

# ABI Building Data Limited

Annual report and financial statements

Registered number 02385277

31 December 2015



*ABI Building Data Limited*  
*Annual report and financial statements*  
*31 December 2015*

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**Company Information**

<b>Directors</b>	C Adrian
	Crosswall Nominees Limited
	UNM Investments Limited
<b>Company secretary</b>	Crosswall Nominees Limited
<b>Registered office</b>	240 Blackfriars Road London SE1 8BF
<b>Auditors</b>	Ernst & Young LLP 1 More London Place London SE1 2AF

## **Strategic Report**

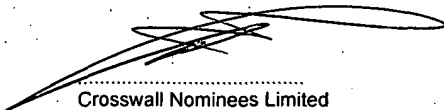
### **Principal activity and review of the business**

During the year, apart from the issue of shares, the Company was dormant. The Company received no income and incurred no expenditure in the year, and therefore did not make a profit or loss. No profit and loss account has been presented within the financial statements.

### **Principal risks and uncertainties**

The Company has considered the impact of price risk, credit risk, liquidity risk and cash flow risk on the Company and they are not deemed to have a material effect.

Approved by the Board on 7 September 2016 and signed on its behalf by:



Crosswall Nominees Limited  
Company secretary

ANDREW CROW

## **Directors' Report**

The directors present their report and the audited financial statements of the Company for the year ended 31 December 2015.

### **Results and dividends**

The profit for the year, after taxation, is £nil (2014: profit of £nil). The directors do not recommend a final dividend for the year (2014: £nil).

### **Directors**

The directors who served the Company during the year were as follows:

C Adrian

Crosswall Nominees Limited

UNM Investments Limited

### **Going concern**

After making enquiries, the directors have a reasonable expectation that the Company has 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 accounts.

### **Events since the balance sheet date**

On 18 April 2016 the share premium account was reduced from £553,214,000 to £nil following a group restructure. Subsequently on 20 April 2016, a dividend in specie amounting to £32,558,000 was also declared by the Company.

On 13 June 2016 the sole shareholder of UBM Finance Sarl sold a proportion of its shareholding to United Finance Limited. United Finance Limited subsequently sold its full shareholding to UBM Finance Sarl on 16 June 2016 therefore making UBM Finance Sarl the sole shareholder of the Company.

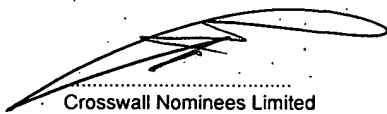
### **Future developments**

No change to the Company's activity is expected in the foreseeable future.

### **Disclosure of information to the auditors**

So far as each director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps they are obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Approved by the Board on 7 September 2016 and signed on its behalf by:



Crosswall Nominees Limited  
Company secretary

ANDREW CROW

## **Statement of Directors' Responsibilities**

The directors are responsible for preparing the Strategic Report, 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 (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 those financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK 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.

The directors are responsible for keeping proper accounting records that are sufficient to show and explain the Company's transactions which 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 ABI Building Data Limited**

We have audited the financial statements of ABI Building Data Limited for the year ended 31 December 2015, set out on pages 7 to 12, which comprise the Balance Sheet, Statement of Changes in Equity and related notes 1 to 12. 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".

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 Statement of Directors' Responsibilities (set out on page 4), the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. 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 (APB's) Ethical Standards for Auditors to the financial statements.

### **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 the financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its results for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements;
- the Strategic Report and Directors' Report have been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Strategic Report and Directors' Report.

**Independent Auditor's Report to the Members of ABI Building Data 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.

*Ernst & Young LLP*

Christine Chua (Senior Statutory Auditor)  
For and on behalf of Ernst & Young LLP, Statutory Auditor

1 More London Place  
London  
SE1 2AF

Date:.....

*9/9/16*

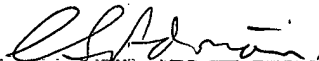


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**Balance Sheet**  
**at 31 December 2015**

	Note	2015		2014	
		£ 000	£ 000	£ 000	£ 000
<b>Current assets</b>					
Debtors	6		<u>453,948</u>		<u>256,589</u>
<b>Capital and reserves</b>					
Called up share capital	7				
Share premium account	7	<u>453,948</u>		<u>256,589</u>	
Shareholders' funds			<u>453,948</u>		<u>256,589</u>

The financial statements on pages 7 to 12 were approved by the Board on 7 September 2016 and were signed on its behalf by:



UNM Investments Limited

Director *CARL ADRIAN*

Registered No: 02385277

**Statement of Changes in Equity for the Year Ended 31 December 2015**

	Note	Called up share capital £ 000	Share premium account £ 000	Total equity £ 000
Balance at 1 January 2015		-	256,589	256,589
<b>Total comprehensive income for the period</b>				
Total comprehensive income for the period		-	-	-
<b>Transactions with owners, recorded directly in equity</b>				
Issue of shares	7	-	197,359	197,359
Total contributions by and distributions to owners		-	197,359	197,359
Balance at 31 December 2015		-	453,948	453,948

	Note	Called up share capital £ 000	Share premium account £ 000	Total equity £ 000
Balance at 1 January 2014		-	-	-
<b>Total comprehensive income for the period</b>				
Total comprehensive income for the period		-	-	-
<b>Transactions with owners, recorded directly in equity</b>				
Issue of shares	7	-	256,589	256,589
Total contributions by and distributions to owners		-	256,589	256,589
Balance at 31 December 2014		-	256,589	256,589

## **Notes to the Financial Statements for the Year Ended 31 December 2015**

### **1 General information**

The Company is a private company limited by share capital incorporated and domiciled in England & Wales.

The address of its registered office is:  
240 Blackfriars Road  
London  
SE1 8BF

These financial statements were authorised for issue by the Board on 7 September 2016.

The Company presents its financial statements in British pounds and amounts presented in the financial statements are rounded to the nearest thousand.

### **2 Accounting policies**

#### **Basis of preparation**

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. Accordingly, financial statements for the year ended 31 December 2015 were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The amendments to FRS 101 (2013/14 Cycle) issued in July 2015 have been adopted early.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("EU - IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In these financial statements, the Company has adopted FRS 101 for the first time.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash Flow Statement and related notes;
- Comparative period reconciliation for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- An additional balance sheet for the beginning of the earliest comparative period following the retrospective change in accounting policy, the correction of error, or the reclassification of items in the financial statements; and
- Disclosures in respect of the compensation of key management personnel.

As the consolidated financial statements of UBM plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- The disclosures required by IFRS 7 and IFRS 13 regarding financial instrument disclosures have not been provided apart from those which are relevant for the financial instruments which are held at fair value and are not either held as part of trading portfolio or derivatives.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 1 January 2014 for the purposes of the transition to FRS 101.

In the transition to FRS 101, the Company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. An explanation of how the transition to FRS 101 has affected the reported financial position, financial performance and cash flows of the Company is provided in note 12.

The Company's ultimate parent undertaking, UBM plc, includes the Company in its consolidated financial statements. The consolidated financial statements of UBM plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from 240 Blackfriars Road, London, SE1 8BF.

## Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)

### 2 Accounting policies (continued)

#### Measurement convention

The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: derivative financial instruments and financial instruments classified as available-for-sale.

#### Going concern

After making enquiries, the directors have a reasonable expectation that the Company has 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 accounts.

#### Accounting estimates and judgements

##### *Recoverability of intercompany debtors*

From a Group perspective, all intercompany debtors are deemed fully recoverable, regardless of the state of the parties involved. Whilst this is a judgement, the Group has the ability to capitalise these balances should there be any doubt on the recoverability.

#### Profit and loss account

No profit and loss account has been presented within the financial statements due to the fact that the Company received no income and incurred no expenditure in the year.

### 3 Expenses and auditors' remuneration

Indirect operating costs were borne by other group companies in the year. No management fee was charged by other group companies for services in the year.

Auditor's remuneration for 2015 of £2,472 (2014: £2,400) was borne by other United Kingdom group undertakings. No amounts were paid to the auditors in respect of non-audit services.

### 4 Staff numbers and costs

The Company had no employees in the year (2014: nil).

### 5 Directors' remuneration

Emoluments for the directors of the Company are paid for by the parent undertaking of the Company. The parent company has not recharged any amount to the Company (2014: £nil) on the basis that the amount attributable to the Company is negligible.

### 6 Debtors

	2015	2014
	£ 000	£ 000
Amounts owed by group undertakings	<u>453,948</u>	<u>256,589</u>

Amounts owed by group undertakings are unsecured, interest free and repayable on demand. The carrying amounts are not different to the fair value.

**Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)**

**7 Capital and reserves**

**Allotted, called up and fully paid shares**

	No. 000	2015 £ 000	No. 000	2014 £ 000
Ordinary of £0.01 each	<u>11</u>	<u>0.11</u>	<u>11</u>	<u>0.11</u>

There are 10,576 (2014: 10,576) ordinary shares in issue with a nominal value of 1p per share.

On 9 January 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £9,052,000.

On 28 January 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £137,000.

On 23 March 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £261,000.

On 30 April 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £46,649,000.

On 2 June 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £27,880,000.

On 17 June 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £701,000.

On 22 July 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £385,000.

On 31 July 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £588,000.

On 28 August 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £444,000.

On 8 October 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £21,309,000.

On 21 October 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £269,000.

On 30 November 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £22,903,000.

On 17 December 2015 the Company issued 2 ordinary shares of 1p each to UBM Finance S.a.r.l for an aggregate consideration of £66,781,000.

During the year ended 31 December 2015 a total of 26 ordinary shares of 1p each were issued for a total consideration of £197,359,000.

**Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)**

**8 Events since the balance sheet date**

On 18 April 2016 the share premium account was reduced from £553,214,000 to £nil following a group restructure. Subsequently on 20 April 2016, a dividend in specie amounting to £32,558,000 was also declared by the Company.

On 13 June 2016 the sole shareholder of UBM Finance Sarl sold a proportion of its shareholding to United Finance Limited. United Finance Limited subsequently sold its full shareholding to UBM Finance Sarl on 16 June 2016 therefore making UBM Finance Sarl the sole shareholder of the Company.

**9 Commitments**

**Capital commitments**

The total amount contracted for but not provided in the financial statements was £nil (2014: £nil).

**10 Contingent arrangements**

The Company does not have any contingent arrangements (2014: £nil).

**11 Parent and ultimate parent undertaking**

The immediate parent undertaking is UBM Finance S.a.r.l, which is registered in Luxembourg.

The ultimate parent undertaking and controlling party is UBM plc (registered in Jersey and resident in the United Kingdom). UBM plc is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the financial statements for UBM plc can be obtained from the secretary at 240 Blackfriars Road, London, SE1 8BF.

**12 Transition to FRS 101**

No adjustments were made to the financial statements for the year ended 31 December 2014 with respect to FRS101 restatement.