

OS AA01

Statement of details of parent law and other
information for an overseas company



Companies House

100604/26

☒ **What this form is for**
You may use this form to
accompany your accounts
disclosed under parent law.

☐ **What this form is for**
You cannot use
an alteration of
with accounting

SATURDAY



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v.uk

A13 20/01/2018 #60
COMPANIES HOUSE

Part 1 Corporate company name

Corporate name of overseas company ① BUTTERWORTH (IRELAND) LIMITED

UK establishment number B R 0 1 0 9 4 9

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

① This is the name of the company in
its home state.

**Part 2 Statement of details of parent law and other
information for an overseas company**

A1 Legislation

Please give the legislation under which the accounts have been prepared and,
if applicable, the legislation under which the accounts have been audited.

Legislation ② COMPANIES ACT 2014

② This means the relevant rules or
legislation which regulates the
preparation and, if applicable, the
audit of accounts.

A2 Accounting principles

Accounts Have the accounts been prepared in accordance with a set of generally accepted
accounting principles?

Please tick the appropriate box.

- ☐ **No.** Go to **Section A3**.
☒ **Yes.** Please enter the name of the organisation or other
body which issued those principles below, and then go to **Section A3**.

③ Please insert the name of the
appropriate accounting organisation
or body.

Name of organisation or body ③ FRS101 REDUCED DISCLOSURE FRAMWORK

A3 Accounts

Accounts Have the accounts been audited? Please tick the appropriate box.

- ☐ **No.** Go to **Section A5**.
☒ **Yes.** Go to **Section A4**.

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Statement of details of parent law and other information for an overseas company

A4

Audited accounts

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box.

☐

No. Go to **Part 3 'Signature'**.

☒

Yes. Please enter the name of the organisation or other body which issued those standards below, and then go to **Part 3 'Signature'**.

① Please insert the name of the appropriate accounting organisation or body.

Name of organisation or body ①

INTERNATIONAL STANDARDS OF AUDITING (UK AND IRELAND)

A5

Unaudited accounts

Unaudited accounts

Is the company required to have its accounts audited?

Please tick the appropriate box.

☐

No.

☒

Yes.

Part 3

Signature

I am signing this form on behalf of the overseas company.

Signature

Signature

X



X

This form may be signed by:
Director, Secretary, Permanent representative.

OS AA01

Statement of details of parent law and other information for an overseas company



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register.
- ☐ You have completed all sections of the form, if appropriate.
- ☐ You have signed the form.



Important information

Please note that all this information will appear on the public record.



Where to send

You may return this form to any Companies House address:

England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

100604/2d

Registered number: 60402

Butterworth (Ireland) Limited

Report and Financial Statements

For the year ended 31 December 2016

COMPANIES HOUSE

BUTTERWORTH (IRELAND) LIMITED

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BUTTERWORTH (IRELAND) LIMITED

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BUTTERWORTH (IRELAND) LIMITED

CORPORATE INFORMATION

DIRECTORS

B Curtin
C Fleck

COMPANY SECRETARY

Bradwell Limited
10 Earlsfort Terrace
Dublin 2
D02 T380

REGISTERED OFFICE

10 Earlsfort Terrace
Dublin 2
D02 T380

BANKERS

HSBC Bank Plc (Dublin Branch)
1 Grand Canal Square
Grand Canal Harbour
Dublin 2
Ireland

SOLICITORS

Arthur Cox
Ten Earlsfort Terrace
Dublin 2
D02 T380

AUDITOR

Ernst and Young
Chartered Accountants
Riverview House
Harvey's Quay
Limerick

BUTTERWORTH (IRELAND) LIMITED

DIRECTORS' REPORT

The directors present their annual report on the affairs of the company together with the audited financial statements and supporting notes for the year ended 31 December 2016.

Principal activity and dividends

The company's principal activities have ceased following the sale of its hard copy publications to Tottel Publishing Limited in October 2004. The directors of the business do not consider that the company has any additional risks and uncertainties as it is supported by its parent company.

The loss on ordinary activities after tax for the year was £5,821 (2015: £291). The company did not pay any dividends for both years.

Going concern

The directors intend to liquidate the Company within the next 12 months. The financial statements have therefore been prepared on a basis other than that of a going concern.

Directors

The directors who served during the year and those holding office are shown on page 2.

Directors' and Secretary's interests in shares

None of the Directors or Secretary have any interests in shares.

Events since the statement of financial position date

There are no material events occurring after the balance sheet date.

Political donations

No political donations were made within the financial year.

Accounting records

The measures that the directors have taken to secure compliance with the requirements of sections 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting records, are the employment of appropriately qualified accounting personnel and the maintenance of computerised accounting systems. The company's accounting records are maintained at the company's registered office at 10 Earlsfort Terrace, Dublin 2, D02 T380.

Disclosure of information to auditors

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

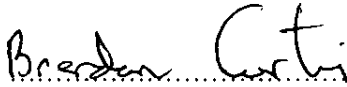
BUTTERWORTH (IRELAND) LIMITED

DIRECTORS' REPORT (CONTINUED)

Auditor

The auditors, Ernst & Young, was appointed as auditor in the period and will continue in office accordance with Section 383 (2) of the Companies Act 2014.


On behalf of the Directors:

.....

B Curtin

Director

15 November 2017

.....

C Fleck

Director

15 November 2017

BUTTERWORTH (IRELAND) LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Irish 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 accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland, including FRS101 Reduced Disclosure Framework (Generally Accepted Accounting Practice in Ireland).

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 assets, liabilities and financial position, of the company as at the end of the financial year, and the profit or loss for the company for the financial year, and otherwise comply with the Companies Act 2014.

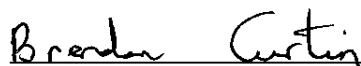
In preparing those financial statements, the directors are required to:

- select suitable accounting policies for the Company Financial Statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; 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 ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and directors' report comply with the Companies Act 2014 and enable the financial statements to be audited.

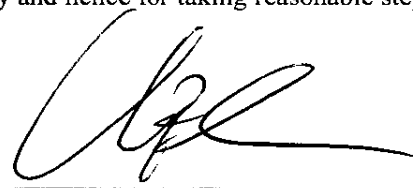
They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the Directors:



B Curtain
Director

15 November 2017



C Fleck
Director

15 November 2017

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BUTTERWORTH (IRELAND) LIMITED

We have audited the financial statements of Butterworth (Ireland) Limited for the year ended 31 December 2016 which comprise the income statement, statement of comprehensive income, the statement of changes in equity, the statement of financial position and the related notes 1 to 11. The financial reporting framework that has been applied in their preparation is Irish law and accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland (Generally Accepted Accounting Practice in Ireland), including FRS101 *Reduced Disclosure Framework*. These financial statements have been prepared on a break-up basis.

This report is made solely to the company's members, as a body, in accordance with section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view and otherwise comply with the Companies Act 2014. Our responsibility is to audit and express an opinion on the financial statements in accordance with Irish law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the company as at 31 December 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with Generally Accepted Accounting Practice in Ireland, including FRS101 *Reduced Disclosure Framework*; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.



Building a better
working world

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BUTTERWORTH (IRELAND) LIMITED (Continued)

Matters on which we are required to report by the Companies Act 2014

- We have obtained all the information and explanations which we consider necessary for the purposes of our audit.
- In our opinion the accounting records of the company were sufficient to permit the financial statements to be readily and properly audited.
- The financial statements are in agreement with the accounting records.
- In our opinion the information given in the directors' report is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of sections 305 to 312 of the Companies Act 2014 which require us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions specified by law are not made.

Andrew P. Cleary
for and on behalf of Ernst & Young
Chartered Accountants and Statutory Audit Firm

Limerick

Date:

12/11/17

BUTTERWORTH (IRELAND) LIMITED
STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31 December 2016

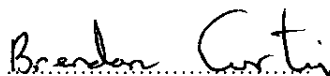
	Note	2016 £	2015 £
Other operating expenses		(270,811)	(291)
Loss before tax	3	(270,811)	(291)
Tax expense	4	-	-
Net loss for the year		(270,811)	(291)
Other comprehensive (loss) income		(59,527)	23,745
Total comprehensive (loss) income for the year		(330,338)	23,454

All results relate to discontinued operations.

BUTTERWORTH (IRELAND) LIMITED
STATEMENT OF FINANCIAL POSITION
As at 31 December 2016

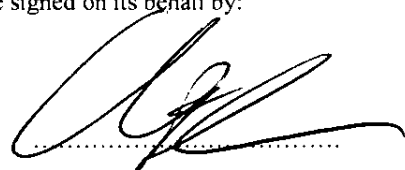
	Note	2016 £	2015 £
Current Assets			
Amounts owed by fellow subsidiary undertakings	5	180,764	586,867
Other debtors		914	2,130
Cash at bank		202,816	84,998
		384,494	673,995
Current Liabilities			
Other creditors		15,518	10,418
Amounts owed to fellow subsidiary undertakings	6	1,140,439	1,104,702
		1,155,957	1,115,120
Net Liabilities		(771,463)	(441,125)
Capital and Reserves			
Share capital	8	924	924
Foreign currency translation reserve		(9,372)	50,155
Profit and loss account		(763,015)	(492,204)
		(771,463)	(441,125)

The financial statements of Butterworth (Ireland) Limited, registered number 60402, were approved by the Board of Directors and authorised for issue on 15 November 2017. They were signed on its behalf by:



B Curtin
Director

15 November 2017



C Fleck
Director

15 November 2017

BUTTERWORTH (IRELAND) LIMITED**STATEMENT OF CHANGES IN EQUITY**
For the year ended 31 December 2016

	Share Capital £	Foreign Currency Translation Reserves £	Profit and Loss Account £	Total £
Balance at 1 January 2015	924	26,410	(491,913)	(464,579)
Net loss for the year	-	-	(291)	(291)
Other comprehensive income for the year	-	23,745	-	23,745
Balance at 31 December 2015	924	50,155	(492,204)	(441,125)
Net loss for the year	-	-	(270,811)	(270,811)
Other comprehensive loss for the year	-	(59,527)	-	(59,527)
Balance at 31 December 2016	924	(9,372)	(763,015)	(771,463)

BUTTERWORTH (IRELAND) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

1. ACCOUNTING POLICIES

1.1 General information

Butterworth (Ireland) Limited is a company incorporated in Ireland under the Companies Act 2014. The address of the registered office is given on page 2. The nature of the company's operations and its principal activities are set out in the directors' report on page 3.

The financial statements were approved and authorized for issue by the board of directors on 15 November 2017.

1.2 Basis of preparation of financial statements

The financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101). The financial statements have been prepared on a break-up basis (see note 1.3).

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("the functional currency"), which has been assessed by the directors to be Euro. The Company's financial statements are presented in Sterling, which is the Company's presentation currency, and all values are rounded to the nearest pound (£) except when otherwise indicated.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard. Where relevant, equivalent disclosures have been given in the consolidated financial statements of RELX Group plc. The Annual Report and financial statements of RELX Group plc are available to the public and can be obtained as set out in note 8.

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

IAS 7 Cash flow statements – complete exemption from preparing a cash flow and related notes.

IAS 36 The impairment review - Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of the standard as equivalent disclosures are included in the consolidated financial statements of RELX Group plc.

IFRS 7 Financial instruments - Complete exemption from all of the disclosure requirements of IFRS 7 as equivalent disclosures are included in the consolidated financial statements of RELX Group plc.

IFRS 13 Fair value measurement – exemption from the requirements of paragraphs 91-99 as equivalent disclosures are included in the consolidated financial statements of RELX Group plc.

IAS 24 Related party disclosures - Exemption for related party transactions entered into between two or more members of a group, provided that any subsidiary party to the transaction is wholly owned by such a member. Exemption from disclosure of compensation for key management personnel and amounts incurred by an entity for the provision of key management personnel services that are provided by a separate management entity.

IAS 1 Comparatives information - Exemption to paragraph 38 of IAS 1 to present comparative information in respect of the following:

- I. paragraph 79(a)(iv) of IAS 1
- II. paragraph 73(e) of IAS 16 Property, plant & Equipment
- III. paragraph 118(e) of IAS 38 Intangible Assets
- IV. paragraphs 76 and 79(d) of IAS 40 Investment Property
- V. the requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 40A to 40D, 111 and 134 to 136.

BUTTERWORTH (IRELAND) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

1. ACCOUNTING POLICIES (Continued)

1.2 Basis of preparation of financial statements (continued)

IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors – exemption from the requirements of paragraph 30 and 31.

IFRS 5 Non current assets held for sale – exemption from the requirements of paragraph 33(c) as equivalent disclosures are included in the consolidated financial statements of RELX Group plc.

The principal accounting policies adopted are set out below.

1.3 Going concern

As explained in the Director's report, the directors have the intention to liquidate the Company within next the 12 months. The financial statements have therefore been prepared on a basis other than that of a going concern. The remaining assets in the statement of financial position are measured at the lower of cost or net realisable value while liabilities are stated at contractual settlement amounts. As the Company has cash, receivables and payables for which the historical cost carrying values are a close approximation to their fair value, no material adjustments have arisen as a result of ceasing to apply the going concern basis. The future losses and estimated costs of winding up are deemed to be minimal thus no provision has been made for such. The directors have confirmed that these costs will be borne by another group company.

1.4 Translation of foreign currencies into Sterling

Profit and loss items are translated at the exchange rates ruling at transaction date. Monetary assets and liabilities are translated at rates ruling at the balance sheet dates or contracted rates where applicable. All gains and losses arising from the translation of foreign currencies are charged to retained earnings.

1.5 Translation of net assets to reporting currency

The foreign currency gains/losses made on translating the net assets of the company from the functional currency to the reporting currency are recorded as other comprehensive income and accumulated in a foreign currency translation reserve in line with IFRS reporting. Under previous UK GAAP the gains/losses were taken through the P&L. The election has been taken on transition to FRS 101 to reset all cumulative translation differences such that the opening reserve balance is nil.

1.6 Pensions

Some of the employees are members of the Irish-based Irish Life Personal Savings Plan which is a defined contribution plan. Costs are charged to the profit and loss account when they fall due.

BUTTERWORTH (IRELAND) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

2 PERSONNEL

	2016	2015
	£	£
<i>Staff costs:</i>		
Wages and salaries	236,660	330,131
Social security costs	28,740	34,451
	<u>265,400</u>	<u>364,582</u>
Pension costs	7,947	12,524
Staff numbers by function were:		
Administration/editorial	<u>1</u>	<u>2</u>

None of the directors received any emoluments in respect of services to the company during the year (2015: nil).
 One (2015: Two) employee was member of the Ireland-based pension plans. The pension schemes are defined contribution plans with Irish Life.

The salaries are recharged to a fellow group company.

3 LOSS BEFORE TAX

	2016	2015
	£	£
This is stated after crediting:		
Salary recharges to group companies	<u>(273,347)</u>	<u>(377,106)</u>

Fees payable to the company's auditors for the audit of the company's annual accounts amounted to £4,082 (2015: £7,544). The audit fees are borne by LexisNexis UK, a fellow group company.

4 TAXATION

	2016	2015
	£	£
Tax expense	<u>-</u>	<u>-</u>
	2016	2015
	£	£
Factors affecting tax charge for the financial year:		
Loss before tax	<u>(5,821)</u>	<u>(291)</u>
Loss on ordinary activities before tax multiplied by the standard rate of corporation tax in the Republic of Ireland of 12.5%	<u>(728)</u>	<u>(36)</u>
Tax losses not recognised	<u>728</u>	<u>36</u>
Tax expense	<u>-</u>	<u>-</u>

BUTTERWORTH (IRELAND) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

5 AMOUNTS OWED BY FELLOW SUBSIDIARY UNDERTAKINGS

Amounts owed by fellow group undertakings are non-interest bearing, unsecured and have no fixed terms of repayment. Amounts owed by fellow subsidiary undertakings are stated net of provision for impairment of £264,990 as at 31 December 2016 (2015: nil). This impairment relates to an amount due from LexisNexis Risk Solutions UK Ltd and was written-off in full at 31 December 2016. This was due to that entity having a net liability position at that date and as a result, the amount deemed irrecoverable.

6 AMOUNTS OWED TO FELLOW SUBSIDIARY UNDERTAKINGS

Amounts owed to fellow group undertakings are non-interest bearing, unsecured and have no fixed terms of repayment.

7 SHARE CAPITAL

	Authorised		Called up, issued and fully paid	
	Number	£	Number	£
Called up share capital presented as equity				
<i>"A" Ordinary shares of €1.2697 each</i>				
At 31 December 2015 and 2016	1,000	840	100	84
<i>Ordinary shares of €1.2697 each</i>				
At 31 December 2015 and 2016	10,000	8,403	1,000	840
	<u>11,000</u>	<u>9,243</u>	<u>1,100</u>	<u>924</u>

The Company has 2 classes of ordinary shares which carry no right to fixed income

8 ULTIMATE PARENT COMPANY

The company's immediate parent undertaking is Butterworth & Co (Publishers) Limited, a company incorporated in England and Wales. The company's ultimate parent undertaking is RELX Group plc, a company incorporated in England and Wales. The smallest and largest group into which the accounts of the company for the year ended 31 December 2016 are consolidated is RELX Group plc. Copies of the consolidated accounts of RELX Group plc may be obtained from its registered office at 1-3 Strand, London, WC2N 5JR. RELX Group plc is jointly owned by RELX PLC (a company incorporated in England and Wales) and RELX NV (a company incorporated in the Netherlands).

9 RELATED PARTY TRANSACTIONS

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

**BUTTERWORTH (IRELAND) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016**

10 RECLASSIFICATION OF COMPARATIVE BALANCES

Amounts owed by fellow subsidiary undertakings amounting to €586,867 at 31 December 2015 were recorded within Amounts owed to fellow subsidiary undertakings in the financial statements for the year ended 31 December 2015; these receivables have been recognised in Amounts owed by fellow subsidiary undertakings in the financial statements for the year ended 31 December 2016 to conform with current year classification under FRS 101.

11 COMMITMENTS AND CONTINGENCIES

The company has no commitments and contingencies as at 31 December 2016.