

Registered number: 02972059

INFORMA MARKETS LIMITED

UNAUDITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

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INFORMA MARKETS LIMITED

COMPANY INFORMATION

Directors	Simon Bane Rupert Hopley Nicholas Perkins Gareth Wright
Company secretary	Informa Cosec Limited
Registered number	02972059
Registered office	5 Howick Place London SW1P 1WG

INFORMA MARKETS LIMITED

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INFORMA MARKETS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

BUSINESS REVIEW

The principal activity of the Company is the organisation of exhibitions.

The performance of the Company, in 2020, was significantly impacted by COVID-19. In 2021, the Company, saw an improvement with revenue increasing from £2,601,000 in 2020 to £18,003,000. Gross profit increased from £2,018,000 in 2020 to £13,074,000 in 2021 with gross profit margin decreasing to 73% from 78% in 2020, principally due to changes in the make up of revenue in the year and events returning due to restrictions easing.

At 31 December, the Company had net assets of £251,288,000 (2020 restated - £252,506,000).

PRINCIPAL RISKS AND UNCERTAINTIES

The performance of the Company depends on the financial health and strength of its customers, which in turn is dependent on the economic conditions of the industries and geographic regions in which they operate. Traditionally, spending on some of the Company's products has been cyclical due to companies spending significantly less in times of economic uncertainty.

The markets for the Company's products are highly competitive and in a state of ongoing and uncertain change. If the Company is unable to successfully enhance and/or develop its products in a timely fashion, the Company's revenue could be affected. There are also low barriers to entry in relation to certain parts of the Company's businesses.

In the Events division, there are a number of exhibitions that individually contribute significantly to the profitability of their respective business units, because of the size of the events and the relatively high gross profit margins earned by them.

Major disasters, arising from either natural causes or man-made, have the potential to significantly disrupt the operation of the business. In particular, the success of the Company is dependent on bringing potentially large numbers of individuals to events, either as paying delegates or non-paying visitors to exhibitions. Events that have the capacity to result in significant operational disruption to global travel include pandemic, natural disasters, military conflict, political unrest, terrorist activity and industrial action. Additionally, disasters can disrupt the Company's electronic platforms and distribution systems.

The Company's businesses are increasingly dependent on electronic platforms and distribution systems, which primarily deliver the Company's products through the internet. Any significant failure or interruption of these systems, or the Informa Group's wider IT infrastructure could thereby restrict the Company's ability to provide services to customers. The Company may also be disadvantaged if it does not keep abreast of all relevant new technological advances or if such changes are expensive to implement.

The Company has valuable databases and as part of its business provides its customers with access to database information. There are persons who may try to breach the Company's data security systems or gain other unauthorised access to its databases in order to misappropriate such information for potentially fraudulent purposes or to approach the Company's customers for commercial purposes. This could damage the Company's reputation and expose it to risks of loss, litigation and/or regulatory action, as well as increase the likelihood of more extensive governmental supervision of these activities in a way that could adversely affect this aspect of the Company's business.

The Company is required to comply with strict data protection and privacy legislation which restrict the Company's ability to collect and use personal information. The Company is exposed to the risk that its data could be wrongfully appropriated, lost or disclosed, or processed in breach of data protection laws and/or suffer reputational damage from the resulting lost customer goodwill.

INFORMA MARKETS LIMITED**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021****PRINCIPAL RISKS AND UNCERTAINTIES (continued)**

Compliance with various laws and regulations does impose significant compliance costs and restrictions on the Company, with the risk of fines and/or other sanctions for non-compliance. In addition, such regulations are often at the discretion of the administering authorities and changes in existing laws or regulations, or in their interpretation or enforcement, could require the Company to incur additional costs in complying with those laws and regulations relating to communications, data protection, e-commerce, direct marketing and digital advertising have become more prevalent and complex in recent years.

The valuation of investments and intangible assets could be affected by deterioration in economic conditions. A reduction in the valuation of investments and intangibles could cause a material reduction in profit.

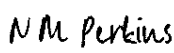
The failure to attract and retain key employees could seriously impede the objectives of the Company. The successful management and operations of the Company are reliant upon the contributions of its senior management and other key personnel. In addition, the Company's future success depends in part on its ability to continue to recruit, motivate and retain highly experienced and qualified employees in the face of often intense competition from other companies.

FINANCIAL KEY PERFORMANCE INDICATORS

The key performance indicators include:

	2021	As restated 2020
Revenue (£)	18,003,000	2,601,000
Gross profit (£)	13,074,000	2,018,000
Gross profit (%)	73%	78%
Operating loss (£)	(1,293,000)	(11,379,000)

This report was approved by the board on 21 October 2022 and signed on its behalf.

DocuSigned by:

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Nicholas Perkins
 Director

INFORMA MARKETS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors present their report and the financial statements for the year ended 31 December 2021.

RESULTS AND FUTURE DEVELOPMENTS

The principal activity of the Company is detailed in the Business Review section of the Strategic Report on page 1.

The loss for the year, after taxation, amounted to £1,218,000 (2020 restated - £10,888,000).

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

The Directors have considered the impact and implications of COVID-19 up to the date of signing and do not consider there to be a material impact on the Company.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a number of financial risks including credit risk and cash flow risk. The Company does not use derivative financial instruments.

Credit risk

The Company's principal financial assets are trade, intercompany and other receivables. The Company's credit risk is primarily attributable to these receivables. The amounts presented in the Balance Sheet are net of a provision for the expected credit loss.

From the perspective of the Company, the management of credit risk is integrated with that of the Group and is not managed separately. The principal risks of the Group, which include those of the Company, are disclosed in the Group Annual Report on pages 73 to 79.

Foreign exchange risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates primarily in relation to the US Dollar and Euro. A strengthening in Pound Sterling compared to other currencies will reduce the Pound Sterling reported revenue for services not billed in Pound Sterling and will also decrease demand from overseas for services billed in Pound Sterling.

In order to manage future cash requirements in currencies other than Pound Sterling and the foreign exchange risk associated with this, the Company may enter into forward contract arrangements.

The Company also serves to minimise the foreign exchange risk of the Group by using intercompany loan hedging relationships.

Investment and intangibles valuation

The valuation of investments and intangibles could be affected by a deterioration in economic conditions. A reduction in the valuation of investments and intangibles could cause a material increase in the loss.

From the perspective of the Company, the management of risk to its investments and intangibles value are integrated with those of the Group and are not managed separately. The principal risks of the Group, which include those of the Company, are disclosed in the Group Annual Report on pages 73 to 79.

INFORMA MARKETS LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

DIRECTORS

The Directors who served during the year and up to the date of signing were:

Simon Bane
Rupert Hopley
Nicholas Perkins
Gareth Wright

DIRECTORS' INDEMNITIES

The Informa Group has made qualifying third-party indemnity provisions for the benefit of its Directors which were made during the year and remain in force at the date of this report.

GOING CONCERN

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as set out in note 1.

DIVIDENDS

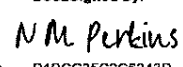
The Directors do not recommend the payment of a final ordinary dividend for the year ended 31 December 2021 (2020 - £nil).

EQUAL OPPORTUNITIES

The Company believes in equality of opportunity for all employees based on merit and that no employee or job applicant should receive less favourable treatment on the grounds of age, gender, sexual orientation, disability, colour, race, religion, nationality or ethnicity. The Company's equal opportunity policy not only covers fair recruitment, but also the opportunities given to staff on training and development, and the Group's views on equal opportunities form a part of the employee induction training.

The Company's objective is to provide continued suitable employment to staff whose circumstances change, with appropriate training if necessary. The Company's offices are required to enable access for all abilities and comply with all applicable local laws.

This report was approved by the board on 21 October 2022 and signed on its behalf.

DocuSigned by:

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Nicholas Perkins
Director

INFORMA MARKETS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors are responsible for preparing the Strategic Report, 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 applicable law and United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, 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 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 to 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.

The members have not required the Company to obtain an audit of its financial statements for the year in question in accordance with section 476 of the Companies Act 2006. The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and preparation of the financial statements.

INFORMA MARKETS LIMITED**INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Note	2021 £000	As restated 2020 £000
Revenue	2	18,003	2,601
Cost of sales		(4,929)	(583)
Gross profit		13,074	2,018
Administrative expenses		(14,367)	(13,397)
Operating loss	3	(1,293)	(11,379)
Tax on loss	8	75	491
Loss for the financial year		(1,218)	(10,888)

All amounts in 2021 and 2020 relate to continuing operations.

There were no recognised gains or losses for 2021 or 2020 other than those included in the Income Statement and therefore no Statement of Comprehensive Income is presented.

The notes on pages 10 to 27 form part of these financial statements.

INFORMA MARKETS LIMITED
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BALANCE SHEET
AS AT 31 DECEMBER 2021

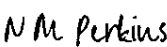
	Note	2021 £000	As restated 2020 £000
Non current assets			
Goodwill	9	4,355	4,355
Intangible assets	10	9,743	3,250
Property, plant and equipment	11	93	184
Investments	12	1,643	1,643
Deferred tax assets	13	1,096	1,021
		<u>16,930</u>	<u>10,453</u>
Current assets			
Trade and other receivables	14	269,619	273,396
Current liabilities			
Trade and other payables	15	(35,028)	(30,317)
Provisions	16	(233)	(1,026)
		<u>(35,261)</u>	<u>(31,343)</u>
Net current assets		<u>234,358</u>	<u>242,053</u>
Net assets		<u>251,288</u>	<u>252,506</u>
Capital and reserves			
Share capital	17	-	-
Share premium		255,408	255,408
Share option reserve		1,090	1,090
Retained losses		(5,210)	(3,992)
Shareholders' funds		<u>251,288</u>	<u>252,506</u>

INFORMA MARKETS LIMITED
REGISTERED NUMBER: 02972059

BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2021

For the year ended 31 December 2021 the Company was entitled to exemption from the requirement to have an audit under section 479A of the Companies Act 2006 relating to subsidiary companies. The members have not required the Company to obtain an audit of its financial statements for the year in question in accordance with section 476 of the Companies Act 2006. The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 21 October 2022.

DocuSigned by:

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Nicholas Perkins
Director

The notes on pages 10 to 27 form part of these financial statements.

INFORMA MARKETS LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Share capital £000	Share premium £000	Share option reserve £000	Retained losses £000	Total £000
At 1 January 2020 (restated)	-	255,408	1,088	6,896	263,392
Loss for the year	-	-	-	(10,888)	(10,888)
Total comprehensive expense for the year	-	-	-	(10,888)	(10,888)
Share based payments (note 7)	-	-	2	-	2
At 1 January 2021 (restated)	-	255,408	1,090	(3,992)	252,506
Loss for the year	-	-	-	(1,218)	(1,218)
Total comprehensive expense for the year	-	-	-	(1,218)	(1,218)
At 31 December 2021	-	255,408	1,090	(5,210)	251,288

Share option reserve

This reserve relates to LTIPs granted to colleagues reduced by the transferred and vested awards. It also relates to the SIP which colleagues are eligible to participate in and the shares purchased to satisfy this scheme.

The notes on pages 10 to 27 form part of these financial statements.

INFORMA MARKETS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. These have all been applied consistently throughout the current and preceding year.

General information

Informa Markets Limited is a private company, limited by shares, incorporated in England and Wales under the Companies Act 2006. The address of the registered office and the Company's registered number are given on the Company Information page. The nature of the Company's operations and its principal activities are set out in the Business Review section of the Strategic Report on page 1.

As permitted by section 400 of the Companies Act 2006, the Company has not prepared consolidated financial statements as it is a subsidiary undertaking of Informa PLC, a company incorporated in England and Wales which prepares consolidated financial statements including the results of Informa Markets Limited and its subsidiary undertakings. These financial statements present information about the Company as an individual undertaking and not about its Group. Details of the parent in whose consolidated financial statements the Company is included are shown in note 19 to the financial statements.

The Company has applied FRS 101 'Reduced Disclosure Framework' incorporating the amendments to FRS 101 issued by the Financial Reporting Council ('FRC') in July 2015 and the amendments to Company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015.

Basis of preparation of financial statements

These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' as issued by the FRC.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services. The principal accounting policies adopted are set out below.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to business combinations, share-based payments, financial instruments, 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 are given in the Group financial statements of Informa PLC. The Group financial statements of Informa PLC are available to the public and can be obtained as set out in note 19.

Adoption of new and revised standards

Standards and interpretations adopted in the current year

The following new standards, amendments and interpretations have been adopted in the current year:

- Two IFRS Interpretations Committee (IFRIC) agenda decisions from March and April 2021 clarifying how arrangements in respect of a specific part of cloud technology, Software-as-a-Service (SaaS), should be accounted for

The Company has changed its accounting policy in 2021 related to the capitalisation of certain software costs following the IFRIC's agenda decision relating to the capitalisation of costs of configuring or customising application software under SaaS arrangements. The Company's accounting policy has historically been to capitalise costs directly attributable to the configuration and customisation of SaaS arrangements as intangible assets on the Balance Sheet. Following the adoption of the above IFRIC agenda guidance, current SaaS arrangements were identified and assessed to determine if the Company has control of the software. For those arrangements where we do not have control of the software the Company derecognised the intangible asset previously capitalised.

INFORMA MARKETS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES (continued)

Adoption of new and revised standards (continued)

Standards and interpretations adopted in the current year (continued)

Accordingly, the prior year Balance Sheet at 31 December 2020 and the opening balance sheet at 1 January 2020 have been restated in accordance with IAS 8, and IAS 1 (revised). The impact of the change in accounting policy on previously reported financial results is shown in note 20.

Other amendments and interpretations to IFRSs effective for the year ending 31 December 2021 have no impact on the Company.

Standards and interpretations in issue, but not yet effective

At the date of authorisation of these financial statements, the following standards and interpretations which have not been applied in these financial statements were in issue but have not yet come into effect:

- Amendments to IAS 1: Classification of Liabilities as Current or Non-Current and Disclosure of Accounting Policies
- Amendments to IFRS 3: Reference to the Conceptual Framework
- Amendments to IAS 16: Proceeds before Intended Use
- Amendments to IAS 8: Definition of Accounting Estimates
- Amendments to IAS 37: Cost of Fulfilling a Contract
- Amendments to IAS 12: Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16: Interest Rate Benchmark Reform Phase 2

The Directors anticipate that the adoption of planned standards, amendments and interpretations in future periods will not have a material impact on the financial statements of the Company.

Going concern

The Company is a 100% subsidiary of Informa PLC. In reaching their decision to prepare the financial statements on a going concern basis, the Directors have considered the impact of the current economic climate, including the impact of COVID-19, on both the Company and also the Group of which it is a member. Having given due consideration to these and the anticipated future performance of the Company and the Group, the Directors have been able to form a reasonable expectation that the Company has adequate resources to continue in operational existence for at least twelve months from the date of signing these financial statements. For this reason, the Directors continue to adopt the going concern basis in preparing the financial statements.

Revenue

IFRS 15 Revenue from Contracts with Customers provides a single, principles-based five-step model to be applied to all sales contracts. It is based on the transfer of control of goods and services to customer and requires the identification and assessment of the satisfaction of delivery of each performance obligation in contracts in order to recognise revenue.

Where separate performance obligations are identified in a single contract, total revenue is allocated on the basis of relative stand-alone selling prices to each performance obligation, or Management's best estimate of relative value where stand-alone selling prices do not exist.

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****1. ACCOUNTING POLICIES (continued)****Revenue (continued)**

Revenue is measured at the fair value of consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales-related taxes, and provisions for returns and cancellations. Revenue for each category type of revenue is typically fixed at the date of the order and is not variable.

Payments received in advance of the satisfaction of a performance obligation are held as deferred income until the point at which the performance obligation is satisfied. Deferred income balances in current liabilities as at 31 December 2021 will be recognised as revenue within 12 months. Therefore, the aggregate amount of the transaction price in respect of performance obligations that are unsatisfied at the year-end reporting date, is the deferred income balance which will be satisfied within one year.

Revenue type	Performance obligations	Revenue recognition accounting policy	Timing of customer payments
Exhibitor and related services	Provision of services associated with exhibition and conference events.	Performance obligations are satisfied at the point of time that services are provided to the customer with revenue recognised when the event has taken place. In light of postponements due to COVID-19 the performance obligations and revenue recognition will align with the revised event dates.	Payments for events are normally received in advance of the event dates, which are typically up to 12 months in advance of the event date, and are held as deferred income until the event date.
Attendee revenue	Provision of exhibition or conference events.	Performance obligations are satisfied at the point of time that the event is held, with attendee revenue recognised at this date.	Payments by attendees are normally received either in advance of the event date or at the event.
Marketing, advertising services and sponsorship	Provision of advertising, marketing services and event sponsorship.	Performance obligations are satisfied over the period of the advertising subscription or over the period when the marketing service is provided. Revenue relating to advertising or sponsorship at events is recognised on a point of time basis at the event date.	Payment for such services are normally received in advance of the marketing, advertising or sponsorship period.

See note 2 for further details of revenue by geographical location and market sector.

INFORMA MARKETS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES (continued)

Foreign currency

The financial statements are presented in Pounds Sterling, which is the currency of the primary economic environment in which the Company operates (its functional currency).

Transactions in currencies other than the Company's functional currency are recorded using the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Balance Sheet date are reported at the rates of exchange prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. The translation differences are reported in the Income Statement.

Pension costs

For defined contribution schemes the amount charged to the Income Statement in respect of pension costs and other post-retirement benefits is the contribution payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the Balance Sheet.

Share-based payments

The Company issues equity settled share based payments to certain employees. A fair value for the equity settled share award is measured at the date of grant. The fair value is measured using the Monte Carlo model of valuation, which is considered to be the most appropriate valuation technique. The valuation takes into account factors such as non-transferability, exercise restrictions and behavioural considerations. The charge for the share based payments is apportioned between the group companies and accounted for as a cost in the subsidiary funded by the capital contribution from the parent.

An expense is recognised to spread the fair value of each award over the vesting period on a straight-line basis, after allowing for an estimate of the share awards that will actually vest. The estimate of vesting is reviewed annually, with any impact on the cumulative charge being recognised in the Income Statement immediately.

Taxation

Current tax

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Income Statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the Balance Sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date 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 is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the Balance Sheet date.

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****1. ACCOUNTING POLICIES (continued)****Taxation (continued)***Deferred tax (continued)*

Deferred tax is charged or credited in the Income Statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Goodwill

Goodwill arising on the acquisition of businesses is calculated as the excess of purchase consideration over the fair value of net identifiable assets and liabilities at the date of acquisition. Goodwill also includes amounts corresponding to deferred tax liabilities recognised in respect of acquired intangible assets. It is recognised as an asset at cost, assessed for impairment at least annually and subsequently measured at cost less accumulated impairment losses. The value in use basis is used for the impairment calculation and any impairment is recognised immediately in the Income Statement. On disposal of a subsidiary or business, the attributable goodwill is included in the determination of the profit or loss on disposal.

Intangible assets

Intangible assets are capitalised on acquisition and written off on a straight-line basis over their useful economic life as follows:

Development costs	- 2 - 5 years
Database and intellectual property	- 5 - 10 years
Software	- 1 - 5 years

Product development expenditure is capitalised as an intangible asset only if all of the certain conditions are met, with all research costs and other development expenditure being expensed when incurred. The capitalisation criteria is as follows:

- an asset is created that can be separately identified, and which the Company intends to use or sell;
- it is technically feasible to complete the development of the asset for use or sale;
- it is probable that the asset will generate future economic benefit; and
- the development cost of the asset can be measured reliably.

The expected useful lives of intangible assets are reviewed annually. The Group does not have any intangible assets with indefinite lives (excluding goodwill).

Software and product development expenditure that is part of a Software-as-a-service (SaaS) arrangement that conveys to the customer only the right to receive access to the supplier's application software in the future is a service contract and is not shown as an intangible asset. Similarly, the costs of configuring or customising the supplier's application software in a SaaS arrangement that is determined to be a service contract is not shown as an intangible asset with such costs being expensed as incurred. The exception being if the spend resulted in an "identifiable" asset that meets the recognition criteria in IAS 38 Intangible Assets or if the services are performed by the supplier of the application software and these are not distinct from the right to receive access to the supplier's application software then the customer recognises the costs as an expense over the term of the SaaS arrangement.

INFORMA MARKETS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES (continued)

Intangible assets (continued)

The application of SaaS as an updated accounting policy in 2021 resulted in a restatement of 2020 results with details of the restatement provided in note 20.

Property, plant and equipment

Property, plant and equipment is recorded at cost less accumulated depreciation and provision for impairment.

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Fixtures, fittings and equipment - 3 - 5 years

Residual value is calculated on prices prevailing at the date of acquisition. Useful lives and residual values are reviewed at the end of every reporting period.

Investments

Investments, including investments in subsidiaries and associates, are stated at cost less provision for any impairment in value. The value in use basis is used for the impairment calculation and any impairment is recognised immediately in the Income Statement. Impairment reviews are undertaken at least annually or more frequently where there is an indication of impairment.

Financial assets

Financial assets are recognised in the Company's Balance Sheet when the Company becomes a party to the contractual provisions of the instrument.

Impairment of financial assets

The Company recognises lifetime expected credit losses ('ECL') for trade receivables and twelve month expected credit losses for intercompany receivables. The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the receivables, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. The carrying amount is reduced by the ECL through the use of a provision account. When a receivable balance is considered uncollectible, it is written off against the provision account. Subsequent recoveries of amounts previously written off are credited against the provision account. Changes in the carrying amount of the provision are recognised in the Income Statement.

Trade and other receivables

Trade and other receivables are measured on initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method, less any impairment.

Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into.

Trade and other payables

Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

INFORMA MARKETS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. ACCOUNTING POLICIES (continued)

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A restructuring provision is recognised when the Company has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the entity.

Contingent consideration

Contingent consideration relating to acquisitions is recognised initially based on the Company's estimate of the most likely outcome and discounted appropriately to fair value. Any subsequent re-measurement of contingent consideration is recognised in the Income Statement.

Key sources of estimation uncertainty and critical accounting judgements

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. These estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Critical accounting judgements

There are deemed to be no critical accounting judgements.

Key sources of estimation uncertainty

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised.

Impairment of assets

Identifying whether there are indicators of impairment for assets involves a high level of estimation and a good understanding of the drivers of value behind the asset. At each reporting period an assessment is performed in order to determine whether there are any such indicators, which involves considering the performance of our businesses, any significant changes to the markets in which we operate and future forecasts. For impairment testing purposes, goodwill and investments are allocated to the specific cash-generating units ('CGUs') which are expected to benefit from the goodwill. When there are changes in the business structure, judgement is required in identifying any changes to the identification of CGUs taking account of the lowest level of independent cash inflows generated and the level at which the Chief Operating Decision Maker monitors the performance of the business.

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****1. ACCOUNTING POLICIES (continued)****Key sources of estimation uncertainty and critical accounting judgements (continued)*****Key sources of estimation uncertainty (continued)******Impairment of assets (continued)***

There are a number of assumptions the Company has considered in performing impairment reviews of assets. The determination of whether assets are impaired requires an estimation of the value in use of the cash generating units to which assets have been allocated. The value in use calculation requires the Company to estimate the future cash flows expected to arise from each CGU using projections for five years and determining a suitable discount rate in order to calculate present value, and the long-term growth rate. Further details of investments are disclosed in note 12.

2. REVENUE

	2021 £000	2020 £000
By geographical market		
United Kingdom	755	157
Continental Europe	15,560	2,164
North America	65	129
Rest of the World	1,623	151
	<u>18,003</u>	<u>2,601</u>

Revenue originates principally from the health and pharmaceutical and industrial sectors.

3. LOSS FOR THE YEAR

Loss for the year is stated after charging/(crediting):

	2021 £000	As restated 2020 £000
Depreciation of property, plant and equipment	91	90
Amortisation of intangible assets	1,495	1,521
Net foreign exchange gains	(302)	(158)
	<u>1,284</u>	<u>1,453</u>

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****4. STAFF COSTS**

Staff costs, including Directors' remuneration, were as follows:

	2021 £000	2020 £000
Wages and salaries	13,140	9,222
Social security costs	1,658	889
Other pension costs (note 6)	274	321
Share-based payments (note 7)	-	2
	<u>15,072</u>	<u>10,434</u>

Within wages and salaries £213,000 (2020 - £1,156,000) relates to redundancy costs.

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

	2021 No.	2020 No.
Management	9	14
Editorial and production	5	4
Marketing and promotion	33	47
Finance and administration	43	72
	<u>90</u>	<u>137</u>

5. DIRECTORS' REMUNERATION

The Directors are employed and remunerated by other companies in the Informa PLC Group and do not receive any remuneration specifically for their services as Directors of the Company.

6. PENSION COMMITMENTS

The Company's employees participate in pension schemes operated by the Group for their employees.

Defined contribution scheme

The total cost charged for the year under the Group defined contribution scheme was £274,000 (2020 - £321,000). There were no contributions that were due in respect of the current reporting period that had not been paid over to the scheme (2020 - £nil).

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****7. SHARE-BASED PAYMENTS**

The Company recognised a total expense of £nil (2020 - £2,000) related to equity settled share based payment transactions in the year ended 31 December 2021, with £nil (2020 - £2,000) relating to equity-settled Long-Term Incentive Plan (LTIPs) awards and £nil (2020 - £nil) relating to cash settled awards.

Long-Term Incentive Plan

The Company's Long-Term Incentive Plans (LTIPs) provide for nil-cost option awards with a grant price equal to the market quotation price from the day prior to the grant date of the ultimate parent company shares. The performance period is three years starting with the year in which the grant is made. LTIP awards are conditional share awards with performance conditions. To the extent they are met or satisfied then awards will vest following the end of the relevant performance period. LTIPs are equity settled and will lapse if the employee leaves the ultimate holding company's Group before the LTIPs vest.

The weighted average share price at the date of exercise for share awards exercised during the period was £5.71. The LTIPs outstanding at 31 December 2021 had exercise prices of £nil and an expected life of 3 years. In 2020, options were granted on 26 March 2020. The aggregate of the estimated fair value of the options granted on this date was £4.49.

Share awards granted under Long-Term Incentive Plans will be satisfied by the issue of additional share capital or the purchase of shares as needed on the open market.

ShareMatch (Share Incentive Plan)

ShareMatch allows eligible colleagues to invest up to the limit of £1,800 per annum in the ultimate parent company's shares. The scheme includes a matching element, whereby for every one share purchased by the colleague, the Company will award the participant two (2020 - one) matching shares. Matching shares are subject to forfeiture if the purchased shares are withdrawn from the scheme within three years of purchase or if the colleague leaves, unless the reason for leaving is due to restructuring or retirement. In addition, both the purchased and matching shares are eligible to receive any dividends payable by the ultimate parent company, which are reinvested in more shares. Employee subscriptions can be made on a monthly or one-off lump sum basis and matching shares are purchased on a monthly basis, through a UK Trust.

8. TAXATION

	2021 £000	2020 £000
Analysis of tax credit in the year		
Current tax		
UK corporation tax charge on loss for the year	-	-
Foreign tax		
Foreign tax on income for the year	-	9
Total current tax	-	9
Total deferred tax (note 13)	(75)	(500)
Taxation on loss	(75)	(491)

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****8. TAXATION (continued)****Reconciliation of total tax to the accounting loss**

The tax assessed for the year is lower than (2020 - lower than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £000	As restated 2020 £000
Loss before tax	(1,293)	(11,379)
Loss multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	(246)	(2,162)
Effects of:		
Expenses not deductible for tax purposes	39	49
Adjustments to deferred tax related to fixed assets	(66)	-
Adjustments to tax charge in respect of prior periods	-	(114)
Adjustments related to software as a service	(933)	-
Adjustment to deferred tax related to share based payments	-	(276)
Foreign tax suffered	-	9
Rate difference	-	(75)
Transfer pricing adjustments	16	-
Group relief surrendered for £nil consideration	1,115	2,078
Total tax charge for the year	(75)	(491)

Factors that may affect future tax charges

The Finance Bill 2021 increases the UK corporation tax main rate from 19% to 25%, with effect from 1 April 2023.

Deferred tax has been provided at the rate of 19% in respect of short-term temporary differences which are expected to reverse at the prevailing rate.

Deferred tax has been provided on UK intangible assets in respect of temporary timing differences at the UK rate at which they are expected to reverse.

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****9. GOODWILL**Goodwill
£000**Cost and carrying value**

At 1 January 2020, 31 December 2020 and 31 December 2021

4,355

As goodwill is not amortised it is tested for impairment annually, or more frequently if there are indicators of impairment. The testing involves comparing the carrying value of assets in each cash-generating unit ('CGU') with value in use calculations or assessments of fair value less cost to sell derived from the latest cash flow projections. The annual impairment review was performed on 31 December 2021.

Impairments

The number of CGUs for the testing of goodwill in 2021 was 1 (2020: 1). The carrying amount of goodwill recorded in the major groups of CGUs is set out below:

	2021 Number	2020 Number	2021 £000	2020 £000
CGU Groups				
Informa Markets	1	1	4,355,000	4,355,000

The recoverable amounts of the CGU groups are determined as the greater of the value in use calculations or fair value less costs to sell, which are based on the cash flow projections for each CGU group. The key assumptions are those regarding the revenue and operating profit growth rates together with the long-term growth rate and the discount rate applied to the forecast cash flows. Estimated future cash flows are determined by reference to the budget for the year following the Balance Sheet date and forecasts for the following two years, after which a long-term perpetuity growth rate is applied.

The Company has undertaken a sensitivity analysis based on changes to key assumptions considered to be reasonably possible by Management. These sensitivities of revenue growth rate and operating profit growth have been considered as to whether they are reasonably possible to either erode headroom or give risk of material adjustment to carrying values, across CGU groups. Results of the testing showed that no CGU was at risk of impairment when applying these reasonably possible sensitivity scenarios.

	Long-term market growth rates		Pre-tax discount rates	
	2021	2020	2021	2020
Assumptions				
Informa Markets	Nil to 3.2%	Nil to 2.7%	9.9 to 15.9%	10.3 to 11.3%

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****10. INTANGIBLE ASSETS**

	Development costs (restated) £000	Database and intellectual property £000	Software (restated) £000	Total (restated) £000
Cost or valuation				
At 1 January 2021	1,058	1,883	5,780	8,721
Additions	4,628	-	3,360	7,988
Reclassification	(1,085)	-	1,085	-
At 31 December 2021	<u>4,601</u>	<u>1,883</u>	<u>10,225</u>	<u>16,709</u>
Amortisation				
At 1 January 2021	424	1,223	3,824	5,471
Charge for the year	469	188	838	1,495
Reclassification	(884)	-	884	-
At 31 December 2021	<u>9</u>	<u>1,411</u>	<u>5,546</u>	<u>6,966</u>
Carrying amount				
At 31 December 2021	<u>4,592</u>	<u>472</u>	<u>4,679</u>	<u>9,743</u>
At 31 December 2020	<u>634</u>	<u>660</u>	<u>1,956</u>	<u>3,250</u>

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****11. PROPERTY, PLANT AND EQUIPMENT**

	Fixtures, fittings and equipment £000
Cost or valuation	
At 1 January and 31 December 2021	307
Depreciation	
At 1 January 2021	123
Charge for the year	91
At 31 December 2021	214
Carrying amount	
At 31 December 2021	93
At 31 December 2020	184

12. INVESTMENTS

	Investments in subsidiary companies £000
Cost or valuation	
At 1 January 2020, 31 December 2020 and 31 December 2021	9,034
Impairment	
At 1 January 2020, 31 December 2020 and 31 December 2021	7,391
Carrying amount	
At 31 December 2021	1,643
At 31 December 2020	1,643

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****12. INVESTMENTS (continued)****Subsidiary undertakings**

The following were subsidiary undertakings of the Company at the year end:

Name	Principal activity	Registered office	Ordinary shares held
Design Junction Limited	Events	UK	100%
E-Health Media Limited	Events	UK	100%
Informa Exhibitions Limited	Events	UK	100%
Informa Holdings (Australia) Pty Limited	Holding	Australia	100%

The registered address of the above UK subsidiary undertakings is 5 Howick Place, London, SW1P 1WG.

The registered address of the above Australian subsidiary undertaking is c/o LBW & Partners, Level 3, 845 Pacific Highway, Chatswood NSW 2067.

13. DEFERRED TAX ASSET

	Accelerated tax depreciation £000	Other £000	Total £000
At 1 January 2021	183	838	1,021
Charged to the Income Statement	74	1	75
At 31 December 2021	257	839	1,096

14. TRADE AND OTHER RECEIVABLES

	2021 £000	2020 £000
<i>Amounts owed by Group undertakings</i>		
Amounts owed by subsidiary undertakings	6	6
Amounts owed by other Group undertakings	257,454	263,635
	257,460	263,641
Trade receivables	7,991	5,429
Other receivables	1,948	947
Other taxation	285	1,259
Prepayments and accrued income	1,935	2,120
	269,619	273,396

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****14. TRADE AND OTHER RECEIVABLES (continued)**

Of the amounts owed by Group undertakings £257,460,000 (2020 - £263,641,000) is non-interest bearing.

Amounts owed by Group undertakings are unsecured. Formal loans and balances with the Informa Group treasury entity (Informa Group Holdings Limited) are repayable on demand. Trading balances are subject to payment terms.

The Directors consider the carrying amounts approximate their fair value.

15. TRADE AND OTHER PAYABLES

	2021 £000	2020 £000
<i>Amounts owed to Group undertakings</i>		
Amounts owed to subsidiary undertakings	353	353
Amounts owed to other Group undertakings	164	177
	<hr/> 517	<hr/> 530
Bank overdrafts	14	-
Trade payables	4,016	1,445
Other taxation and social security	122	-
Other payables	3,257	3,288
Accruals and deferred income	27,102	25,054
	<hr/> 35,028	<hr/> 30,317

Of the amounts owed to Group undertakings £517,000 (2020 - £530,000) is non-interest bearing.

Amounts owed to Group undertakings are unsecured. Trading balances are subject to payment terms.

The bank overdrafts balance is unsecured.

The Directors consider the carrying amounts approximate their fair value.

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****16. PROVISIONS**

	Other £000	Restructuring £000	Contingent consideration £000	Total £000
At 1 January 2021	158	691	177	1,026
Increase in the year	-	157	131	288
Utilisation of provisions	(160)	(710)	(177)	(1,047)
Released in the year	-	(38)	-	(38)
Foreign exchange movements	2	-	2	4
At 31 December 2021	-	100	133	233

During 2021 the Company underwent reorganisation and restructuring. The provision will be utilised in 2022.

The provision for contingent consideration is in respect of the acquisition of staff gratuities.

Other provisions principally relates to onerous contracts for cancellations of scheduled events in 2021.

17. SHARE CAPITAL

	2021 £000	2020 £000
Issued, called up and fully paid		
4 (2020 - 4) Ordinary shares of £1 each	-	-

18. CONTINGENT LIABILITIES

The Company has a VAT guarantee of £73,000 (2020 - £75,000).

19. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent undertaking of the Company is IIR Management Limited, a company incorporated in England and Wales. The registered address of IIR Management Limited is 5 Howick Place, London, SW1P 1WG.

The ultimate parent undertaking and controlling party is Informa PLC, a company incorporated in England and Wales under the Companies Act 2006 with number 08860726. This is the smallest and largest Group into which the Company is consolidated. Copies of the Group financial statements for Informa PLC are available at its principal place of business at Informa PLC, 5 Howick Place, London, SW1P 1WG.

INFORMA MARKETS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021****20. RESTATEMENT**

The results for the year ended 31 December 2020 have been restated following the updated accounting policy in 2021 with regards to the application of software and product development expenditure that are part of a Software-as-a-service (SaaS) arrangement. This resulted in the Balance Sheet as at 31 December 2020 being adjusted for the net software/development costs of £11,000 being charged to the Income Statement and £4,895,000 being charged to retained earnings. This was made up of adjustments of £8,196,000 for software/development costs capitalised and £3,290,000 for the amortisation recognised on these capitalised costs to date. The movement in this adjustment resulted in a decrease in profit before tax of £11,000 and profit after tax of £11,000.

	2020 £000	IAS 38 SaaS £000	2020 Restated £000
Other intangible assets: software/development costs	8,156	(4,906)	3,250
Other non-current assets	7,203	-	7,203
Current assets	273,396	-	273,396
Total assets	288,755	(4,906)	283,849
Non-current liabilities	-	-	-
Current liabilities	(31,343)	-	(31,343)
Total liabilities	(31,343)	-	(31,343)
Net assets	257,412	(4,906)	252,506