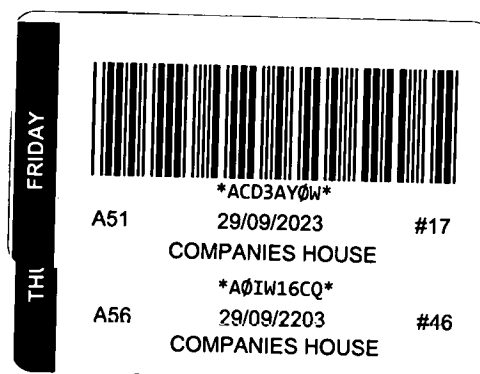


Clarivate Analytics (Compumark) Limited

Annual Report and Financial Statements

Registered number: 11059213

For the year ended 31 December 2022



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Company information

Company registration number	11059213
Registered office	70 St. Mary Axe London EC3A 8BE England
Independent auditors	PricewaterhouseCoopers LLP One Chamberlain Square Birmingham B3 3AX England
Director	A.G. Wright
Company Secretary	M. Reeves
Bank	Citibank N.A. London Citigroup Centre 33 Canada Square Canary Wharf London, E14 5LB England
Solicitors	Davis Polk & Wardwell LLP 5 Aldermanbury Square London, EC2V 7HR England

Director's report

The director presents the annual report and the audited financial statements of the Company for the year ended 31 December 2022.

Principal activities

The Company does not trade and is not expected to trade in the next year.

Results and dividends

Profit for the year amounted to \$4,157 (2021 profit: \$102) and relates to foreign exchange gains. No dividends were declared and/or paid during the financial year (2021: \$nil). No dividends are proposed before the date of approval of the financial statements.

Future developments

The director does not envisage any significant changes to the nature and performance of the business in the foreseeable future.

Director and company secretary

The director who served throughout the financial year and up to the date of signing is as follow:

Director

A.G. Wright

Company secretary

M. Reeves

Directors' liability

The Company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties subject to the conditions set out in the Companies Act 2006. Such qualifying third-party indemnity provision remains in force at the date of approval of the directors' report.

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the director's report. The financial position of the Company, its cash flows, liquidity position and borrowing facilities are described in the primary statements and notes of these set of financial statements. In addition, note 9 to the financial statements includes the Company's objectives, policies and processes for managing its capital; its financial risk management objectives, details of its financial instruments and hedging activities; and its exposures to credit risk and liquidity risk.

The Group carries out an annual going concern assessment and this review consists of a planning exercise to assess the potential impact of possible downside scenarios on the Group's future financial position. The scenario planning has taken into account its existing cash position, covenant compliance requirements, the creditworthiness of its banking partners, potential revenue outcomes (in both a worst and reasonable downside scenario), and, to be prudent, evaluated potential reductions in its cost base.

This exercise has confirmed that the Group's cash reserves/access to liquidity is sufficient for the Group to continue in operational existence for the foreseeable future and at least 12 months from the date of approval of the Company's financial statements

Director's report (continued)

Going concern (continued)

The Group's credit facilities at 31 December 2022 consist of \$700m (2021: \$700m) of secured notes due in 2026, \$921m of senior secured notes due in 2028 (2021: \$921m), \$921m senior notes due in 2029 (2021: \$921m), secured borrowings consisting of \$2,497m (2021: \$2,819m) term loans, due 2026, and a \$750m (2021: \$350m) revolving credit facility, due 2027. The secured notes, term loans and revolver are all guaranteed on a joint and several basis by the Company and certain of the Group's other subsidiaries. These Group borrowings are used either to fund investments or are loaned to companies via intercompany accounts to enable companies to settle debt, as such the going concern of the Company, is predicated on the going concern of the wider Group to remain as a going concern.

These group borrowings are used to either, fund investments or are lent to companies via intercompany accounts to enable companies to settle debt, as such the going concern of the company, is predicated on the going concern of the wider group to remain as a going concern.

On 31 March 2022, the revolver credit facility was increased from \$350m to \$750m and its term was extended from 2024 to 2027.

As the conflict in Ukraine continues to evolve, we are closely monitoring the current and potential impact on our business, our people, and our clients. Given the levying of sanctions, regional instability, geopolitical shifts, and other potential adverse effects on macroeconomics conditions, security conditions, currency exchange, and financial markets, the short and long-term implications of Russia's invasion of Ukraine are not possible to predict. We do not expect any direct impacts to our business to be material, but we are not currently able to predict any indirect impacts on the global economy and how those could negatively affect our business in the future. We continue to monitor any evolving impacts of this conflict and its effects on the global economy and geopolitical landscape.

As a consequence, the director believes that the Company is well placed to manage its business risks successfully and have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. They have received confirmation through a letter of support from their ultimate parent Clarivate Plc, that it intends to support the Company for at least one year after these financial statements are signed.

Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

Financial risk management

The management of financial risks is co-ordinated with those undertaken at Group level by Clarivate Plc. The Group's overall risk management programme, as outlined in note 9, focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's and the Group's financial performance.

Events after the reporting period

Management has evaluated the impact of events that have occurred subsequent to 31 December 2022. Based on this evaluation, other than disclosed within these financial statements and related notes or described below, the Company has determined no other events were required to be recognised or disclosed.

On 31 March 2023 and 28 April 2023, the Group made prepayments of its term loan of \$125m and \$25m respectively.

Statement of director's responsibilities in respect of the financial statements

The director is responsible for preparing the Clarivate Analytics (Compumark) Limited and the financial statements in accordance with applicable law and regulation.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Director's report (continued)

Statement of director's responsibilities in respect of the financial statements (continued)

Under company law the director 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 the financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Director's confirmations

In the case of the director in office at the date the Director's Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

The independent auditors, PricewaterhouseCoopers LLP, Chartered Accountants and Statutory Auditors, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Strategic report

The director has taken advantage of the small companies' exemptions provided by section 414B of the Companies Act 2006 and have not included a Strategic report.

Small companies note

This report has been prepared in accordance with the special provisions applicable to companies' subject to the small companies' regime under section 415A of the Companies Act 2006.

On behalf of the board

Director:



A.G. Wright

Date:

28 September 2023

Independent auditors' report to the members of Clarivate Analytics (Compumark) Limited

Report on the audit of the financial statements

Opinion

In our opinion, Clarivate Analytics (Compumark) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2022; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

Independent auditors' report to the members of Clarivate Analytics (Compumark) Limited (continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The director is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Director's Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Director's Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Director's Report for the year ended 31 December 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Director's Report

Responsibilities for the financial statements and the audit

Responsibilities of the director's for the financial statements

As explained more fully in the Statement of director's responsibilities in respect of the financial statements, the director is responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The director is also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Independent auditors' report to the members of Clarivate Analytics (Compumark) Limited (continued)

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to Companies Act 2006 and UK tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting of inappropriate journal entries and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Inquiries of management and reviewing minutes of meetings of those charged with governance regarding any known or suspected instances of fraud or non-compliance with laws and regulations;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations; and
- Challenging assumptions and judgements made by management in their significant accounting estimates and judgements; and
- Testing of journals that have unusual account combinations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Independent auditors' report to the members of Clarivate Analytics (Compumark) Limited (continued)

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of director's remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the director was not entitled to: take advantage of the small companies exemption in preparing the Director's Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Alex Smith (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Birmingham
28 September 2023

Statement of Comprehensive Income

For the year ended 31 December 2022

	Note	2022 USD	2021 USD
Finance income		4,157	102
Profit before taxation	3	4,157	102
Income tax expense	5	—	—
Profit for the financial year		4,157	102
Other comprehensive income		—	—
Total comprehensive income for the year		4,157	102

All income and expenditures were derived from continuing operations.

The notes on pages 14 to 21 form an integral part of these financial statements.

Statement of Financial Position

As at 31 December 2022

	Note	2022 USD	2021 USD
Current assets			
Debtors: amounts falling due within one year	6	37,632	37,573
		<u>37,632</u>	<u>37,573</u>
Creditors: amounts falling due within one year	7	(36,956)	(41,054)
Net current assets/ liabilities		<u>676</u>	<u>(3,481)</u>
Net assets/(liabilities)		<u>676</u>	<u>(3,481)</u>
Equity			
Called up share capital	8	1	1
Retained earnings / (accumulated losses)		675	(3,482)
Total shareholders funds		<u>676</u>	<u>(3,481)</u>

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The notes on pages 14 to 21 form an integral part of these financial statements.

The financial statements on pages 11 to 21 were authorised for issue by the board of director on

28 September 2023 and were signed on its behalf by:



A.G. Wright
Director

Registered number: 11059213

Statement of Changes in Equity

For the year ended 31 December 2022

	Called up share capital	(Accumulated losses)/Retained earnings	Total shareholders' (deficit)
	USD	USD	USD
At 1 January 2021	1	(3,584)	(3,583)
Profit for the financial year	—	102	102
Total comprehensive income for the year	—	102	102
At 31 December 2021 & 1 January 2022	1	(3,482)	(3,481)
Profit for the financial year	—	4,157	4,157
Total comprehensive income for the year	—	4,157	4,157
As at 31 December 2022	1	675	676

The notes on pages 14 to 21 form an integral part of these financial statements.

Notes to the financial statements

1. Corporate information

Clarivate Analytics (Compumark) Limited (the "Company") is a private company limited by share capital incorporated and domiciled in the United Kingdom. Its registered address is at 70 St. Mary Axe, London, EC3A 8BE, England. The Company does not trade and is not expected to trade in the next year.

The Company's immediate parent is Camelot Holdco 3 (Jersey) Limited with a registered office at 4th Floor, St Paul's Gate, 22-24 New Street, St Helier, Jersey JE1 4TR. Clarivate Plc is regarded by the director of the Company as being the Company's ultimate parent company.

Clarivate Plc, together with its subsidiaries is a provider of proprietary and comprehensive content, analytics, professional services and workflow solutions that enables users across government and academic institutions, life science companies and research and development (R&D) intensive corporations to discover, protect and commercialise their innovations.

2. 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.

2.1. Basis of preparation

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

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)
- the requirements of paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of: paragraph 79(a)(iv) of IAS 1.
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d) (statement of cash flows);
 - 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);
 - 16 (statement of compliance with all IFRS);
 - 38A (requirement for minimum of two primary statements, including cash flow statements);
 - 38B-D (additional comparative information);
 - 40A-D (requirements for a third statement of financial position);
 - 111 (cash flow statement information); and
 - 134-136 (capital management disclosures).

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

2.1. Basis of preparation (continued)

- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 17 (key management compensation) and 18A (key management services provided by a separate management entity) of IAS 24 Related Party Disclosures
- 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 paragraph 30 and 31 of IAS 8 'Accounting policies, changes in estimates and errors.'

The financial statements are presented in USD which is the Company's functional currency. All information has been presented in USD, unless otherwise stated. All amounts disclosed in the financial statements and notes have been rounded off to the nearest USD currency units unless otherwise stated.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies. 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. There were no significant judgements, estimates or assumptions made during the year.

2.2 New and amended standards adopted by the Company

There are no new standards, amendments or interpretations that are effective for the year ended 31 December 2022 that have a material impact on the financial statements of the Company.

2.3 Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the director's report. The financial position of the Company, its cash flows, liquidity position and borrowing facilities are described in the primary statements and notes of these set of financial statements. In addition, note 9 to the financial statements includes the Company's objectives, policies and processes for managing its capital; its financial risk management objectives, details of its financial instruments and hedging activities; and its exposures to credit risk and liquidity risk.

The Group carries out a going concern assessment and this review consists of a planning exercise to assess the potential impact of possible downside scenarios on the Group's future financial position. The scenario planning has taken into account its existing cash position, covenant compliance requirements, the creditworthiness of its banking partners, potential revenue outcomes (in both a worst and reasonable downside scenario), and, to be prudent, evaluated potential reductions in its cost base.

This exercise has confirmed that the Group's cash reserves/access to liquidity is sufficient for the Group to continue in operational existence for the foreseeable future and at least 12 months from the date of approval of the Company's financial statements

The Group's credit facilities at 31 December 2022 consist of \$700m (2021: \$700m) of secured notes due in 2026, \$921m of senior secured notes due in 2028 (2021: \$921m), \$921m senior notes due in 2029 (2021: \$921m), secured borrowings consisting of \$2,497m (2021: \$2,819m) term loans, due 2026, and a \$750m (2021: \$350m) revolving credit facility, due 2027. The secured notes, term loans and revolver are all guaranteed on a joint and several basis by the Company and certain of the Group's other subsidiaries.

Notes to the financial statements (continued)

Significant accounting policies (continued)

2.3 Going concern (continued)

These Group borrowings are used either to fund investments or are loaned to companies via intercompany accounts to enable companies to settle debt, as such the going concern of the Company, is predicated on the going concern of the wider Group to remain as a going concern.

The notes, term loans and revolver that are all guaranteed on a joint and several basis by the Company and certain of the Group's other subsidiaries. These group borrowings are used to either, fund investments or are lent to companies via intercompany accounts to enable companies to settle debt, as such the going concern of the company, is predicated on the going concern of the wider group to remain as a going concern.

As the conflict in Ukraine continues to evolve, we are closely monitoring the current and potential impact on our business, our people, and our clients. Given the levying of sanctions, regional instability, geopolitical shifts, and other potential adverse effects on macroeconomics conditions, security conditions, currency exchange, and financial markets, the short and long-term implications of Russia's invasion of Ukraine are not possible to predict. We do not expect any direct impacts to our business to be material, but we are not currently able to predict any indirect impacts on the global economy and how those could negatively affect our business in the future. We continue to monitor any evolving impacts of this conflict and its effects on the global economy and geopolitical landscape.

As a consequence, the director believes that the Company is well placed to manage its business risks successfully and have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. They have received confirmation through a letter of support from their ultimate parent Clarivate Plc, that it intends to support the Company for at least one year after these financial statements are signed.

Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

2.4 Foreign currency translation

Functional and presentation currency

The US Dollar is the presentational currency and functional currency of the Company.

Foreign currency translations and balances

Foreign currency transactions are translated into the functional currency of the Company, using the exchange rates prevailing at the dates of the transactions (spot exchange rate).

Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at period-end exchange rates are recognised in the Statement of Comprehensive Income.

Non-monetary items are not retranslated at period-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

2.5 Intercompany balances

Amounts due to/from group undertakings arise in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. The company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance. To measure the expected credit losses, management considered the credit risk characteristics and financial strength of the counterparty including the availability of liquid funds to settle the debt.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

2.6 Operating expenses

Operating expenses are recognised in the Statement of Comprehensive Income upon utilisation of the service or as incurred. Bank charges are classified as finance cost within the statement of comprehensive income.

2.7 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Financial assets

Financial assets, including amounts due from fellow companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method. At the end of each reporting year financial assets measured at amortised cost are assessed for objective evidence of impairment.

The impairment loss is recognised in profit or loss account. A provision for bad debts is created where there is evidence that the company will not be able to collect all amounts due. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade debtors is impaired.

Financial liabilities

Financial liabilities, including amounts due to fellow companies are classified as debt, are initially recognised at transaction price.

Trade payable represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting year. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

2.8 Taxation

Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

2.8 Taxation (continued)

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.9 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

2.10 Related parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control or exercise significant influence over the other party in making financial and operational decisions. Related parties may be individuals or corporate entities.

2.11 Key management personnel

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the entity. Directors and certain executive officers are considered key management personnel.

3. Profit before taxation

The profit before taxation is stated after (crediting)

	2022	2021
	USD	USD
Foreign exchange gain	(4,157)	(102)

Auditors' remuneration

Audit fees amounting to \$12,238 (2021: \$11,448) for the company are borne by a fellow subsidiary undertaking and are not recharged to the Company. No other services were provided by the auditors. Consequently, there were no amounts paid in respect of non-audit fees in the year.

4. Employees

The Company did not have any employees at any time during the year (2021: nil). The directors are remunerated for their services to the group as a whole and not for their services to this Company. None of the directors received any payment for their services as directors of the Company, nor were any amounts payable by or rechargeable to the Company for their services.

Notes to the financial statements (continued)

5. Income tax expense

	2022 USD	2021 USD
Corporation tax		
Total current tax	—	—
Total deferred tax	—	—
Total tax charge for the year	—	—

The tax expense for the year is lower than (2021: lower than) the standard rate of corporation tax in the UK for the year ended 31 December 2022 of 19% (2021: 19%) as set out below:

Factors affecting tax charge for the year	2022 USD	2021 USD
Profit before taxation	4,157	102
Profit before taxation multiplied by standard rate of UK corporation tax of 19% (2021: 19%)	790	19
Effects of:		
Group relief not paid for	(790)	(19)
Total tax charge for the year	—	—

Effective from 1 April 2023, the UK corporate tax rate will increase from 19% to 25%. This change does not have a material impact on the taxation balances reported in these financial statements. Deferred taxes at the balance sheet date have been measured using these enacted tax rate

6. Debtors: amounts falling due within one year

	2022 USD	2021 USD
Amounts owed by group undertakings	37,632	37,573

Amounts owed by group undertakings are unsecured, non-interest bearing and repayable on demand. Provision for impairment of amounts owed by group undertakings has been assessed in accordance with IFRS 9 and considered not material for recognition.

7. Creditors: amounts falling due within one year

	2022 USD	2021 USD
Amounts owed to group undertakings	36,956	41,054

Amounts owed to group undertakings are unsecured, non-interest bearing and repayable on demand.

8. Called up share capital

	2022 USD	2021 USD
1 (2021: 1) authorised, issued and fully paid ordinary share of GBP 1 par value per share	1	1

All allotted share capital and called up share capital has been fully paid.

Notes to the financial statements (continued)

9. Financial risk management

The Company's operations are diverse and global in nature and, therefore expose it to a variety of financial risks, which include market risk (primarily currency risk and interest rate risk), credit risk and liquidity risk. The Company is financed through a mixture of intercompany payables and equity (from other group companies). The liquidity and capital of the group as a whole is managed on a group wide basis. The Company's risk management approach is to minimise the potential adverse effects from these risks on its financial performance.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market variables such as foreign exchange rates.

Currency Risk

The Company's financial statements are expressed in USD although some of its business is conducted in other currencies. Changes in the exchange rates for such currencies into USD can increase or decrease revenues, operating profit, net earnings and the carrying values of assets and liabilities.

Interest Rate Risk

The Company is exposed to fluctuations in interest rates with respect to cash and cash equivalents and long-term borrowings with variable interest rates.

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's accounts receivables from customers.

The credit risk for cash and cash equivalents is considered negligible, since counterparties are reputable banks with high quality external credit ratings.

Liquidity risk and capital management

Liquidity risk is that risk that the Company might be unable to meet its obligations. The Company manages its liquidity needs by forecasting cash inflows and outflows due in day-to-day business.

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the equity balance. The Company is financed through a mixture of intercompany payables and equity (from other group companies). The liquidity and capital of the group as a whole is managed on a group wide basis.

10. Related parties

The Company has availed the exemption in FRS 101 from the requirement to disclose the details of transactions with other group undertakings.

11. Guarantees

The Group's credit facilities at 31 December 2022 consist of \$700m (2021: \$700m) of secured notes due in 2026, \$921m of senior secured notes due in 2028 (2021: \$921m), \$921m senior notes due in 2029 (2021: \$921m), secured borrowings consisting of \$2,497m (2021: \$2,819m) term loans, due 2026, and a \$750m (2021: \$350m) revolving credit facility, due 2027. The secured notes, term loans and revolver are all guaranteed on a joint and several basis by the Company and certain of the Group's other subsidiaries. The director believes that there would be no liability arising on the company as a result of this cross guarantee.

Notes to the financial statements (continued)

12. Ultimate parent entity

The Company's immediate parent company is Camelot Holdco 3 (Jersey) Limited, a company registered in Jersey. Within the meaning of the Companies Act 2006, Clarivate Plc is regarded by the director of the Company as being the Company's ultimate parent company and controlling party.

The smallest and largest group into which the results of the Company are consolidated is that headed up by Clarivate Plc, a company incorporated in Jersey, with a registered address at 4th Floor, St. Paul's Gate, 22-24 New Street, St. Helier, Jersey JE1 4 TR is listed on the New York Stock Exchange and its consolidated financial statements are available at www.clarivate.com.

13. Post balance sheet events

Management has evaluated the impact of events that have occurred subsequent to 31 December 2022. Based on this evaluation, other than disclosed within these financial statements and related notes or described below, the Company has determined no other events were required to be recognised or disclosed.

On 31 March 2023 and 28 April 2023, the Group made prepayments of its term loan of \$125m and \$25m respectively.