

CLT International Limited

Annual report and financial statements for the year ended 30 June 2018

Company Registration No. 06309789

CLT International Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended
30 June 2018

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CLT International Limited

Annual report and financial statements for the year ended 30 June 2018

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CLT International Limited

COMPANY INFORMATION

for the year ended 30 June 2018

DIRECTORS

R Amos (appointed 29 March 2018)

A Foye (resigned 29 March 2018)

P Ros

W Howarth

R Rowe (resigned 28 February 2018)

H Langton

COMPANY SECRETARY

D Barton

COMPANY NUMBER

06309789

REGISTERED OFFICE

5th Floor

10 Whitechapel High Street

London

E1 8QS

BUSINESS ADDRESS

Wrens Court

52-54 Victoria Road

Sutton Coldfield

England

B72 1SX

BANKING AGENT

Barclays Bank plc

1 Churchill Place

London

E14 5HP

SOLICITOR

Gowling WLG

4 More London Riverside

London

SE1 2AU

CLT International Limited is a private limited company limited by shares.

CLT International Limited

STRATEGIC REPORT

for the year ended 30 June 2018

The directors submit their strategic report for the year ended 30 June 2018 for CLT International Limited ('the Company').

PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The Company's strategy is to deliver sustainable and growing profits by providing a quality training service worldwide to industry, commerce, the professions and the financial and public sectors.

Our long-term growth prospects are expected to be sustained by the continuing demand for professional high quality training. Constant changes in legislation, increasing levels of regulation and our commitment to developing new products is anticipated to create demand for the type of high quality training provided by the Company. The Company performed in line with expectation during the financial year, and the directors expect the Company to continue in existence for the foreseeable future.

Revenue decreased from £4,120,778 in 2017 to £3,876,925 in 2018, and operating profit decreased from £587,927 in 2017 to £350,417 in 2018. Total net assets as at 30 June 2018 were £3,061,470 (2017: £2,771,883).

BUSINESS OBJECTIVES AND STRATEGY

The Company seeks to deliver sustainable growing profit from its portfolio of services in a number of markets through continued commitment to building strong management teams, organisational effectiveness, investment in technology and tight cost control. The Company's portfolio of services increased during the financial year.

PRINCIPAL RISK AND UNCERTAINTIES

The key challenges facing the Company arise from the highly competitive and rapidly changing nature of its markets and from legal and regulatory uncertainties. The Company is impacted by changes in professional regulations (often positive) and by the economic cycle on training expenditure.

Further discussion of these risks and uncertainties, in the context of Wilmington plc as a whole, is provided in the group's annual report, which does not form part of this report.

FINANCIAL RISK MANAGEMENT

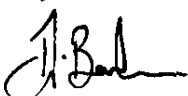
Interest rate risk, liquidity risk and capital risk are managed on a group-wide basis by the Company's ultimate parent company, Wilmington plc. The Company operates in accordance with funding policies controlled by the executive directors of the ultimate parent company.

The Company is exposed to credit risk associated with selling on credit, which it manages through credit control procedures. The Company has international customers, some of which are invoiced in US dollars and Euros. The Company maintains bank accounts in foreign currencies, which is converted to Sterling at appropriate times in accordance with the ultimate parent company's policy.

KEY PERFORMANCE INDICATORS

The directors of CLT International Limited and Wilmington plc manage the group's operations on a divisional basis. For this reason, the Company's directors believe that analysis of key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of CLT International Limited. The development, performance and position of the divisions, which includes the Company, is discussed in the group's annual report, which does not form part of this report.

By order of the board



D Barton
Company Secretary
31 December 2018

CLT International Limited

DIRECTORS' REPORT

for the year ended 30 June 2018

The directors submit their report and the financial statements of CLT International Limited for the year ended 30 June 2018. Please refer to the Strategic Report on page 2 for the disclosure on the Company's financial risk management.

DIVIDENDS AND FUTURE DEVELOPMENTS

The Company paid a dividend of £1,655,012 (2017: £395,145), which is £1,655.01 (2017: £395.15) per ordinary share. Refer to the Strategic Report for future developments.

DIRECTORS

The directors of the Company who were in office during the year and up to the date of signing the financial statements, unless otherwise stated were:

R Amos (appointed 29 March 2018)

A Foye (resigned 29 March 2018)

P Ros

W Howarth

R Rowe (resigned 28 February 2018)

H Langton

DIRECTORS THIRD PARTY INDEMNITY PROVISIONS

A qualifying third party indemnity provision was in place for Directors throughout the year and at the date of the approval of the financial statements.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report and 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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 *Reduced Disclosure Framework* (FRS 101).

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 accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

CLT International Limited

DIRECTORS' REPORT

for the year ended 30 June 2018

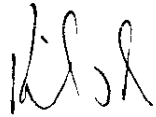
EXEMPTION FROM AUDIT

For the year ending 30 June 2018 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- the members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476;
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

On behalf of the board



R Amos

Director

31 December 2018

CLT International Limited
STATEMENT OF COMPREHENSIVE INCOME
for the year ended 30 June 2018

| | <i>Note</i> | 2018 £ | 2017 £ |
|---|-------------|--------------------|--------------------|
| REVENUE | 2 | 3,876,925 | 4,120,778 |
| Cost of sales | | <u>(2,362,760)</u> | <u>(2,367,010)</u> |
| Gross profit | | 1,514,165 | 1,753,768 |
| Administrative expenses | | <u>(1,163,748)</u> | <u>(1,165,841)</u> |
| OPERATING PROFIT | | 350,417 | 587,927 |
| Income from shares in group undertakings | | 1,655,012 | 395,145 |
| Finance income | | 5,509 | — |
| Finance costs | | <u>—</u> | <u>(1,580)</u> |
| PROFIT BEFORE TAXATION | 3 | 2,010,938 | 981,492 |
| Tax on profit on ordinary activities | 5 | <u>(66,339)</u> | <u>(117,168)</u> |
| PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR | | <u>1,944,599</u> | <u>864,324</u> |

The revenue and operating profit for the year arises from the Company's continuing operations.

The Company has no other comprehensive income other than those included in the results above.

CLT International Limited

BALANCE SHEET

as at 30 June 2018

Company Registration No. 06309789

| | Note | 2018 £ | 2017 £ |
|--|------|------------------|------------------|
| FIXED ASSETS | | | |
| Intangible assets | 6 | — | 318 |
| Tangible assets | 7 | — | 70 |
| Investments | 8 | 1,013,210 | 1,003,160 |
| | | <u>1,013,210</u> | <u>1,003,548</u> |
| CURRENT ASSETS | | | |
| Debtors | 9 | 4,500,538 | 6,780,144 |
| Cash at bank and in hand | | 66,688 | 92,659 |
| | | <u>4,567,226</u> | <u>6,872,803</u> |
| Creditors: Amounts falling due within one year | 10 | (2,518,966) | (5,104,468) |
| NET CURRENT ASSETS | | <u>2,048,260</u> | <u>1,768,335</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | <u>3,061,470</u> | <u>2,771,883</u> |
| NET ASSETS | | <u>3,061,470</u> | <u>2,771,883</u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 11 | 1,000 | 1,000 |
| Retained earnings | | 3,060,470 | 2,770,883 |
| TOTAL SHAREHOLDERS' FUNDS | | <u>3,061,470</u> | <u>2,771,883</u> |

For the year ending 30 June 2018 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- the members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476;
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements and related notes on pages 5 to 16 were approved by the board of directors and authorised for issue on 31 December 2018 and are signed on its behalf by



R Amos
Director

CLT International Limited
STATEMENT OF CHANGES IN EQUITY
for the year ended 30 June 2018

Company Registration No. 06309789

| | Called up share capital | Retained earnings | Total shareholders' funds |
|---|----------------------------|----------------------|---------------------------------|
| | £ | £ | £ |
| At 1 July 2016 | 1,000 | 2,301,704 | 2,302,704 |
| Profit and total comprehensive income for the financial year | — | 864,324 | 864,324 |
| Dividends paid | — | (395,145) | (395,145) |
| At 30 June 2017 | 1,000 | 2,770,883 | 2,771,883 |
| Profit and total comprehensive income for the financial year | — | 1,944,599 | 1,944,599 |
| Dividends paid | — | (1,655,012) | (1,655,012) |
| At 30 June 2018 | 1,000 | 3,060,470 | 3,061,470 |

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

GENERAL INFORMATION

CLT International Limited ('the Company') principal activity was the provision of training service worldwide to industry, commerce, the professions and the financial and public sectors. The Company is a private company and is incorporated and domiciled in the UK. As of 15 December 2017 the address of its registered office is 10 Whitechapel High Street, London, E1 8QS. Prior to this date, the registered office address was 6 - 14 Underwood Street, London, N1 7JQ.

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

BASIS OF PREPARATION

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payment' (details of the number and weighted-average exercise prices of share options, and how the fair value of goods or services received was determined).
- IFRS 7, 'Financial Instruments: Disclosures'.
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - (ii) paragraph 73(e) of IAS 16 'Property, plant and equipment';
 - (iii) paragraph 118(e) of IAS 38 'Intangible assets' (reconciliations between the carrying amount at the beginning and end of the period).
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d), (statement of cash flows),
 - 16 (statement of compliance with all IFRS),
 - 38A (requirement for minimum of two primary statements, including cash flow statements),
 - 38B-D (additional comparative information),
 - 111 (cash flow statement information), and
 - 134-136 (capital management disclosures).
- IAS 7, 'Statement of cash flows'.
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation).
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.
- The requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 'Business Combinations'
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(f) (a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements),
 - 40A-D (requirements for a third statement of financial position).
- Paragraph 18A of IAS 24, 'Related party disclosures', related to key management services provided by a separate management entity.

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

BASIS OF PREPERATION (CONTINUED)

- Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, 'Impairment of assets' (disclosures when the recoverable amount is fair value less costs of disposal, assumptions involved in estimating recoverable amounts of cash generating units containing goodwill or intangible assets with indefinite useful lives and management's approach to determining these amounts).

GOING CONCERN

The directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future, being a period of at least 12 months from the date of approval of the financial statements. For these reasons the directors continue to adopt the going concern basis in preparing the financial statements.

REVENUE

Revenue comprises course fees and subscription fees, net of value added tax. Course fees are recognised in the statement of comprehensive income on the commencement of the course, except for blended learning courses where an element of the fee is recognised on its commencement and the remaining element of the fee is recognised over the duration of the course.

INTANGIBLE FIXED ASSETS

Computer software that is integral to a related item of hardware is classified as property, plant and equipment. All other computer software and also the cost of internally developed software and databases are classified as intangible assets. Computer software licences purchased from third parties are initially recorded at cost. Costs associated with the production of internally developed software are capitalised once it is probable that they will generate future economic benefits and satisfy the other criteria set out in IAS 38. Computer software intangible assets (including the cost of internally developed software and databases) are amortised through the Income Statement on a straight line basis over their estimated useful lives not exceeding three years. Assets that are not in use at the reporting date (assets under construction) are recognised at cost and amortisation commences when those assets begin to generate economic benefit. Amortisation is included within administrative expenses.

Computer software development costs recognised as assets are amortised over their estimated useful lives as follows:

| | |
|-------------------|----------------------------|
| Computer software | straight line over 3 years |
|-------------------|----------------------------|

TANGIBLE FIXED ASSETS

Tangible assets are stated at cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is provided so as to write off the cost of a tangible asset, less its estimated residual value, over its useful economic life, as follows:

| | |
|--------------------|--------------------------------|
| Computer equipment | straight line over 3 - 4 years |
|--------------------|--------------------------------|

INVESTMENTS

Investments in subsidiaries are valued at cost less provision for impairment. The Company evaluates the carrying value of fixed asset investments to determine if there has been impairment in value, which would result in the inability to recover the carrying amount. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the statement of comprehensive income.

TAXATION

Deferred tax is recognised in respect of all temporary differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

TAXATION (CONTINUED)

A deferred tax asset is recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the temporary differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is discounted to reflect the time value of money, using a discount rate based on the post tax yields to maturity that could be obtained at the balance sheet date on government bonds with similar maturity dates. None of the deferred tax balance relates to unprovided deferred tax.

Current tax for the current and prior years is provided at the amount expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

PENSIONS

The Company operates a defined contribution pension scheme, the assets of which are held separately from those of the Company in an independently administered fund. Contributions are charged to the statement of comprehensive income in the period in which they are incurred.

FOREIGN CURRENCIES

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the statement of comprehensive income.

DIVIDENDS

Dividends are recognised in the financial statements when the shareholders' right to receive payment is established. Dividend income from subsidiary undertakings is recognised in the financial statements when subsidiaries have paid interim or final dividends.

CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Impairment of trade debtors

The Company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the credit rating of the debtor, the ageing profile of debtors and historical experience. See note 9 for the net carrying amount of the debtors.

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

NEW STANDARDS AND INTERPRETATIONS APPLIED

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

| International Financial Reporting Standards (IFRS/IAS) | | Effective for accounting periods starting after |
|---|--|---|
| IAS 7 | Disclosure initiative – Amendments to IAS 7 | 1 January 2017 |
| IAS 12 | Recognition of Deferred Tax Assets for Unrealised Losses – Amendments to IAS 12 | 1 January 2017 |
| IFRS 12 | Annual improvements 2014-2016 cycle | 1 January 2017 |

The adoption of these new standards, amendments and interpretations has not led to any changes to the Company's accounting policies or had any other material impact on the financial position or performance of the Company. Other amendments to IFRSs effective for the year starting 1 July 2017 have no impact on the Company.

NEW STANDARDS AND INTERPRETATIONS NOT APPLIED

The International Accounting Standards Board (IASB) and IFRS Interpretations Committee (IFRS IC) have issued new standards and interpretations with an effective date after the year starting 1 July 2017.

| International Financial Reporting Standards (IFRS/IAS) | | Effective for accounting periods starting after |
|---|--|---|
| IFRS 2 | Classification and Measurement of Share Based Payment Transactions – Amendments to IFRS 2 | 1 January 2018 |
| IFRS 9 | Financial Instruments | 1 January 2018 |
| IFRS 15 | Revenue from Contracts with Customers | 1 January 2018 |
| IFRS 16 | Leases | 1 January 2019 |
| IAS 28 | Investments in Associates and Joint Ventures | 1 January 2019 |

Management is currently assessing the impact of the above new standards. During the year to 30 June 2019 the Company will put in place necessary processes to capture all of the adjustments and additional disclosures required for those standards taking effect before this date. There are no other IFRSs or IFRS IC interpretations that are not yet effective that would be expected to have a material impact on the Company.

2 REVENUE

Revenue is attributable to one class of business

| | 2018 | 2017 |
|---|------------------|------------------|
| The Company's turnover by geographical area was as follows: | £ | £ |
| United Kingdom | 1,400,992 | 1,802,470 |
| Rest of the world | 2,475,933 | 2,318,308 |
| | <u>3,876,925</u> | <u>4,120,778</u> |

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

| | | | |
|---|---|--------------|--------------|
| 3 | PROFIT BEFORE TAXATION | 2018 £ | 2017 £ |
| | Profit on ordinary activities before taxation is stated after charging/(crediting): | | |
| | Depreciation of owned tangible assets | 70 | 302 |
| | Amortisation of owned intangible assets | 318 | 275 |
| | Exchange rate gain | (4,394) | (21,100) |
| | Fees for taxation compliance | <u>3,532</u> | <u>2,388</u> |

4 EMPLOYEES

The average monthly number of persons (including directors) employed by the Company during the year was:

| | | |
|----------------|------------|------------|
| | 2018 No | 2017 No |
| Administration | <u>17</u> | <u>19</u> |
| | <u>17</u> | <u>19</u> |

| | | |
|--|----------------|----------------|
| | 2018 £ | 2017 £ |
| Staff costs for the above persons are: | | |
| Wages and salaries* | 664,351 | 727,580 |
| Social security costs | 65,075 | 61,485 |
| Other pension costs | <u>12,538</u> | <u>15,198</u> |
| | <u>741,964</u> | <u>804,263</u> |

*included in wages and salaries is £48,957 relating to redundancy costs.

DIRECTORS' REMUNERATION

| | | |
|--|---------------|----------------|
| Included in the above totals are the following amounts paid to a director: | 2018 £ | 2017 £ |
| Emoluments (excluding shares) | 99,797 | 126,906 |
| Company contribution to pension funds | <u>—</u> | <u>12,444</u> |
| | <u>99,797</u> | <u>139,350</u> |

Two (2017: two) of the Company's directors was remunerated by International Compliance Training Limited, fellow subsidiaries of Wilmington plc, three (2017: two) of the Company's directors were remunerated by Wilmington plc, and none (2017: none) of the Company's directors were remunerated by Wilmington Legal Limited, their emoluments are disclosed in the financial statements of the relevant companies. The remaining one director (2017: one) was remunerated by the Company. No loss of office for the directors has been sustained during the year.

Five directors (2017: four) are entitled to shares under a long term incentive plan. Four directors (2017: four) are accruing benefits under money purchase pension schemes during the year.

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

| | | | |
|---|---|---------------|----------------|
| 5 | TAX ON PROFIT | 2018 £ | 2017 £ |
| | Current taxation: | | |
| | UK corporation tax on profits of the year | 67,833 | 115,804 |
| | Adjustments in respect of previous years | (1,494) | 1,364 |
| | Tax on profit on ordinary activities | <u>66,339</u> | <u>117,168</u> |

Factors affecting the tax charge for the year:

The tax assessed for the year is lower (2017: lower) than the standard rate of corporation tax in the UK of 19.00% (2017: 19.75%).

| | | |
|--|------------------|----------------|
| | 2018 £ | 2017 £ |
| Profit before taxation | <u>2,010,938</u> | <u>981,492</u> |
| Profit multiplied by the standard rate of UK corporation tax of 19.0% (2017: 19.75%) | 382,078 | 193,845 |
| Effects of: | | |
| Dividend income not subject to tax | (314,452) | (78,041) |
| Adjustments in respect of previous years | (1,494) | 1,364 |
| Other items not taxable | 207 | — |
| Tax charge for the year | <u>66,339</u> | <u>117,168</u> |

Factors affecting current and future tax charges

On 26 October 2015, the UK corporation tax rate was reduced from 20% to 19% from 1 April 2017 and a further change was announced on 23 November 2016 to reduce the rate from 19% to 17% from 1 April 2020. This change has been substantively enacted at the balance sheet date and, therefore, is included in these financial statements.

Adjustments in respect of prior years relate to the application of group relief.

6 INTANGIBLE ASSETS

| | | |
|--------------------------|---------------------------|------------|
| | Computer Software £ | Total £ |
| COST | | |
| 1 July 2017 | 893 | 893 |
| Additions | — | — |
| 30 June 2018 | <u>893</u> | <u>893</u> |
| ACCUMULATED AMORTISATION | | |
| 1 July 2017 | 575 | 575 |
| Charge in the year | 318 | 318 |
| 30 June 2018 | <u>893</u> | <u>893</u> |
| NET BOOK VALUE | | |
| 30 June 2018 | <u>—</u> | <u>—</u> |
| 30 June 2017 | <u>318</u> | <u>318</u> |

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

7 TANGIBLE ASSETS

| | Computer equipment £ | Total £ |
|---------------------------------|----------------------------|--------------|
| COST | | |
| At 1 July 2017 and 30 June 2018 | <u>3,609</u> | <u>3,609</u> |
| ACCUMULATED DEPRECIATION | | |
| 1 July 2017 | 3,539 | 3,539 |
| Charge in the year | <u>70</u> | <u>70</u> |
| 30 June 2018 | <u>3,609</u> | <u>3,609</u> |
| NET BOOK VALUE | | |
| 30 June 2018 | <u>—</u> | <u>—</u> |
| 30 June 2017 | <u>70</u> | <u>70</u> |

8 INVESTMENTS

| | Total £ |
|--------------------------------|------------------|
| COST AND NET BOOK VALUE | |
| At 1 July 2017 | 1,003,160 |
| Additions | <u>10,050</u> |
| At 30 June 2018 | <u>1,013,210</u> |

The addition during the year of £10,050 relates to the investment in ICA Audit Limited, a company used for the purposes of ISO certification for businesses.

The Company holds the share capital of the following companies:

| Company | UK company number | Registered address | Percentage owned |
|---|-------------------------|--|---------------------|
| International Compliance Training Limited | 04363296 | 10 Whitechapel High Street, E1 8QS | 100 |
| International Compliance Training Academy (Singapore) Pte. Ltd * | n/a | 146 Robinson Road, #08-01, Singapore 068909 | 100 |
| International Compliance Training (Middle East) LLC Dubai (IFC) * | n/a | Indigo Tower, Jumeirah Lakes Towers, PO Box 75873, Dubai | 100 |
| International Compliance Association* | 04429302 | 10 Whitechapel High Street, E1 8QS | 100 |
| ICA Audit Ltd | 04519229 | 10 Whitechapel High Street, E1 8QS | 100 |

*owned indirectly

The directors consider the value of investments to be supported by their underlying net assets. The principle activity of these companies is to provide training courses.

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

| | | | |
|---|------------------------------------|------------------|------------------|
| 9 | DEBTORS | 2018 £ | 2017 £ |
| | Amounts due within one year: | | |
| | Amounts owed by group undertakings | 4,484,322 | 6,770,187 |
| | Prepayments and accrued income | 13,422 | 8,236 |
| | Sundry debtors | 2,754 | 72 |
| | Other taxation and social security | 40 | 1,649 |
| | | <u>4,500,538</u> | <u>6,780,144</u> |

Amounts owed by group undertakings are unsecured, interest free and receivable on demand.

| | | | |
|----|--------------------------------------|------------------|------------------|
| 10 | CREDITORS | 2018 £ | 2017 £ |
| | Amounts falling due within one year: | | |
| | Accruals and deferred income | 1,651,830 | 1,771,668 |
| | Trade creditors | 46,680 | 45,907 |
| | Amounts owed to group undertakings | 725,174 | 3,188,484 |
| | Corporation tax | 95,282 | 98,409 |
| | | <u>2,518,966</u> | <u>5,104,468</u> |

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

| | | | | | |
|----|----------------------------|----------------|----------------|--------------|--------------|
| 11 | CALLED UP SHARE CAPITAL | 2018 Number | 2017 Number | 2018 £ | 2017 £ |
| | Allotted and fully paid: | | | | |
| | Ordinary shares of £1 each | <u>1,000</u> | <u>1,000</u> | <u>1,000</u> | <u>1,000</u> |

| | | | |
|----|---|------------------|----------------|
| 12 | DIVIDENDS | 2018 £ | 2017 £ |
| | Dividends for which the Company became liable during the year: | | |
| | Dividends paid £1,655.01 per ordinary share (2017: £395.15 per ordinary share) | <u>1,655,012</u> | <u>395,145</u> |

13 ULTIMATE PARENT UNDERTAKING

The Company is a wholly-owned subsidiary of Wilmington Legal Limited and of its ultimate parent, Wilmington plc. It is included in the consolidated financial statements of Wilmington plc which are publicly available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

The Company is controlled by Wilmington Legal Limited (formerly known as Wilmington Training & Events Limited), its immediate parent.

The ultimate parent company, and the parent undertaking of the largest and smallest group for which consolidated financial statements are prepared, is Wilmington plc, which is incorporated in the UK and for which financial statements are available from 10 Whitechapel High Street, London, E1 8QS.

CLT International Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

14 RELATED PARTY TRANSACTIONS

Wilmington plc, together with its other wholly owned subsidiaries, offers certain group-wide purchasing facilities to the Company and other subsidiaries whereby the actual costs are recharged. Transactions during the year with other group entities were cost recharges and cash movements.

The Company is a wholly owned subsidiary of a group that prepares publicly available consolidated financial statements, namely the group headed by Wilmington plc, so it has taken advantage of the exemption IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

15 CONTINGENT LIABILITIES

The Company has entered into a guarantee in respect of the ultimate parent company's committed revolving credit facility of £75,000,000, which expires in July 2020. At 30 June 2018, the Company had a contingent liability of £50,379,500 (2017: £49,353,039) in respect of drawdowns from this facility.