skills and aptitudes of disabled persons fully and fairly at all times in recruitment, career development, training and promotion. In pursuing this policy, and having special concern for employees who become disabled, all practical measures are taken to ensure that disabled persons are placed in jobs suited to their individual circumstances.

Environmental policy

The Company is aware of its environmental responsibilities and is developing strategies to minimise waste and maximise recycling. These policies cover not only the office environment, but also recycling of materials after events have closed.

Going concern

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

In addition, the directors of the Company have received written confirmation that RELX Group plc, a direct subsidiary of the ultimate parent company, is fully prepared and able to support the Company as necessary for the foreseeable future, that is a period of at least 12 months from the date of signing these financial statements. The directors of the Company have considered the anticipated trading performance and liquidity of RELX Group plc, the parent company of this entity, when assessing this support. For these reasons, the directors continue to adopt the going concern basis in preparing the financial statements

The directors of the Company have considered the impact of Covid-19 as part of the going concern assessment and have concluded that this will not impact the Company's ability to continue as a going concern. This conclusion is based upon current anticipated profits from future events.

For these reasons, the directors of the Company continue to adopt the going concern basis in preparing the annual financial statements. 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.

REED EXHIBITIONS LIMITED
DIRECTORS' REPORT (Continued)

Auditor

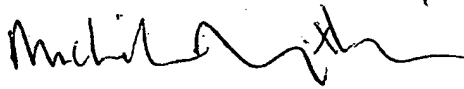
Each of the persons who is a director at the date of approval of this report confirms that:

- 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.

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

By Order of the Board
Gateway House
28 The Quadrant
Richmond, Surrey, TW9 1DN



M R Tiley-Hill
Director
10 March 2021

REED EXHIBITIONS 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 EXHIBITIONS LIMITED**

We have audited the financial statements of Reed Exhibitions Limited 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 the related notes 1 to 23, 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "*Reduced Disclosure Framework*".

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 the provisions available for small entities, in the circumstances set out in Note 1 to the financial statements, 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.

Emphasis of matter: Disclosures in respect of Covid-19

We draw attention to Notes 1 and 19 of the financial statements, which describes the economic and social consequences the company is facing as a result of Covid-19 which may impact consumer demand and financial markets. Our opinion is not modified in respect of this matter.

Conclusions 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 of 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 EXHIBITIONS LIMITED (Continued)**

Opinions on other matters 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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and 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 strategic report or 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.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 7, 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.

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.

Ernst & Young LLP

Jonathan Gill (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London, United Kingdom
12 March 2021

REED EXHIBITIONS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019

	Note	2019 £'000	2018 £'000
Revenue	2	134,949	133,668
Cost of sales		(39,275)	(39,964)
Gross profit		95,674	93,704
Selling and distribution costs		(23,837)	(23,507)
Administration and other expenses		(86,683)	(83,729)
Other operating income	2	32,451	37,385
Income from shares in group undertakings		-	1,178
Operating profit	3	17,605	25,031
Finance income	4	7,977	393
Finance costs	4	(197)	(425)
		7,780	(32)
Impairment of investment in subsidiaries		(6,687)	-
Profit before tax		18,698	24,999
Tax expense	7	(4,616)	(8,812)
Net profit for the year		14,082	16,187

All results relate to continuing operations.

The notes on pages 13 to 30 form part of these financial statements.

REED EXHIBITIONS LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £'000	2018 £'000
Non-current assets			
Goodwill and intangible assets	10	132,899	127,205
Property, plant and equipment	13	2,622	3,281
Right-of-use assets (leases)	17	4,093	4,074
Investments in subsidiary undertakings	11	302,570	82,018
Other investments	12	42	412
Deferred tax asset	7	4,150	5,264
		446,376	222,254
Current assets			
Trade and other receivables	14	53,691	50,449
Cash and cash equivalents		665	691
		54,356	51,140
Total assets		500,732	273,394
Current liabilities			
Trade and other payables	15	429,576	221,455
Borrowings	16	1,557	1,626
		431,133	223,081
Non-current liabilities			
Borrowings – lease liabilities	16	3,057	3,605
Total liabilities		434,190	226,686
Net assets		66,542	46,708
Capital and reserves			
Called up share capital	18	539	539
Share premium	18	8,035	8,035
Other reserves		57,968	38,134
Total equity		66,542	46,708

The notes on pages 13 to 30 form part of these financial statements.

The financial statements of Reed Exhibitions Limited, registered number 00678540, were approved by the Board of Directors and authorised for issue on 10 March 2021. They were signed on its behalf by:



M R Tiley-Hill
Director

REED EXHIBITIONS LIMITED
STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2019

	Note	Called up share capital £'000	Share premium £'000	Other reserves £'000	Total equity £'000
Balance at 1 January 2018		539	8,035	23,246	31,820
Profit for the year		-	-	16,187	16,187
Share based payment		-	-	2,280	2,280
Tax on share based payment	8	-	-	85	85
Net designated cashflow derivative reserve		-	-	(3,664)	(3,664)
Balance at 1 January 2019		539	8,035	38,134	46,708
Profit for the year		-	-	14,082	14,082
Share based payment	8	-	-	2,335	2,335
Tax on share based payment	7	-	-	624	624
Net designated cashflow derivative reserve		-	-	2,793	2,793
Balance at 31 December 2019		539	8,035	57,968	66,542

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies

Basis of preparation

Reed Exhibitions Limited (the “Company”) is a company incorporated in the England and Wales under the Companies Act. The address of the registered office is given on page 1. The nature of the Company’s operations and its principal activities are set out in the strategic report on pages 2 to 4.

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 2018 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, except for the revaluation of certain financial instruments that are measured at revalued amounts or 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.

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 21.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis, except for share based payment transactions that are within the scope of IFRS 2 - *Share-based Payments*, leasing transactions that are within the scope of IFRS 16 - *Leases*, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 - *Inventories* or value in use in IAS 36 – *Impairment of Assets*.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

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 plc group, and considers the basis of accounting preparation appropriate.

In addition, the directors of the Company have received written confirmation that RELX Group plc, a direct subsidiary of the ultimate parent company, is fully prepared and able to support the Company as necessary for the foreseeable future, that is a period of at least 12 months from the date of signing these financial statements. The directors of the Company have considered the anticipated trading performance and liquidity of RELX Group plc, the parent company of this entity, when assessing this support. For these reasons, the directors continue to adopt the going concern basis in preparing the financial statements

The directors of the Company have considered the impact of Covid-19 as part of the going concern assessment and have concluded that this will not impact the Company’s ability to continue as a going concern. This conclusion is based upon current anticipated profits from future events.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

For these reasons, the directors of the Company continue to adopt the going concern basis in preparing the annual financial statements. Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in the financial statements.

Translation of foreign currencies into sterling

Transactions in foreign currencies are recorded at the rate of exchange prevailing on the date of the transaction. Non-monetary assets and liabilities that are measured at historical cost in foreign currencies are translated using the exchange rate at the date of the transaction. At each Statement of Financial Position date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rate prevailing on the statement of financial position date. Exchange differences arising are recorded in the income statement.

Revenue

Revenue represents the value of exhibition services sold and is recognised on occurrence of the event, excluding customer sales taxes.

Share based remuneration

The fair value of share based remuneration is determined at the date of grant and recognised as an expense in the income statement on a straight-line basis over the vesting period, taking account of the estimated number of shares that are expected to vest. Market based performance criteria are taken into account when determining the fair value at the date of grant. Non-market based performance criteria are taken into account when estimating the number of shares expected to vest. The fair value of share based remuneration is determined by use of a binomial or Monte Carlo simulation model as appropriate. All of the Company's share based remuneration is equity settled by shares in the ultimate holding company, RELX PLC and is accounted for as if equity settled by the Company.

Taxation

Tax expense comprises current and deferred tax. Current and deferred tax are 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 expected to be 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.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the statement of financial position. Deferred tax is calculated using tax rates and laws that have been enacted or substantively enacted at the end of the reporting period, and which are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax liabilities are generally recognised for all taxable temporary differences but not recognised for taxable temporary differences arising on investments in subsidiaries, associates and joint ventures where the reversal of the temporary difference can be controlled and it is probable that the difference will not reverse in the foreseeable future. Deferred tax liabilities are not recognised on temporary differences that arise from goodwill which is not deductible for tax purposes.

Deferred tax assets are recognised to the extent it is probable that taxable profits will be available against which the deductible temporary differences can be utilised, and are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are not recognised in respect of temporary differences that arise on initial recognition of assets and liabilities acquired other than in a business combination. Deferred tax is not discounted.

Interest receivable/payable

All interest receivable/payable is recognised on an accruals basis.

Deferred income

The amount included in creditors for deferred income represents cash received for future events.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

Financial instruments

Financial instruments comprise investments (other than investments in joint ventures or associates and investments in subsidiaries), trade receivables, cash and cash equivalents, payables and accruals, borrowings and derivative financial instruments.

Trade receivables are carried in the statement of financial position at invoiced value less allowance for estimated irrecoverable amounts. Irrecoverable amounts are estimated based on the ageing of trade receivables.

Derivative financial instruments are used to hedge interest rate and foreign exchange risks. Where an effective hedge is in place against changes in the fair value of fixed rate borrowings, the hedged borrowings are adjusted for changes in fair value attributable to the risk being hedged with a corresponding income or expense included in the income statement within finance costs. The offsetting gains or losses from re-measuring the fair value of the related derivatives are also recognised in the income statement within finance costs. When the related derivative expires, is sold or terminated, or no longer qualifies for hedge accounting, the cumulative change in fair value of the hedged borrowing is amortised in the income statement over the period to maturity of the borrowing using the effective interest method.

Changes in the fair value of derivative financial instruments that are designated and effective as hedges of future cash flows are recognised (net of tax) directly in equity in the hedge reserve. If a hedged firm commitment or forecasted transaction results in the recognition of a non-financial asset or liability, then, at the time that the asset or liability is recognised, the associated gains or losses on the derivative that had previously been recognised in equity are included in the initial measurement of the asset or liability. For hedges that do not result in the recognition of an asset or a liability, amounts deferred in equity are recognised in the income statement in the same period in which the hedged item affects net profit or loss. Any ineffective portion of hedges is recognised immediately in the income statement.

Cash flow hedge accounting is discontinued when a hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognised in equity is either retained in equity until the firm commitment or forecasted transaction occurs, or, where a hedged transaction is no longer expected to occur, is immediately credited or expensed in the income statement.

Derivative financial instruments that are not designated as hedging instruments are classified as held for trading and recorded in the Statement of Financial Position at fair value, with changes in fair value recognised in the income statement.

Goodwill and intangible assets

On the acquisition of a subsidiary or business, the purchase consideration is allocated between the net tangible and intangible assets on a fair value basis, with any excess purchase consideration representing goodwill. Goodwill arising on acquisitions also includes amounts corresponding to deferred tax liabilities recognised in respect of acquired intangible assets.

Goodwill is stated in the Statement of Financial Position at its fair value as at the acquisition date and is reviewed for impairment at least annually with any impairment losses immediately charged to the Statement of Comprehensive Income and not subsequently reversed. The Company has used a true and fair view override in respect of the non-amortisation of goodwill. Companies Act requires goodwill to be reduced by provisions for depreciation on a systematic basis over its useful life. However, under IFRS 3 *Business Combinations* goodwill is not amortised. Consequently, the Company does not amortise goodwill, but review it for impairment on an annual basis or whenever there are indicators of impairment. The Company is therefore invoking a 'true and fair view override' to overcome the prohibitions on the non-amortisation of goodwill in the Companies Act. Had the Company amortised goodwill, a period of 20 years would have been chosen as its useful economic life. The impact on profit for the year, and in prior years disclosed is not material to the financial statements.

Intangible assets are stated in the statement of financial position at their fair value as at the date of acquisition, less accumulated amortisation and impairment losses. Intangible assets comprise publishing rights and titles, databases and other intangible assets. Acquired intangible assets with finite useful lives are amortised straight-line over their estimated useful lives, up to a maximum of 20 years. Intangible assets are reviewed for impairment at least annually, and any impairment losses are immediately charged to the Statement of Comprehensive Income.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

Goodwill and intangible assets

Internally generated intangible assets are stated in the statement of financial position at the directly attributable cost of creation of the asset less accumulated amortisation and typically comprise software and systems development where an identifiable asset is created that is probable to generate future economic benefit. Internally generated intangible assets with a finite useful life are amortised systematically over their estimated useful lives between 3 to 10 years.

On disposal of a subsidiary or business, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

At each statement of financial position date, the carrying amounts of tangible and intangible assets and goodwill are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of value in use and fair value less costs to sell, of the asset is estimated in order to determine the extent, if any, of the impairment loss. Where the asset does not generate cash flows that are independent from other assets, value in use estimates are made based on the cash flows of the cash generating unit to which the asset belongs. Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is any indication that the asset may be impaired.

If the recoverable amount of an asset or cash generating unit is estimated to be less than its net carrying amount, the net carrying amount of the asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognised immediately in the income statement in administration and other expenses.

Intangible assets acquired as part of a business combination are stated in the statement of financial position at their fair value as at the date of acquisition, less accumulated amortisation. Internally generated intangible assets are stated in the statement of financial position at the directly attributable cost of creation of the asset, less accumulated amortisation.

Intangible assets acquired as part of business combinations comprise: market-related assets (e.g. trademarks, imprints, brands); customer-related assets (e.g. subscription bases, customer lists, customer relationships); editorial content; software and systems (e.g. application infrastructure, product delivery platforms, in-process research and development); contract-based assets (e.g. publishing rights, supply contracts); and other intangible assets. Internally generated intangible assets typically comprise software and systems development where an identifiable asset is created that is probable to generate future economic benefits.

Intangible assets are amortised on a straight-line basis over their estimated useful lives. The estimated useful lives of intangible assets with finite lives are as follows: market and customer-related assets - 3 to 20 years; content, software and other acquired intangible assets - 3 to 20 years; and internally developed intangible assets - 3 to 10 years.

Property, plant and equipment

Depreciation is provided on cost at the following annual rates on a straight line basis intended to write off the assets over their estimated useful lives:

Buildings	Over the unexpired lease term
Plant and equipment	10% to 33%

Short leasehold property and improvements are amortised over the period of the lease.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

Investments

Investments are stated at fair value and are classified as available for sale with changes in fair value recognised directly in equity until the investment is disposed of or is determined to be impaired, at which time the cumulative gain or loss previously recognised in equity is brought into the net profit or loss for the period.

Investments in joint ventures and associates are accounted for under the equity method and stated in the statement of financial position at cost as adjusted for post-acquisition changes in share of net assets, less any impairment in value.

Investments in subsidiaries are stated at cost less any impairment in value.

Lease arrangements

All leases where the Company is the lessee (with the exception of short-term and low-value leases) are recognised in the statement of financial position. A lease liability is recognised based on the present value of the future lease payments, and a corresponding right-of-use asset is recognised. The right-of-use asset is depreciated over the shorter of the lease term or the useful life of the asset. Lease payments are apportioned between finance charges and a reduction of the lease liability.

Low-value items and short-term leases with a term of 12 months or less are not required to be recognised on the balance sheet and payments made in relation to these leases are recognised on a straight-line basis in the income statement.

The leases held by the Company can be split into two categories: property and non-property. The Company leases various properties, principally offices, which have varying terms and renewal rights that are typical to the territory in which they are located.

Non-property includes all other leases, such as cars and printers.

Trade and other receivables

Trade receivables are predominantly non-interest bearing and their carrying amounts approximate to their fair value. Trade receivables are stated net of a loss allowance for expected credit losses.

Trade and other payables

Trade and other payables are predominantly non-interest bearing and their carrying amounts approximate to their fair value. Deferred income is recognised when either a customer has paid consideration, or the Company has an unconditional right to an amount of consideration, in advance of the goods and services being delivered.

Pensions

The Company maintains two pension schemes. A defined contribution scheme held and administered by Zurich, which is open to all new employees and a defined benefit scheme.

The Reed Elsevier Pension Scheme (a defined benefit scheme) is administered on a Group basis and total contributions are assessed by a qualified actuary, based on the cost of providing pensions across all participating Group companies. Costs are not determined separately for each participating company, hence contributions are charged to the profit and loss account in the period on the basis of amounts payable.

Critical accounting judgements and key sources of estimation uncertainty

The most significant accounting policies in determining the financial condition and results of the Company, and those requiring the most subjective or complex judgement, relate to the valuation of goodwill and intangible assets, capitalisation of development spend, taxation and accounting for defined benefit pension schemes.

Goodwill

The carrying amounts of goodwill and indefinite lived intangible assets in each business are reviewed for impairment at least annually. The carrying amounts of all other intangible assets are reviewed where there are indications of possible impairment. An impairment review involves a comparison of the carrying value of the asset with estimated values in use based on the latest management cash flow projections, approved by the Board. Key areas of judgement in estimating the values in use of businesses are the growth in cash flows over a forecast period of up to five years, the long-term growth rate assumed thereafter and the discount rate applied to the forecast cash flows.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

Critical accounting judgements and key sources of estimation uncertainty (continued)

Intangible Assets

On acquisition of a subsidiary or business, the purchase consideration is allocated between the net tangible and intangible assets other than goodwill on a fair value basis, with any excess purchase consideration representing goodwill. The valuation of acquired intangible assets represents the estimated economic value in use, using standard valuation methodologies, including as appropriate, discounted cash flow, relief from royalty and comparable market transactions. Acquired intangible assets are capitalised and amortised systematically over their estimated useful lives, subject to impairment review. The assumptions used are subject to management judgement.

Appropriate amortisation periods are selected based on assessments of the longevity of the brands and imprints, the strength and stability of customer relationships, the market positions of the acquired assets and the technological and competitive risks that they face. The assumptions used are subject to management judgement.

Development spend

Development spend embraces investment in new products and other initiatives, ranging from the building of online delivery platforms, to launch costs of new services, to building new infrastructure and applications. Launch costs and other ongoing operating expenses of new products and services are expensed as incurred. The costs of building product applications, platforms and infrastructure are capitalised as intangible assets, where the investment they represent has demonstrable value and the technical and commercial feasibility is assured. Costs eligible for capitalisation must be incremental, clearly identified and directly attributable to a particular project. The resulting assets are amortised over their estimated useful lives. Impairment reviews are carried out at least annually where indicators of impairment are identified. Judgement is required in the assessment of the potential value of a development project, the identification of costs eligible for capitalisation and the selection of appropriate asset lives.

Taxation

Estimation of income taxes includes assessments of the recoverability of deferred tax assets. Deferred tax assets are only recognised to the extent that they are considered recoverable based on existing tax laws and forecasts of future taxable profits against which the underlying tax deductions can be utilised. The recoverability of these assets is reassessed at the end of each reporting period, and changes in recognition of deferred tax assets will affect the tax liability in the period of that reassessment.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

1. Accounting policies (continued)

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. Revenue and other operating income

Analysis of revenue by geographical market:	2019 £'000	2018 £'000
United Kingdom	44,842	48,341
Rest of Europe	62,356	59,844
Rest of world	27,751	25,483
	134,949	133,668

Other operating income comprises of management and services fees of £32,451,000 (2018: £37,385,000).

3. Operating profit

	2019 £'000	2018 £'000
<u>Operating profit is stated after charging the following:</u>		
Amortisation of intangible assets (see note 10)	13,426	10,388
Depreciation of property, plant and equipment (see note 13)	1,075	845
Depreciation of right of use assets (see note 17)	1,194	1,207
Impairment of investment in joint ventures (see note 12)	370	-
Auditors remuneration – audit	97	102

Auditor's remuneration for audit services comprises £96,960 (2018: £101,508) payable to the auditor for the audit of the financial statements. No non audit services were provided in 2019 and 2018.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

4. Net finance income/(costs)

	2019 £'000	2018 £'000
On cash deposits and short-term investments	29	48
Foreign exchange gain on forward contracts	7,948	345
Finance income	7,977	393
Interest on lease liabilities	(177)	(189)
Other foreign exchange losses	(20)	(236)
Finance costs	(197)	(425)
Net finance income/(costs)	7,780	(32)

5. Personnel

	2019 £'000	2018 £'000
Staff costs (including directors):		
Wages and salaries	35,110	35,816
Social security costs	4,252	4,418
Other pension costs	2,625	2,618
	41,987	42,852

The average monthly number of employees (including directors) during the year ended 31 December 2019 was 529 (2018: 502).

6. Directors' emoluments

	2019 £'000	2018 £'000
The emoluments of the directors were:		
Emoluments (including pension contributions made to defined contribution pension schemes but excluding awards under share option schemes and other long-term incentive schemes)	1,511	1,249

Highest paid director's remuneration:

Aggregate of emoluments and awards under the long-term incentive schemes (including pension contributions made to defined contribution pension schemes but excluding share options and awards in the form of shares)

511	411
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	2019 Number	2018 Number
Number of directors in office at 31 December who:		
- are members of a defined benefit pension scheme;	2	2
- are members of a defined contribution pension scheme;	2	2
- exercised share options;	3	2
- have received awards during the year in the form of shares under long term incentive schemes	-	1

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

7. Taxation

	2019 £'000	2018 £'000
Current tax	3,625	8,429
Deferred tax	991	383
Tax expense	4,616	8,812

	2019 £'000	2018 £'000
Profit before tax	18,698	24,999
Tax at applicable rate	3,553	4,750
Non-taxable income	-	(1,202)
Expenses not deductible for tax purposes	2,459	2,860
Other adjustments in respect of prior periods	(1,396)	2,459
Deferred tax effect of changes in tax rates	-	(55)
Tax expense	4,616	8,812

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 period and the theoretical expense calculated by multiplying accounting (loss)/profit by the tax rate for the year

In the UK, a reduction in the corporation tax from 20% to 19% with effect from 1 April 2017, and from 19% to 17% with effect from 1 April 2020, was in September 2016. The Company has measured its UK deferred tax assets and liabilities at the end of the reporting period at 17% (2018: 17%), which has resulted in recognition of a deferred tax expense of £991,000 (2018: £383,000).

There are no reconciling items relating to UK-UK intra-group transfer pricing adjustments in the tax reconciliation for 2019 as no intra-group payment will be made for losses claimed or surrendered relating to such amounts.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

7. Taxation (continued)

The following tax has been recognised in other comprehensive income or directly in equity during the year:

	2019 £'000	2018 £'000
Tax on items that will not be reclassified to profit or loss		
Tax debit on fair value movements on cash flow hedges	466	589
Tax recognised in other comprehensive income/equity		
Tax credit on share based remuneration recognised directly in equity	(624)	(85)
	<u>4,150</u>	<u>5,264</u>

	Deferred Tax Asset				
	Leases £'000	Other temporary differences £'000	Share based payments £'000	Property, plant & equipment £'000	Financial derivative £'000
Deferred tax asset at 1 January 2018	175	-	1,573	2,833	1,937
(Charge)/credit to profit	(25)	4	(25)	(337)	-
(Charge) to equity/other comprehensive income	-	-	(282)	-	(589)
Deferred tax asset at 1 January 2019	150	4	1,266	2,496	1,348
(Charge)/credit to profit	(24)	-	39	(171)	(835)
(Charge)/credit to equity/ other comprehensive income	-	-	343	-	(466)
Deferred tax asset at December 2019	<u>126</u>	<u>4</u>	<u>1,648</u>	<u>2,325</u>	<u>47</u>

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

8. Share based remuneration

The Company's directors and employees participate in a number of RELX share based remuneration schemes. The principal share-based remuneration schemes are the Executive Share Option Schemes (ESOS), the Long Term Incentive Plan (LTIP), the Retention Share Plan (RSP), the Bonus Investment Plan (BIP) and the Save as You Earn scheme (SAYE). Share options granted under ESOS are exercisable after three years and up to 10 years from the date of grant at a price equivalent to the market value of the respective shares at the date of grant. Conditional shares granted under LTIP, RSP and BIP are exercisable after three years for nil consideration if conditions are met.

Share based remuneration awards are, other than upon retirement or in exceptional circumstances, subject to the condition that the employee remains in employment at the time of exercise. Conditional shares granted under LTIP, REGP, RSP and BIP between 2015 and 2019 are subject to the achievement of growth targets of the RELX Group's adjusted earnings per share measured at constant exchange rates as well as the achievement of a targeted percentage return on invested capital of the RELX Group. LTIP grants between 2015 and 2019, and RSP grants in 2015 and 2019 are also variable subject to the achievement of a total shareholder return performance target.

The weighted average fair value per award is based on full vesting on achievement of non-market related performance conditions and stochastic models for market-related components. The conditional shares and option awards are recognised in the income statement over the vesting period, being between three and five years, on the basis of expected performance against the non-market-related conditions, with the fair value related to market-related components unchanging. Further details of performance conditions are given in the RELX Annual Reports and Financial Statements 2019.

The weighted average share price at the date of exercise of share options and vesting of conditional shares during 2019 was 1,837p (2018: 1,629p) for RELX PLC ordinary shares and €20.60 (2018: €18.04) for RELX Euro ordinary shares.

Range of exercise prices for outstanding share options	2019		2018	
	Number of shares under option '000	Weighted average remaining period until expiry (years)	Number of shares under option '000	Weighted average remaining period until expiry (years)
RELX PLC ordinary shares (pence)				
401-500	-	-	-	-
501-600	3	2.3	11	1.2
601-700	-	-	-	-
701-800	14	1.7	30	2.1
901-1,000	19	3.0	33	3.5
1,001-1,100	16	1.2	38	1.4
1,101-1,200	66	2.6	92	3.8
1,201-1,300	50	2.6	72	3.4
1,301-1,400	69	3.2	-	-
1,401-1,500	58	7.8	71	8.6
1,701-1,800	85	9.1	5	8.8
1,901-2,000	1	9.7	-	-
Total	381	4.9	352	4.3
RELX NV ordinary shares (€)				
5.01-6.00	8	1.3	9	2.1
6.01-7.00	-	-	4	0.1
7.01-8.00	-	-	-	-
8.01-9.00	13	3.4	13	4.4
10.01-11.00	19	3.9	34	4.4
15.01-16.00	24	5.9	60	5.9
16.01-17.00	63	7.5	77	8.6
18.01-19.00	-	-	-	-
19.01-20.00	6	7.8	6	8.8
Total	133	6.0	203	6.4

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

9. Pension schemes

The Company participates in the Reed Elsevier Pension Scheme, the legacy UK defined benefit scheme. This scheme is of the defined benefit type providing benefits to certain current and former employees within RELX PLC, and its assets are held separately from the group's assets. The Reed Elsevier Pension Scheme actuaries are Willis Towers Watson.

There is no contractual agreement or stated policy for charging the net defined benefit cost and, therefore, the ultimate parent company RELX PLC, the scheme guarantor, recognises the whole of the scheme surplus or deficit in its financial statements. In accordance with IAS 19 – *Employee Benefits*, the Company recognises a cost equal to its contribution payable for the period, which in the year ended 31 December 2019 was £1,254,000 (2018: £1,156,000).

Member funds for the defined contribution scheme are held and administered by Scottish Widows (formerly administered under the Zurich). The total cost recognised in the operating profit for the period was £1,444,000 (2018: £1,164,000).

Further details of RELX PLC's pension schemes are disclosed on pages 140-143 of the consolidated financial statements of the ultimate parent company.

10. Intangible assets

	Goodwill £'000	Internally generated intangible assets £'000	Acquired intangible assets £'000	Total £'000
Cost				
At 1 January 2019	30,698	110,470	83,816	224,784
Additions	-	19,120	-	19,120
At 31 December 2019	30,698	129,590	83,616	243,904
Amortisation				
At 1 January 2019	17,370	34,401	45,808	97,579
Charge for the year	-	10,214	3,212	13,426
At 31 December 2019	17,370	44,615	49,020	111,005
Net book amount				
At 31 December 2019	13,328	84,975	34,596	132,899
At 31 December 2018	13,328	76,069	38,008	127,205

Development costs have been capitalised in accordance with the measurement and recognition bases of IAS 38 *Intangible Assets*.

Internally generated intangible assets additions include £10,157,000 (2018: £10,100,000) of assets in the course of construction that are not subject to amortisation in 2019 and 2018 because the corresponding asset is not fully in use during the period.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

11. Investments in subsidiary undertakings

	Total £'000
Cost	
At 1 January 2019	85,968
Additions	227,239
Disposals	(3,950)
At 31 December 2019	309,257
Provision for impairment	
At 1 January 2019	3,950
Disposals	(3,950)
Amounts provided for in year	6,687
At 31 December 2019	6,687
Carrying amount	
At 31 December 2019	302,570
At 31 December 2018	82,018

Additions of £227,239,000 include the acquisition of Mack Brooks Exhibitions Limited and capital contributions to a subsidiary company.

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.

Refer to the supplementary information in note 23 for the full list of subsidiary undertakings.

12. Other investments

	Cost £'000	Provisions £'000	Net book value £'000
Investment in joint ventures			
At 1 January 2019	1,532	1,120	412
Provision for impairment	-	370	370
At 31 December 2019	1,532	1,490	42

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

13. Property, plant and equipment

	Land and buildings £'000	Plant and equipment £'000	Total £'000
Cost			
At 1 January 2019	123	7,188	7,311
Additions	-	490	490
Disposals	(123)	(220)	(343)
At 31 December 2019	-	7,458	7,458
Depreciation			
At 1 January 2019	118	3,912	4,030
Charge for the year	5	1,070	1,075
Disposals	(123)	(146)	(269)
At 31 December 2019	-	4,836	4,836
Net book amount			
At 31 December 2019	-	2,622	2,622
At 31 December 2018	5	3,276	3,281

Amounts relating to right-of-use assets under IFRS 16 *Leases* can be found in note 17.

14. Trade and other receivables

	2019 £'000	2018 £'000
Trade receivables	1,649	3,972
Amount owed by fellow subsidiary undertakings	26,347	36,647
Amount owed by related parties	3,234	705
Prepayments and accrued income	2,180	2,465
Deferred expenditure	6,754	3,848
Other receivables	13,527	2,812
	53,691	50,449

At 31 December 2019 and 31 December 2018, the amounts owed by fellow subsidiary undertakings were unsecured, non-interest bearing, repayable on demand and have no fixed dates of repayment.

REED EXHIBITIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

15. Trade and other payables

	2019 £'000	2018 £'000
Trade creditors	7,378	2,448
Accruals and deferred income	44,617	48,970
Other creditors	7,935	11,639
Other taxes and social security costs	-	1,382
Corporation tax	9,059	6,237
Amounts owed to parent company	322,444	125,746
Amounts owed to group undertakings	38,143	25,033
	<u>429,576</u>	<u>221,455</u>

At 31 December 2019 and 31 December 2018, the amounts owed to the parent company and fellow subsidiary undertakings were unsecured, non-interest bearing, repayable on demand and have no fixed dates of repayment.

16. Borrowings

	Falling due within 1 year £'000	Falling due after more than 1 year £'000	2019 Total £'000	Falling due within 1 year £'000	Falling due after more than 1 year £'000	2018 Total £'000
Bank overdraft	-	-	-	272	-	272
Lease liabilities	1,557	3,057	4,614	1,354	3,605	4,959
	<u>1,557</u>	<u>3,057</u>	<u>4,614</u>	<u>1,626</u>	<u>3,605</u>	<u>5,231</u>

The Company's bank accounts are part of cash pooling arrangements together with its parent company, subsidiary and fellow subsidiary undertakings. The bank overdraft is therefore notionally offset by credit balances in the accounts of those other companies.

17. Lease agreements

	Property £'000	Non- property £'000	2019 Total £'000	Property £'000	Non- property £'000	2018 Total £'000
Right-of-use assets						
At start of year	3,934	140	4,074	5,079	202	5,281
Additions	1,213	-	1,213	-	-	-
Depreciation	(1,132)	(62)	(1,194)	(1,145)	(62)	(1,207)
At end of year	<u>4,015</u>	<u>78</u>	<u>4,093</u>	<u>3,934</u>	<u>140</u>	<u>4,074</u>

The total cash outflow for leases was £1,750,000 (2018: £1,621,000).

	2019 £'000	2018 £'000
Lease liability		
Current		
Property	1,495	973
Non-property	62	62
Non-current		
Property	3,041	3,845
Non-property	16	16
	<u>4,614</u>	<u>4,896</u>

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18. Called up share capital and share premium

Called up share capital	Authorised		Called up, issued and fully paid	
	Number	£	Number	£
<i>Ordinary shares of £1 each</i>				
At 31 December 2019 and 2018	12,760	12,760	12,760	12,760
<i>Deferred shares of £1 each</i>				
At 31 December 2019 and 2018	526,000	526,000	526,000	526,000
	538,760	538,760	538,760	538,760

The Deferred shares confer on the holders:

- * no right to participate in any dividend declared by the Company;
- * no right to receive notice of or to attend or vote at any General Meeting of the Company;
- * no right to receive any allotment of any shares of the Company; and
- * as to return of capital on a liquidation, reduction of capital or otherwise, the right to the amount paid up on such shares after the holders of the Ordinary shares have received the sum of £1,000,000 per Ordinary share of £1.

Share premium	2019 £'000	2018 £'000
At 1 January and 31 December	8,035	8,035

19. Post balance sheet events

During March 2020, the Covid-19 outbreak was declared a pandemic by the World Health Organisation. Given the nature of the Company's business, the Company has been impacted significantly by Covid-19 with 2020 events being cancelled or rescheduled, making the outlook for this business uncertain. In addition, action has been taken to reduce the cost structure of the business, creating a leaner, more agile organisation, and a more focused approach has been adopted for systems development.

Therefore, since December 2019, the Company has incurred significant one off costs, including an impairment of its investment in Mack Brooks Exhibitions Limited, the costs related to shows that were cancelled, accelerated amortisation against of capital development costs and severance costs.

The impact into 2021 cannot be predicted at this stage, however, over the coming months, for the events from which the Company receives its revenue, it expects them to experience revenue attrition and extra costs reflecting the cancellation or rescheduling of events or, where events are held, lower attendances.

20. 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 established under the law of a member State of the European Union 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.

21. Ultimate parent company

The Company's immediate parent company is RELX (UK) Limited, a company incorporated in England and Wales. The Company's ultimate company and controlling 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.

22. Related party transactions

The Company is exempt under the terms of FRS 101 paragraph 8(k) from disclosing related party transactions with entities that are part of RELX PLC. There were no other related party transactions in the current or prior year.

23. Related undertakings

A full list of related undertakings (comprising subsidiaries, joint ventures, associates and other significant holdings) is set out below.

REED EXHIBITIONS LIMITED
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All are 100% owned directly or indirectly by the Reed Exhibitions Limited except where percentage ownership denoted in (x%). Interests are all in the form of ordinary shares unless otherwise noted. All entities primarily operate in their country of incorporation under which they are listed below:

Company:	Share Class	Registered Office
China		
Mack Brooks (Shanghai) Ltd	Registered Capital	CHN1
England & Wales		
Dew Events Ltd	Ordinary	GBR1
Digital Foundry Network Ltd (50%)	Partnership Interest	GBR1
E&P Events LLP (50%)	Ordinary	GBR1
Fastener Fairs Ltd	Ordinary, Ordinary-A, Ordinary-B	GBR1
Gamer Edition Ltd	Ordinary	GBR1
Gamer Events Ltd	Ordinary	GBR1
Gamer Network Ltd	Ordinary	GBR1
Imbibe Media Ltd	Ordinary	GBR1
Legend Exhibitions Ltd	Ordinary	GBR1
Mack Brooks Events Ltd	Ordinary	GBR1
Mack-Brooks Exhibitions Ltd	Ordinary	GBR1
Mack Brooks (France) Ltd	Ordinary	GBR1
Mack-Brooks Publishing Ltd	Ordinary, A Ordinary	GBR1
Mack Brook Speciality Publishing Ltd	Ordinary	GBR1
MCM Central Ltd	Ordinary	GBR1
MCM Expo Ltd	Ordinary	GBR1
NLife Ltd (23.5%)	Ordinary	GBR2
Offshore Europe (Management) Ltd	Ordinary	GBR1
Offshore Europe Partnership (50%)	Partnership Interest	GBR1
Out There Gaming Ltd (70%)	Ordinary	GBR1
RE (SOE) Ltd	Ordinary	GBR1
Reed Events Ltd	Ordinary	GBR1
Greece		
Mack Brooks Hellas SA (87%)	Ordinary	GRE1
India		
Chemprotech India Expo Pvt Ltd (25%)	Ordinary	IND1
Chemspec India Expo Pvt Ltd (50%)	Ordinary	IND1
Republic of Korea		
Reed Exhibitions Korea Ltd	Ordinary	KOR1
Reed K. Fairs Ltd (70%)	Ordinary	KOR1
Singapore		
Mack Brooks Asia Pte Ltd	Ordinary	SGP1
Thailand		
Mack Brooks Exhibitions Asia Ltd (49%)	Ordinary	TA1
Turkey		
Mack Brooks Fuarcilik A.S	Ordinary	KOR1
United States of America		
American Textile Machinery Exhibitions International Inc. (40%)	Common Stock	USA1
Mack Brooks Exhibitions Inc.	Common Stock	USA1

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23. Related undertakings (continued)

Registered office addresses:

China

CHN1 Room Jia301-22, No15, Lane152, Yanchang Road, Shanghai, China

England & Wales

GBR1 Gateway House, 28 The Quadrant, Richmond, Surrey, TW9 1DN, United Kingdom

GBR2 5 Oakwood Drive, Loughborough, England, LE11 3QF

Greece

GRE1 188A, Filolaou Str., Athens, 11632, Greece

India

IND71 B-602, Godrej coliseum, K. J. Hospital Road, Sion (E), Mumbai, 400 022, India

Republic of Korea

KOR1 Room 4401, Trade Tower, 159-1, Samseong-dong, Gangnam-gu Seoul, 135-729, Republic of Korea

Thailand

THA1 140/36, New ITF Tower, 17th Floor, Silom Road, Bangrak 10500, Bangkok, Thailand

Turkey

TUR1 Fulya Mah. Hakkı Yeten Cad. No:10/C, Selenium Plaza Kat:5,6 Fulya, Beşiktaş İstanbul, Turkey

Singapore

SGP1 120 Lower Delta Road #12-02, Cendex Centre, Singapore, 169208

United States of America

USA1 230 Park Ave, New York, NY 10169