

# **PA Media Group Limited**

Annual report and financial statements

For the year ended 31 December 2021

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# DIRECTORS AND OFFICERS

## DIRECTORS

### Executive

C P Marshall  
A J Dowsett  
J R Goode  
E J A Shelley

### Non - Executive

M MacLennan  
G R P Allinson  
R M Brooks  
S A Carter  
P M Dacre  
D J FitzPatrick  
J J Mullen

### Secretary

L Irwin

### Registered office

The Point  
37 North Wharf Road  
Paddington  
London England  
W2 1AF

### Auditor

Grant Thornton UK LLP  
30 Finsbury Square  
London  
EC2A 1AG

### Solicitors

Taylor Wessing LLP  
5 New Street Square  
London  
EC4A 3TW

### Bankers

Lloyds Banking Group plc  
25 Gresham Street  
London  
EC2V 7HN

Chief Executive  
Chief Operating Officer  
Chief Financial Officer  
Managing Director - Alamy

Chairman  
Nominations Committee, Audit Committee  
Nominations Committee, Remuneration Committee  
Audit Committee

Nominations Committee, Remuneration Committee

# STRATEGIC REPORT

The directors present their strategic report for the year ended 31 December 2021.

## REVIEW OF BUSINESS

2021 marked an important year for PA Media Group Limited ("Group"). The Group emerged from the challenge and disruption of COVID-19, adapting to new ways of working and focussing on growth opportunities in its core markets. This resulted in an overall like-for-like revenue growth of 9% and operating profit growth of 2%, after non-recurring items of £2.0m. Profit before tax has increased to £5.2m (2020: £5.0m), in line with operating profit growth.

In March, on the basis of the strong financial performance of the Group, the directors decided to return £1.3m to HMRC, representing the full amount of funding claimed under the Coronavirus Job Retention Scheme.

May saw the Group increase its shareholding to 100% in EBS New Media Ltd ("EBS"), a leading provider of electronic programme guides and video-on-demand metadata. EBS, now fully integrated within the Group's TV data business, was also rebranded 'PA TV Metadata'.

In June, PA Explore, the Group's editorial platform, was named Best Product and Tech Innovation among national news brands at the Global Media Awards organised by the International News Media Association (INMA). Presented since 1937, the Global Media Awards recognise outstanding achievement in innovation and best practice among news brands, particularly in optimising the use of media platforms, subscriptions, business development, and data and insights.

The Group completed the buy-out of its defined benefit pension scheme in August, a key milestone delivering security for members while removing future risk and liabilities for the Group.

In October, Alamy, the stock images business acquired in 2020, unveiled a new visual identity and rebranded to strengthen its offering to the creative sector, following significant growth in 2021 for Alamy among TV & film, and advertising & design clients.

In December, on the basis of the Group's strong financial performance and cash generation, the directors recommended a dividend of 125.55 pence per share. This comprised of an ordinary dividend of 43.94 pence per share and an extraordinary dividend of 81.61 pence per share. This reflects confidence in the Group's growth prospects and confidence in cash flow generation.

In January 2022 Emily Shelley, Alamy Managing Director, joined the PA Media Group board.

## BUSINESS OUTLOOK

The Group's focus is to remain a market-leading, diversified news, information and services business with the news agency at its core.

The strategic focus of the Group is to:

- protect the news agency through continuing to diversify and grow revenues from outside of the traditional media market;
- capitalise on market opportunities through services and product innovation;

- identify acquisitions that are value enhancing and complementary to our existing businesses; and
- deliver continuous shareholder value.

## KEY PERFORMANCE INDICATORS

The Group considers revenue and operating profit before adjusting items to be its key performance indicators ("KPI").

The directors also monitor net assets.

	2021 £m	2020 £m
Group revenue	99.1	90.1
Group operating profit	5.3	5.2
Group EBITDA	15.1	15.4
Profit before tax	5.2	5.0
Net assets	61.9	72.2
Cash and cash equivalents	28.7	30.9

## PRINCIPAL RISKS AND UNCERTAINTIES

The risks and uncertainties below represent those that the directors believe are material. Other factors not presently known to the directors or which are not presently deemed material could also affect the Group's future business and operations.

A key risk to the Group is reputational damage, particularly relating to news services. Reputational exposure is managed through the workflow and approval processes. The PA Trust monitors the editorial standards of the news agency to ensure that they are maintained at the highest level. In 2021 the three trustees met the Editor-in-Chief to receive detailed reports on editorial matters, including content generation and distribution, staffing, training, technical development, and legal and regulatory issues. The Group is also regulated by the Independent Press Standards Organisation and the Editors' Code. All editorial staff are expected to be familiar with the Code and to observe it. Regular training, including from the regulator itself, is provided.

A significant portion of Group revenues are generated through recurring, subscription-based arrangements and sporting rights licenses. The majority of these arrangements have a term of one to three years, typically with renewal provisions spread throughout the financial year. The level of contract exposure is monitored by the directors and the Group seeks to progress revenue contract renewal negotiations well before the contracts are due to terminate. The directors believe that the Group's ability to continue demonstrating value creation for its customers is the best strategy for extending its existing contracts and diversifying its customer base.

Markets for content, data and other services remain highly competitive and are subject to rapid technological changes, and evolving customer demands and needs. New technologies continue to change the competitive landscape, and these market trends demand that the Group's product and service offerings are responsive to this. To this end, the Group continues to invest in enhancing its current products and services, such as the addition of new content and functionalities; develop new products and services; invest in technology; make strategic acquisitions and partner with other businesses in key sectors.

# STRATEGIC REPORT

The Group faces risks relating to technical failure and its impact on service provision. The Group regularly reviews the nature of its technology and deploys strategies to mitigate the risk, such as continuously investing in software development and technical hardware to ensure that the Group remains able to provide a strong technical platform and deliver new and improved products to the market.

Significant business interruption as a result of a security vulnerability, cyber-attack or breach of privacy is another key risk. Mitigations include additional investment in IT security, an experienced information security and data protection team, robust policies, systems and procedures as well as mature incident management plans.

The potential for a future variant of the COVID-19 virus risks disruption of the Group's operations. The Group's sports data business would be most exposed to this in the event of suspension of live sporting fixtures. The Group has performed financial modelling, including a full lockdown scenario, which show that the Group continues to be cash positive as a result of the diversification of its revenue streams and core subscription model. The directors take confidence from the Group's strong cash flow position through 2021 and post year end, and that the Group is able to effectively manage and mitigate these risks over the long term.

The Group previously identified a risk in relation to its defined benefit pension scheme. Following the move to a full buyout in the year, removing all liabilities from the Group, this is no longer considered a key risk.

The directors note the recent developments in Ukraine and the sanctions being imposed on Russia by many countries since February 2022. The directors' view is that those developments and sanctions are unlikely to have a significant adverse impact on the Group. As the situation evolves, the directors will continue to monitor developments closely and take all necessary actions.

## DIRECTORS' DUTIES

The directors of the Group, as those of all UK companies, must act in accordance with a set of general duties. These duties are detailed in the Companies Act 2006 and include in Section 172 the requirement that a director of a company must act in the way they consider, in good faith, would most likely promote the success of the company for the benefit of its stakeholders.

In doing this, the directors must have regard, amongst other matters, to:

- the likely consequences of any decisions in the long term;
- the interest of the company's employees;
- the need to foster the company's business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and environment;
- the company's reputation for high standards of business conduct; and
- the need to act fairly between members of the company.

The Group is committed to being a responsible business and ensuring that its business practices have positive impacts on the community and the environment.

The directors are committed to openly engaging with the Group's shareholders. It is important to the Group that shareholders understand the Group's strategy and objectives, so these must be explained clearly, feedback heard and any issues or questions properly considered.

The core values that underpin the Group's strategy and objectives are integrity, collaboration, accountability and respect. This is demonstrated and actively encouraged in dealings with the Group's staff, including through the annual objective setting process, and with customers, suppliers and other stakeholders in the wider community.

The Group is committed to engaging with our employees. Senior executives meet employees on a regular basis, including a twice-yearly staff address by the CEO. There are several forums through which employees and management can raise questions and discuss any issues.

Diversity and inclusion are important priorities for the Group and our employees. The Group has three working groups, with specific focus on diversity, inclusion and equality respectively, which comprise representatives from each part of the business to help develop and implement strategies to strengthen our diversity and inclusion agenda. The working group meets regularly and presents recommendations to the Group's executive team.

The Group offers two apprenticeship schemes to encourage greater social and ethnic diversity in its newsrooms. Targeting new entrants to the profession as well as recently qualified journalists, the programmes operate across News and Sport, with apprentices receiving paid, on-the-job training. Apprentices on both schemes learn core skills including news reporting, interview techniques, developing stories, video, use of social media, and media law – all grounded in PA's principles of fast, fair and accurate journalism.

The Group supports a number of charitable initiatives, often focused on communities local to the Group's offices or those connected with the Group's activities. In 2021 the Group supported Air Ambulance Services across the UK and the Samvedenaa Children's Home in Mangalore, India. The Group also supports the Journalists' Charity and Action Aid for Children. The Group will also be supporting 'Future Frontiers', an education charity that exists to help young people from disadvantaged backgrounds fulfil their potential through a programme of one-to-one mentoring delivered by business professionals.

On behalf of the Board

**C P Marshall**  
Chief Executive  
29 April 2022

# REPORT OF THE DIRECTORS

The directors present their annual report together with the audited financial statements of the Company and the Group for the year ended 31 December 2021.

Discussion of review of business, key performance indicators, business relationships, principal risks and uncertainties are presented in the strategic report as they are of strategic importance and form part of this report by cross reference.

## PRINCIPAL ACTIVITIES

PA Media Group is a market leader in the provision of news, sport and entertainment information to the media and other customers. The Group is organised in four business units: content, data services, Alamy and other media-related services. Further details of the activities of the business can be found on the Group's website at <https://pamedia-group.com>.

## RESULTS AND DIVIDENDS

Net assets at 31 December 2021 were £61.9m (2020: £72.2m). Profit before tax was £5.2m (2020: £5.0m). Profit for the financial year was £1.9m (2020: £3.3m). Dividends of £10m were approved in the year (2020: £Nil).

## FUTURE DEVELOPMENTS

The Group enters 2022 well placed for further growth while maintaining a focus on providing customers with high quality and relevant content. The Group will continue its strategy of seeking opportunities to invest in areas that aligned with the Group's strategic goals and help drive further growth and diversification of the revenue base.

## DIRECTORS

The directors, who served throughout the year and subsequently except as noted, were as follows:

- G R P Allinson
- R M Brooks
- S A Carter
- P E Curtis (resigned 22 September 2021)
- P M Dacre
- A J Dowsett
- D J Fitzpatrick
- J R Goode
- M MacLennan
- C P Marshall
- J J Mullen
- E J A Shelley (appointed 20 January 2022)

## GOING CONCERN

The COVID-19 pandemic has deeply affected UK and global economic activity, depressing some sectors and boosting others. The evolution of the pandemic, and the uncertainty around the impact of future waves, represents a significant ongoing risk to the Group's operations, finance and customer base.

The Group has performed financial modelling, including a full lockdown scenario, which show that the Group continues to

be cash positive as a result of its diversified businesses and core subscription model. The directors take confidence from the Group's strong cash flow position through 2021 and post year end, that the Group is able to effectively manage and mitigate these risks over the long term.

After reviewing the Group's forecasts and projections for the period to April 2023, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

## EMPLOYEE ENGAGEMENT

Under the Group's general policy of decentralised management, it is the responsibility of the management in each division and subsidiary to encourage the involvement and participation of employees in their companies. Staff are directly involved, through their elected representatives and alongside senior management, in works committees at each of the Group's main sites.

Much of the Group's success can be attributed to its policy of progressive training and development of its employees. The growing expertise and confidence of its employees has enabled the Group to deliver sophisticated products to its customer base in a highly professional manner. The directors are thankful to all employees for the way in which they continually meet the demands made of them.

It continues to be Group policy to provide equal opportunities for employment, training and career development for all employees. The policy for the employment of the disabled is that full and fair consideration should be given to their aptitudes and abilities. Adjustments are made for staff who become disabled whilst employed by the Group in order for them to continue in their current role. Where this is not possible the Group will try to find an alternative solution and staff are also assisted in applying for other suitable alternative roles within the Group.

The annual report is made available to all employees.

## DIRECTORS' INDEMNITIES

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

## CHARITABLE DONATIONS

During the year, the Group made charitable donations of £19,000 (2020: £17,000), principally to local charities servicing the communities in which the Group operates.

## FINANCIAL RISK MANAGEMENT

The Group's financial risk management objectives and policies are actively managed by the directors on a Group basis.

### *Credit risk*

The Group's principal financial assets are cash, trade and other receivables and investments. The Group's credit risk is

# REPORT OF THE DIRECTORS

primarily attributable to its trade receivables to the extent that a customer may be unable to pay the debt on the specified due date. The amounts presented in the statement of financial position are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of cashflows. This risk is further mitigated by the strong on-going customer relationships and for many customers there is a dependency on an ongoing service.

## Liquidity risk

The Group mitigates liquidity risk by ensuring that sufficient funds are available for ongoing operations and future developments. The Group holds cash on deposit and has ensured that the funds are held in a spread of institutions.

## Market risk

The markets in which the Group operates are susceptible to macroeconomic and geopolitical volatility and may decline as a result of economic downturns, changes in legislation and regulations, or political instability. In addition, the competitive landscape continues to evolve. The Group mitigates market risk through investing in product and platform innovation to ensure customers receive high quality content, data and other services. Further the Group both fosters strong relationships with its customers and comprehensive sector knowledge. This enables the Group to anticipate changes in market conditions at an early stage.

## STREAMLINED ENERGY AND CARBON REPORTING

Whilst the Group's environmental impact is relatively low, the Group is committed to do more to minimise the impact of our operations and support our customers, suppliers and partners to reduce our carbon footprint.

The table below includes the Group's mandatory reporting of greenhouse gas emissions based on the new energy and carbon reporting framework. This is based on the Group's greenhouse gas emissions for the year 1 January to 31 December 2021.

Greenhouse gas emissions data (tonnes CO <sub>2</sub> e)	2021	2020
Scope 1: Emissions from combustion of fuel for transport purposes	235	235
Scope 2: Emissions from purchased electricity	100	181
Scope 3: Emissions from business travel	38	31
Total gross CO <sub>2</sub> e	373	447
Intensity Ratio: Tonnes CO <sub>2</sub> e emissions divided by total revenue	4	5
Energy consumption (kWh)	472,706	776,536

The Group's environmental impact has reduced in 2021. Despite the increase in operational activity and higher number of staff returning to work from the Group's offices,

the Group's investment in an energy efficient facilities strategy has reduced its energy emissions footprint.

A significant portion of the Group's emissions derive from fuel use by company cars and other business travel. Throughout 2021 the Group has continued to utilise online meeting and collaboration technologies to seamlessly delivery exceptional service to our clients without the need for travel where possible.

The methodology used to calculate the Group's emissions is based on the 'Environmental Guidelines: including mandatory greenhouse gas emissions reporting guidance' (March 2020) issued by the Department for Business, Energy and Industrial Strategy.

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of 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 state of affairs and profit or loss of the company and group 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## DISCLOSURE OF INFORMATION TO AUDITORS

The directors confirm that:

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

# REPORT OF THE DIRECTORS

## INDEPENDENT AUDITORS

Grant Thornton UK LLP have expressed their willingness to continue in office and a resolution concerning their appointment will be proposed at the Annual General Meeting.

On behalf of the Board

**C P Marshall**  
Chief Executive  
29 April 2022

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PA MEDIA GROUP LIMITED

## Opinion

We have audited the financial statements of PA Media Group Limited (the 'parent company') and its subsidiaries (the 'Group') for the year ended 31 December 2021, which comprise the Group statement of comprehensive income, the Group statement of financial position, the company statement of financial position, the Group statement of cash flows, the Group statement of changes in equity, the company statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2021 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's and the parent company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the group or the parent company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the group's and the parent company's business model including effects arising from macro-economic uncertainties such as Brexit and COVID-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the group's and the parent company's financial resources or ability to continue operations over the going concern period.

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 group's and the parent 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 directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.

## Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in this regard.

## Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

## Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

## Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PA MEDIA GROUP LIMITED

## Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out in the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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 directors are responsible for assessing the group's and the parent 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 directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

## Auditor's 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 auditor's 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

[www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

## Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

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. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- The company is subject to many laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements. We identified the following laws and regulations as the most likely to have a material effect if non-compliance were to occur; financial reporting legislation related to reporting frameworks (FRS102 and Companies Act 2006), distributable profits legislation, tax legislation, anti-bribery and corruption legislation, health and safety, data protection, and employment law.

We communicated relevant laws and regulations and potential fraud risks to all engagement team members, and remained alert to any indications of fraud or non-

compliance with laws and regulations throughout the audit.

- We obtained an understanding of how the company is complying with those legal and regulatory frameworks by making enquiries of management. We corroborated our enquiries through our review of board minutes, and correspondence received from regulatory bodies.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by discussions with management to understand where management considered there is a susceptibility to fraud.

Audit procedures performed by the engagement team included:

- evaluation of the controls established to address the risks related to irregularities and fraud;
- testing manual journal entries, in particular journal entries relating to the year end consolidation and entries determined to be large or relating to unusual transactions based on our understanding of the business;
- identifying and testing related party transactions;
- completion of audit procedures to conclude on the compliance of disclosures in the annual report and accounts with applicable financial reporting requirements.
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.
- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
  - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
  - knowledge of the industry in which the client operates;
  - understanding of the legal and regulatory requirements (FRS102 and Companies Act 2006 and the relevant tax compliance regulations) specific to the entity including:
    - the provisions of the applicable legislation;
    - the regulators rules and related guidance, including guidance issued by relevant authorities that interprets those rules;
    - the applicable statutory provisions.
- We did not identify any matters relating to non-compliance with laws and regulation or relating to fraud.

## Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PA MEDIA GROUP LIMITED

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.

**Sergio Cardoso**

Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
London  
29 April 2022

# GROUP STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31 December 2021

	Notes	2021 £000	2020 £000
<b>Turnover</b>	1	99,058	90,076
Other operating income		-	12
Staff costs	2	99,058	90,088
Depreciation and other amounts written off tangible and intangible fixed assets		(44,202)	(43,366)
Other operating expenses		(9,761)	(10,205)
		(39,783)	(31,312)
<b>Total operating profit before amortisation and other exceptional items</b>		15,711	14,481
Amortisation of goodwill and other intangibles	9	(8,392)	(7,825)
Other exceptional items	4	(2,007)	(1,451)
<b>Operating profit</b>		5,312	5,205
Other interest receivable and similar income	5	22	97
Interest payable and similar expenses	5	(130)	(271)
<b>Profit on ordinary activities before tax</b>	6	5,204	5,031
Tax on profit on ordinary activities	7	(3,335)	(1,704)
<b>Profit on ordinary activities after tax</b>		1,869	3,327
<b>Other comprehensive income</b>			
Currency translation differences		(112)	(94)
Actuarial (loss)/gain on defined benefit pension scheme assets	21	(2,119)	1,030
Movement on deferred tax relating to defined benefit pension scheme assets	15	403	(215)
<b>Total comprehensive income for the year</b>		41	4,048
Profit for the year attributable to:			
Owners of the parent company		1,842	3,140
Non-controlling interests		27	187
<b>Profit for the year</b>		1,869	3,327
Total comprehensive income for the year attributable to:			
Owners of the parent company		14	3,861
Non-controlling interests		27	187
<b>Total comprehensive income for the year</b>		41	4,048

The notes and accounting policies on pages 15 to 32 form an integral part of these financial statements.

# GROUP STATEMENT OF FINANCIAL POSITION

as at 31 December 2021

Company registration number: 00004197

	Notes	2021 £000	2020 £000
<b>Fixed assets</b>			
Intangible assets	9	47,705	53,815
Tangible assets	10	5,830	7,747
Investments	11	115	4,185
		53,650	65,747
<b>Current assets</b>			
Debtors	12	21,066	19,358
Stock	14	38	155
Cash at bank and in hand	20	28,736	30,947
		49,840	50,460
<b>Creditors: amounts falling due within one year</b>	13	(39,404)	(39,730)
<b>Net current assets</b>		10,436	10,730
<b>Total assets less current liabilities</b>		64,086	76,477
Creditors: amounts falling due in more than one year	13	-	(4,489)
Provisions for liabilities	16	(2,227)	(1,933)
<b>Net assets excluding pension asset</b>		61,859	70,055
Defined benefit pension scheme asset	21	-	2,119
<b>Net assets including pension asset</b>		61,859	72,174
<b>Capital and reserves</b>			
Called up share capital	17	7,965	7,965
Translation reserve	17	(112)	(94)
Profit and loss account	17	54,006	64,092
<b>Equity attributable to owners of the parent company</b>		61,859	71,963
Non-controlling interests	19	-	211
		61,859	72,174

These financial statements on pages 10 to 31 were approved by the Board on 29 April 2022 and signed on their behalf by:

**C P Marshall**  
Chief Executive

The notes and accounting policies on pages 15 to 32 form an integral part of these financial statements.

# COMPANY STATEMENT OF FINANCIAL POSITION

as at 31 December 2021

Company registration number: 00004197

	Notes	2021 £000	2020 £000
<b>Fixed assets</b>			
Intangible assets	9	23	-
Tangible assets	10	2,597	2,816
Investments	11	36,622	40,693
		39,242	43,509
<b>Current assets</b>			
Debtors	12	15,760	21,272
Cash at bank and in hand		21	21
		15,781	21,293
<b>Creditors:</b> amounts falling due within one year	13	(4,879)	(1,041)
<b>Net current assets</b>		10,902	20,252
<b>Total assets less current liabilities</b>		50,144	63,761
Provisions for liabilities	16	(1,720)	(1,491)
<b>Net assets</b>		48,424	62,270
<b>Capital and reserves</b>			
Called up share capital	17	7,965	7,965
Profit and loss account	17	40,459	54,305
		48,424	62,270

The parent company has taken advantage of section 408 of the Companies Act 2006 and has not included its own Statement of Comprehensive Income and related notes in these financial statements. The parent company's loss for the year was £3.8m (2020: £4.6m).

These financial statements on pages 10 to 31 were approved by the Board on 29 April 2022 and signed on their behalf by:

**C P Marshall**  
Chief Executive

The notes and accounting policies on pages 15 to 32 form an integral part of these financial statements.

# GROUP STATEMENT OF CASH FLOWS

for the year ended 31 December 2021

	Notes	2021 £000	2020 £000
<b>Cash inflow from operating activities</b>			
Operating profit		5,312	5,205
Adjustments for:			
Amortisation of goodwill, intangibles and trademarks	9	8,393	7,825
Impairment charge	4	-	539
Depreciation charge	10	1,368	2,380
(Profit)/loss on disposal of fixed assets	6	(19)	4
Foreign exchange differences	6	82	(204)
Increase/(decrease) in provisions		294	(633)
Difference between pension charge and cash contributions		1,863	(533)
(Increase)/decrease in debtors		(965)	2,640
Decrease in stock		116	51
(Decrease)/increase in creditors		(1,943)	5,471
Cash generated from operations		14,501	22,745
Income taxes paid		(1,743)	(2,217)
<b>Net cash flow generated from operating activities</b>		<b>12,758</b>	<b>20,528</b>
<b>Cash flows from investing activities</b>			
Payments to acquire tangible fixed assets	10	(1,219)	(529)
Payments to acquire intangible fixed assets	9	(696)	-
Receipts from sale of tangible fixed assets		201	81
Purchase of subsidiaries		(9,237)	(33,845)
Purchase of non-controlling interests	19	(450)	(3,575)
Reclassification from fixed asset investments (pension escrow)	11	2,610	-
Cash acquired with subsidiaries		-	4,846
Investment income		4	-
Interest received		18	97
<b>Net cash flow used in investing activities</b>		<b>(8,769)</b>	<b>(32,925)</b>
<b>Cash flows from financing activities</b>			
Interest paid		(6)	(12)
Repayment of obligations under finance leases	20	(224)	(240)
Dividends paid	8	(5,870)	-
<b>Net cash flow used in financing activities</b>		<b>(6,100)</b>	<b>(252)</b>
<b>Net decrease in cash and cash equivalents</b>		<b>(2,111)</b>	<b>(12,649)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>30,947</b>	<b>43,473</b>
Effect of foreign exchange rate changes		(100)	123
<b>Cash and cash equivalents at the end of the year</b>		<b>28,736</b>	<b>30,947</b>

The notes and accounting policies on pages 15 to 32 form an integral part of these financial statements.

# GROUP STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2021

	Called up Share Capital £000	Translation Reserve £000	Profit and Loss Account £000	Non- controlling Interests £000	Total £000
At 1 January 2020	7,965	-	63,174	548	71,687
Profit for the year	-	-	3,140	187	3,327
Other comprehensive income:					
Currency translation differences	-	(94)	14	-	(80)
Actuarial gain recognised on defined benefit pension scheme liabilities	-	-	1,030	-	1,030
Movement in deferred tax on defined benefit pension scheme liabilities	-	-	(215)	-	(215)
Transactions with owners:					
Revaluation of non-controlling interest	-	-	(3,051)	(524)	(3,575)
At 31 December 2020	7,965	(94)	64,092	211	72,174
Profit for the year	-	-	1,842	27	1,869
Other comprehensive income:					
Currency translation differences	-	(18)	-	-	(18)
Actuarial loss recognised on defined benefit pension scheme assets	-	-	(2,119)	-	(2,119)
Movement in deferred tax on defined benefit pension scheme assets	-	-	403	-	403
Transactions with owners:					
Revaluation of non-controlling interest (note 19)	-	-	(212)	(238)	(450)
Dividends (note 8)	-	-	(10,000)	-	(10,000)
At 31 December 2021	7,965	(112)	54,006	-	61,859

# COMPANY STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2021

	Called up Share Capital £000	Profit and Loss Account £000	Total £000
At 1 January 2020	7,965	58,890	66,855
Loss for the year	-	(4,585)	(4,585)
At 31 December 2020	7,965	54,305	62,270
Loss for the year	-	(3,846)	(3,846)
Transactions with owners:			
Dividends (note 8)	-	(10,000)	(10,000)
At 31 December 2021	7,965	40,459	48,424

The notes and accounting policies on pages 15 to 32 form an integral part of these financial statements.

# ACCOUNTING POLICIES

for the year ended 31 December 2021

## GENERAL INFORMATION

PA Media Group Limited ("the Company") is a private company limited by shares and is registered and incorporated in England. The address of the Company's registered office and principal place of business is The Point 37 North Wharf Road, Paddington, London, England, W2 1AF.

## BASIS OF PREPARATION

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis.

The financial statements are presented in Sterling (£), which is the functional currency of the Company. Monetary amounts in these financial statements are rounded to the nearest whole £1,000, except where otherwise indicated.

## BASIS OF CONSOLIDATION

The Group financial statements consolidate the financial statements of PA Media Group Limited and all its material subsidiary undertakings. They are drawn up to 31 December each year. The Scottish Press Association Limited, a dormant company registered in Scotland, and PAPP Trustee Limited and Omrind Limited, dormant companies registered in England, are not consolidated as they are not considered material to the financial statements.

The individual accounts of the Company also adopted the following disclosure exemptions:

- a) the requirement to present a statement of cash flows and related notes
- b) financial instrument disclosures, including:
  - categories of financial instruments
  - items of income, expenses, gains or losses relating to financial instruments
  - exposure to and management of financial risks
- c) remuneration of key management personnel.

## JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements requires management to make certain assumptions, estimates and judgements that may affect the reported values of assets, liabilities, income and expenses. These are based on historical experience and any other factors, including expectations of future events that are considered appropriate. These are continually reviewed. Subsequent actual results may however differ from these estimates and judgements. Areas where assumptions, estimates and judgements may give rise to risk of material adjustments to the carrying values of assets and liabilities or reported results in the next financial year are as follows:

### *Valuation of goodwill, intangibles and investments*

The Group regularly reviews goodwill, intangibles and fixed asset investments for new indicators of impairment, where none are found no impairment testing is undertaken. Where such indicators are found the Group undertakes an estimation of the value in use of the respective cash-generating units using cash flow projections based on financial forecasts for a period of three years and thereafter extrapolated using estimated growth rates.

The outcome of these tests is highly dependent on management's latest estimates and assumptions regarding cash flow projections, economic risk and discount rate applied. If future events or results differ adversely from the estimates or assumptions used, the Group could record increased amortisation or impairment charges in the future.

The carrying amount of goodwill at 31 December 2021 was £21.2m (2020: £26.8m). The carrying amount of intangibles at 31 December 2021 was £26.4m (2020: £27.0m). The carrying amount of investments was £0.1m (2020: £0.1m, excluding funds held in escrow).

### *Classification of funds held by payment platforms*

The Group utilises Electronic Money Institutions (EMIs) to facilitate payments with clients. The EMIs providing the service are regulated by the Financial Conduct Authority (FCA) and monies held by the EMIs is protected under the FCA's safeguarding regulations. The assessment of whether the monies held by the EMIs should be classified as cash or a receivable is an area of judgement and dependent on the specific terms and conditions of the EMI agreement.

Management have assessed the characteristics of electronic money ("e-money") and the terms and conditions for accessing the e-money held by the EMIs and concluded that e-money is a cash equivalent. As more information becomes available about e-money and EMIs, management may reassess their position. The risk to the financial statements of misclassifying the e-money held by the EMIs as a cash equivalent would be a decrease to the cash and an increase to debtor balances. There would be no impact to net current assets, net assets or the income statement.

## GOING CONCERN

The COVID-19 pandemic has deeply affected UK and global economic activity, depressing some sectors and boosting others. The evolution of the pandemic, and the uncertainty around the impact of future waves, represents a significant ongoing risk to the Group's operations, financial statements and customer base.

The Group has performed financial modelling, including a full lockdown scenario, which show that the Group continues to be cash positive as a result of its diversified businesses and core subscription model. The directors take confidence from the Group's strong cash flow position through 2021 and post year end, that the Group is able to effectively manage and mitigate these risks over the long term.

After reviewing the Group's forecasts and projections for the period to April 2023, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

## BUSINESS COMBINATIONS

Acquisitions of subsidiaries are accounted for using the purchase method. The cost of the business combination is measured at the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed in exchange for control of the acquiree plus costs directly attributable to the business combination.

# ACCOUNTING POLICIES

for the year ended 31 December 2021

## GOODWILL

Goodwill arising on consolidation represents the excess of the fair value of consideration paid over the fair value of the identifiable net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and impairment loss. Goodwill is considered to have a finite useful life and is amortised through the profit and loss account over its useful economic life.

The directors have assessed the estimated useful economic life of goodwill to be between 3 and 20 years, based upon their assessment of durability of the underlying business. The directors review the level of goodwill for impairment at the end of the first full financial year following acquisition and in other periods if events or changes in circumstance indicate that the carrying value may not be recovered.

## INTANGIBLES

Intangible assets acquired as part of a business combination, including software costs and brand names, are measured at fair value at the acquisition date. Separately acquired patents and trademarks are included at cost.

These values are amortised on a straight-line basis over its useful economic life which is judged to be:

• Brands	20 years
• Software	4-5 years
• Trademarks	registration period

## TANGIBLE FIXED ASSETS

Tangible fixed assets are stated at cost of acquisition less accumulated depreciation and any impairment losses.

The cost of tangible fixed assets 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 of tangible fixed assets is provided, from the date assets are acquired, on a straight-line basis calculated to write off the cost of each asset over the term of its useful life, at the following rates. This is revisited on an annual basis to ensure that the useful economic life remains reasonable.

• Freehold property	2%
• Long leasehold property	lease period
• Motor vehicles	25%
• IT and equipment	5% - 50%

Freehold land is not depreciated.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit and loss.

## FIXED ASSET INVESTMENTS

Investments comprise investments in unquoted equity instruments or cash in escrow which are measured at fair value. Changes in fair value are recognised in profit or loss. Fair value is estimated by using a valuation technique.

### a) *Subsidiaries*

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Group (its subsidiaries). Control is achieved where the Group has the power to govern the

financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in total comprehensive income from the effective date of acquisition and up to the effective date of disposal, as appropriate, using accounting policies consistent with those of the parent. All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

Investments in subsidiaries are accounted for at cost less impairment in the individual financial statements.

### b) *Restricted funds*

In the prior year, fixed asset investments included cash held by the Company in Escrow to meet potential future pension liabilities. The funds were not accessible by the Group without Trustee approval.

The Company operated one defined benefit pension scheme in the UK, namely the Press Association Pension Fund (1992). During the year, the Group completed the buy-out of the pension scheme and the unutilised funds held in Escrow were returned to the Group.

### c) *Associates*

Investments in associates are recognised initially in the consolidated statement of financial position at the transaction price and, if material, subsequently adjusted to reflect the Group's share of total comprehensive income and equity of the associate, less any impairment.

Investments in associates are accounted for at cost less impairment in the individual financial statements.

The Group's share of the Baize Group Limited profit in 2021 was £0.1m. This has not been recognised in the Group financial statements as it is not considered material to the financial statements.

### d) *Joint ventures*

Investments in joint ventures are accounted for at cost less impairment in the individual financial statements.

The Group's share of the RADAR AI Limited loss in 2021 was £0.1m. This has not been recognised in the Group financial statements as it is not considered material to the financial statements and the investment carrying value is £Nil.

## IMPAIRMENT OF ASSETS

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset or, for goodwill, the recoverable amount of the cash generating unit to which the goodwill belongs is estimated and compared with its carrying amount. The recoverable amount is the higher of fair value less costs to sell and value in use. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

# ACCOUNTING POLICIES

for the year ended 31 December 2021

Any impairment loss recognised for goodwill is not reversed.

## LEASING

Leases are classified as finance leases whenever the terms of the lease transfer substantially all of the risks and rewards of ownership of the leased asset to the Group. All other leases are classified as operating leases.

Assets held under finance leases are recognised initially at the fair value of the leased asset (or, if lower, the present value of minimum lease payments) at the inception of the lease. The corresponding liability to the lessor is included in the Group statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation using the effective interest method so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are deducted in measuring profit or loss. Assets held under finance leases are included in tangible fixed assets and depreciated and assessed for impairment losses in the same way as owned assets.

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the lease term.

## PROVISIONS

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

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value using a pre-tax discount rate. The unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

## STOCK

Stock is stated at the lower of cost and net realisable value with allowance for obsolete or slow-moving items. Cost comprises direct materials. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

## CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise bank balances including cash pool assets, cash on hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less which are available on demand.

## TURNOVER

Turnover is measured at the fair value of the consideration received or receivable, net of estimated discounts, value-added or other sales taxes, and after eliminating intercompany sales within the Group. When the outcome cannot be reliably estimated, turnover is recognised only to the extent that it is probable that future economic benefits will flow to the Group. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

## Content

Content income relates primarily to subscriptions to the Group's News Wire, Sports Wire, Features and Puzzles services. Content also includes income from Video and Page Production. The majority of Video income is on a subscription basis, with a small number of revenue share arrangements. Page Production services are provided over a specified contract period, based on the provision of shifts per week.

Turnover is recognised over each subscription period or over the course of the total contract period. Any content monies received in advance of the subscription or contract commencing are recognised in current liabilities as deferred income. Turnover from revenue share arrangements is accrued based on estimated usage over the contract period.

## Data Services

Data services income relates primarily to subscription turnover from the Group's Racing Services, Sports Data, Arts and Entertainment and TV products, including EBS.

Turnover is recognised in line with the service delivery to the customer, which is usually evenly over the contract period with reference to contract terms.

Turnover from the recharge of sports distribution rights is recognised to the extent that the Group obtains the right to consideration in exchange for its performance.

## Services

Services relates to turnover from the Group's businesses including Sticky, Globelynx, PA Media Assignments, PA Media Training, Images, Alamy and StreamAMG platforms.

### *Mediapoint and PA Training*

Turnover generated from the provision of Mediapoint and PA Training is recognised in line with the service delivery to the customer, which is usually evenly over the contract period with reference to contract terms.

### *Sticky and PA Media Assignments*

Turnover generated from the provision of bespoke training, consultancy and marketing content is recognised in line with costs that have been incurred, generally based on hours incurred relative to the total hours expected to be incurred.

### *Alamy and Images*

Turnover generated from the sale of images is recognised in line with the terms of sale.

The amount of turnover recognised depends on whether the Group acts as an agent or a principal. The Group acts as a principal when it has primary responsibility for delivering images to the end user and has significant risks and rewards associated with the transaction. When the Group acts as principal, the revenue is recorded as the gross amount billed. Costs associated with images sold are also recognised at the gross amount within other operating expenditure.

During the year, as part of the integration of PA Images into the Alamy business unit, the Directors re-reviewed the accounting treatment of PA Images distributor revenue. In previous years, PA Images accounted for this income stream as an agent and recognised the turnover on a net basis. In 2021, the Directors reassessed this treatment and determined that PA Images is the principal in these transactions. Accordingly turnover has been recognised gross with corresponding costs associated with these transactions also recognised at the gross amount.

# ACCOUNTING POLICIES

for the year ended 31 December 2021

## *Globelynx*

Arrangements include the sale and installation of camera equipment and the associated ongoing broadcasting service provided on an annual subscription basis.

Where an arrangement includes the sale of camera equipment, turnover is recognised when the goods have been received by the customer, reflecting the transfer of the associated risks and rewards.

Turnover relating to the provision of ongoing broadcasting and support services is recognised over the contract period. Any monies received in advance of the subscription or contract commencing are recognised in current liabilities as deferred income.

## *StreamAMG*

Arrangements include fees relating to the production, webcasting, support and hosting of video content.

Where an arrangement includes the recharge of set up costs, turnover associated with this is recognised in line with completion of work.

Turnover relating to the provision of services including webcasting, production, platforms and support is recognised in line with the service delivery to the customer, which is usually evenly over the contract period with reference to contract terms.

The Group also holds a number of revenue share arrangements. Turnover from sales of third party vendor products or services is recorded net of costs when the Group is acting as an agent between the customer and the vendor, and is recorded gross when the Group is a principal to the transaction. Turnover is recognised over the subscription period, usually monthly or annually.

## *Multiple component arrangements*

When a single sales transaction requires the delivery of more than one product or service (multiple components), the revenue recognition criteria are applied to separately identifiable components. A component is considered separately identifiable if the product or service delivered has a stand-alone value to that customer and the fair value associated with the product or service can be measured reliably. The amount recognised as turnover for each component is the fair value of the element in relation to the fair value of the arrangement as a whole. If the goods or services provided do not qualify for separate accounting, they are recognised together with the related ongoing service fees, in line with the service delivery to the customer.

## FOREIGN CURRENCIES

Transactions in currencies other than the functional currency are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currency are translated into sterling at the exchange rates ruling at the end of the financial period. All other currency differences are dealt with in the profit and loss account.

## DIVIDENDS

Dividends are recognised as liabilities once they are no longer at the discretion of the Company.

## OTHER INCOME

Other income relates to rental receipts from short-term rental arrangements. Income is recognised net of any

incentives given to the lessees and is recognised on a straight-line basis over the term of the arrangement.

## EXCEPTIONAL ITEMS

Exceptional items are transactions that fall outside the regular, ordinary activities of the Group and are presented separately due to their size or incidence.

## TAX

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated.

Deferred tax assets are only recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised when income or expenses from a subsidiary or associate have been recognised, and will be assessed for tax in a future period, except where:

- the Group is able to control the reversal of the timing difference
- it is probable that the timing difference will not reverse in the foreseeable future.

A deferred tax liability or asset is recognised for the additional tax that will be paid or avoided in respect of assets and liabilities that are recognised in a business combination. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax is calculated using the tax rates and laws that that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

With the exception of changes arising on the initial recognition of a business combination, the tax expense (income) is presented either in profit or loss, other comprehensive income or equity depending on the transaction that resulted in the tax expense (income).

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors. Deferred tax assets and deferred tax liabilities are offset only if there is a legally enforceable right to set off the amounts and the Group intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

## RESEARCH AND DEVELOPMENT EXPENDITURE

Research expenditure is written off as incurred. Development expenditure is also written off, except where the directors are satisfied as to the technical, commercial and financial viability of individual projects. In such cases, the identifiable expenditure is capitalised within fixed assets and depreciated over the period during which the Group is expected to benefit. This period is usually between three and five years.

## PENSIONS

Over the year, the Company operated one defined benefit scheme in the UK, namely the Press Association Pension Fund (1992) (the "Fund"). A defined benefit pension plan is a plan that estimates the amount of future pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as years of service, compensation and age.

# ACCOUNTING POLICIES

for the year ended 31 December 2021

The amounts charged to operating profit, as part of staff costs, are the current service costs and gains and losses on settlements and curtailments. Past service costs are recognised immediately in the profit and loss account if the benefits have vested. If the benefits have not vested, the costs are recognised over the period until vesting occurs. The interest cost and the expected return on assets are shown as a net amount of other finance costs or credits adjacent to interest. Actuarial gains and losses are recognised immediately within other comprehensive income. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities.

The resulting defined benefit pension scheme asset or liability, is presented separately after other net assets on the face of the Group statement of financial position.

The Fund secured all liabilities with Aviva and Legal and General in August 2021 and October 2021 respectively. The Fund was formally wound up on 14 December 2021. As such, the Company has no financial obligation to the Fund.

The Group operates two defined contribution schemes, one for staff who previously participated in the defined benefit pension scheme and the second for staff who did not previously participate in the defined benefit pension scheme. For these defined contribution schemes, the amounts charged to the profit and loss account are the contributions payable in the period.

## FINANCIAL INSTRUMENTS

The Group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102, in full, to all of its financial instruments.

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument and are offset only when the Group currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### *Financial assets*

Trade, Group and other debtors (including accrued income) which are receivable within one year and which do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses.

Where the arrangement with a debtor constitutes a financing transaction, the debtor is initially measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument and subsequently measured at amortised cost.

A provision for impairment of trade debtors is established when there is objective evidence that the amounts due will not be collected according to the original terms of the contract. Impairment losses are recognised in profit or loss for the excess of the carrying value of the trade debtor over the present value of the future cash flows discounted using the original effective interest rate. Subsequent reversals of an impairment loss that objectively relate to an event occurring after the impairment loss was recognised, are recognised immediately in profit or loss.

### *Financial liabilities and equity*

Financial instruments are classified as liabilities and equity instruments according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

Trade, Group and other creditors (including accruals) payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being transaction price less any amounts settled.

Where the arrangement with a creditor constitutes a financing transaction, the creditor is initially measured at the present value of future payments discounted at a market rate of interest for a similar instrument and subsequently measured at amortised cost.

### *Equity instruments*

Financial instruments classified as equity instruments are recorded at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments.

### *Derecognition of financial assets and liabilities*

A financial asset is derecognised only when the contractual rights to cash flows expire or are settled, or substantially all the risks and rewards of ownership are transferred to another party, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party. A financial liability (or part thereof) is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

1 TURNOVER	2021 £000	2020 £000
<b>GEOGRAPHICAL ANALYSIS</b>		
UK and Ireland	70,135	63,574
Rest of Europe	10,470	10,626
Rest of World	18,453	15,876
<b>Total</b>	<b>99,058</b>	<b>90,076</b>
<b>MARKET ANALYSIS</b>		
Rendering of services	66,390	67,914
Sale of goods	31,092	20,883
Commission income	1,576	1,279
<b>Total</b>	<b>99,058</b>	<b>90,076</b>

2 STAFF COSTS AND EMPLOYEE INFORMATION	Group 2021 £000	Group 2020 £000	Company 2021 £000	Company 2020 £000
Wages and salaries	39,055	38,318	2,575	2,130
Social security costs	3,810	3,691	385	300
Pension costs (note 21)	1,337	1,357	96	81
	<b>44,202</b>	<b>43,366</b>	<b>3,056</b>	<b>2,511</b>
<b>Average monthly number of directors and staff employed during the year were:</b>				
	Group 2021 Number	Group 2020 Number	Company 2021 Number	Company 2020 Number
Operations	632	712	-	-
Sales	70	87	-	-
Administration	211	212	-	-
Central management	5	5	5	5
	<b>918</b>	<b>1,016</b>	<b>5</b>	<b>5</b>

3 DIRECTORS' EMOLUMENTS	2021 £000	2020 £000
Group emoluments of the Company's directors:		
Aggregate emoluments all relating to continuing activities	1,566	1,358
Aggregate amounts receivable under long-term incentive schemes	983	587
Defined contribution pension payments	15	14
Sums paid to third parties for directors' services	145	130
	<b>2,709</b>	<b>2,089</b>
Amounts in respect of the highest paid director:		
Aggregate emoluments all relating to continuing activities	673	651
Amounts receivable under long-term incentive schemes	562	289
	<b>1,235</b>	<b>940</b>

Retirement benefits were accruing to two directors (2020: two) under defined contribution schemes. Three directors were members of long-term incentive plans (2020: four). See note 16 for details of amounts paid and accruing to directors. There are no Key Management Personnel other than the Group directors.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

4 EXCEPTIONAL ITEMS	2021 £000	2020 £000
Aborted acquisition costs	-	152
Impairment of investments	-	539
Income from sale of IP licenses	-	(222)
Pension fund transfer exercise and buy-out costs	1,835	327
Property related (income)/costs	(111)	488
Restructuring costs	-	154
Other legal and professional costs	283	13
<b>Total exceptional items</b>	<b>2,007</b>	<b>1,451</b>

Pension costs in the current year primarily relate to the buy-out of the defined benefit pension scheme.

Property income relates to profit on sale of the Group's previous head office building, recognised due to contingent matters being satisfied.

Other legal costs primarily comprise one-off charges relating to one-off consultancy and financing work.

5 INTEREST AND SIMILAR ITEMS	2021 £000	2020 £000
Investment income	4	-
Interest receivable on bank deposits	18	97
<b>Total finance income</b>	<b>22</b>	<b>97</b>
Unwinding of discounted deferred consideration	(104)	(246)
Finance lease interest	(26)	(25)
<b>Total finance costs</b>	<b>(130)</b>	<b>(271)</b>

6 PROFIT ON ORDINARY ACTIVITIES BEFORE TAX	2021 £000	2020 £000
Operating profit is stated after charging/(crediting):		
Operating lease rentals – land and buildings	1,679	1,841
– plant and machinery	108	116
Exchange losses/(gains)	82	(204)
Amortisation of goodwill (note 9)	5,586	6,108
Amortisation of other intangibles (note 9)	2,807	1,717
Depreciation of tangible fixed assets (note 10)	1,368	2,380
(Profit)/loss on disposal of other fixed assets	(19)	4
Expenditure on research and development activities	4,817	1,709
Property income	-	(12)

PAYMENTS TO AUDITORS	2021 £000	2020 £000
Fees payable to the Company's auditor for the audit of the Parent Company and consolidated financial statements	71	36
Fees payable to the Company's auditor and its associates for other services: - The audit of the Company's subsidiaries	44	102

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 7 TAX ON PROFIT ON ORDINARY ACTIVITIES

	2021 £000	2020 £000
Current tax:		
UK corporation tax at 19.00% (2020: 19.00%)	-	(789)
Overseas tax	685	639
Adjustments in respect of prior periods	(107)	(73)
<b>Total current tax</b>	<b>578</b>	<b>(223)</b>
Deferred tax:		
Origination & reversal of timing differences	1,462	2,749
Effect of tax rate change on opening balance	1,291	(820)
Adjustments in respect of prior periods	4	(2)
<b>Total deferred tax</b>	<b>2,757</b>	<b>1,927</b>
<b>Tax charge on profit on ordinary activities</b>	<b>3,335</b>	<b>1,704</b>

The tax for the year is higher (2020: higher) than the standard rate of corporation tax in the UK. The differences are explained below.

	2021 £000	2020 £000
Profit on ordinary activities before tax	5,204	5,031
At standard rate of corporation tax of 19.00% (2020: 19.00%)	989	956
Effects of:		
Expenses not tax deductible	1,125	1,406
Fixed asset differences	(62)	-
Income not taxable for tax purposes	(36)	(57)
Difference in foreign tax rates	213	284
Adjustments in respect of prior periods	(125)	(54)
Effects of rates on changes on deferred tax	1,231	(831)
	<b>3,335</b>	<b>1,704</b>

## FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The standard rate of corporation tax was 19.00% through 2021. Accordingly, the Group's profits for this accounting period are taxed at an effective rate of 19.00% (2020: 19.00%).

The March 2021 Budget announced an increase in the UK standard rate of corporation tax to 25% from 1 April 2023 and the legislation received Royal Assent on 10 June 2021.

The deferred tax assets and liabilities reflect these rates.

## 8 DIVIDENDS

	2021 £000	2020 £000
Dividends approved and recognised in the year:		
Interim dividend 125.55 pence per share (2020: £Nil)	10,000	-

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 9 INTANGIBLE FIXED ASSETS

	Goodwill £000	Brands £000	Software £000	Trademarks £000	Total £000
<b>GROUP</b>					
Cost:					
At 1 January 2021	63,868	25,762	2,920	24	92,574
Additions	-	-	695	-	695
Reclassified from tangible fixed assets	-	-	2,471	-	2,471
At 31 December 2021	63,868	25,762	6,086	24	95,740
Accumulated amortisation:					
At 1 January 2021	37,033	1,181	535	10	38,759
Charge for the year	5,586	1,288	1,516	3	8,393
Reclassified from tangible fixed assets	-	-	883	-	883
At 31 December 2021	42,619	2,469	2,934	13	48,035
Net book amount:					
At 31 December 2021	21,249	23,293	3,152	11	47,705
At 31 December 2020	26,835	24,581	2,385	14	53,815

The amortisation of goodwill and other intangibles is presented separately in the statement of comprehensive income and is included within other operating expenses.

The Alamy brand, which was purchased in 2020, is considered material to the Group. The carrying value as at 31 December 2021 was £23.3m (2020: £24.6m), with an estimated remaining useful life of 18 years.

During the year, the Group reclassified software with a brought forward net book value of £1.6m from tangible fixed assets to intangible fixed assets.

Software  
£000

## COMPANY

Cost:

At 1 January 2021	-
Reclassified from tangible fixed assets	117
At 31 December 2021	117

Accumulated amortisation:

At 1 January 2021	-
Charge for the year	39
Reclassified from tangible fixed assets	55
At 31 December 2021	94

Net book amount:

At 31 December 2021	23
At 31 December 2020	-

During the year, the Parent Company reclassified software with a brought forward net book value of £0.1m from tangible fixed assets to intangible fixed assets.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 10 TANGIBLE FIXED ASSETS

	Freehold property £000	Leasehold improvements £000	Motor vehicles £000	IT & equipment £000	Total £000
<b>GROUP</b>					
Cost:					
At 1 January 2021	5,530	125	92	33,620	39,367
Foreign currency translation	-	(2)	-	(40)	(42)
Additions at cost	-	-	-	1,219	1,219
Eliminated on disposal	-	(81)	(92)	(750)	(923)
Reclassified to intangible fixed assets	-	-	-	(2,471)	(2,471)
<b>At 31 December 2021</b>	<b>5,530</b>	<b>42</b>	<b>-</b>	<b>31,578</b>	<b>37,150</b>
Accumulated depreciation:					
At 1 January 2021	2,795	124	40	28,661	31,620
Foreign currency translation	-	(2)	-	(39)	(41)
Charge for the year	151	1	4	1,212	1,368
Eliminated on disposal	-	(81)	(44)	(619)	(744)
Reclassified to intangible fixed assets	-	-	-	(883)	(883)
<b>At 31 December 2021</b>	<b>2,946</b>	<b>42</b>	<b>-</b>	<b>28,332</b>	<b>31,320</b>
Net book amount:					
At 31 December 2021	2,584	-	-	3,246	5,830
At 31 December 2020	2,735	1	52	4,959	7,747

Computers and other office equipment with a carrying value of £0.2m (2020: £0.4m) are held under finance leases.

During the year, the Group reclassified software with a brought forward net book value of £1.6m from tangible fixed assets to intangible fixed assets.

	Freehold property £000	IT & equipment £000	Total £000
<b>COMPANY</b>			
Cost:			
At 1 January 2021	5,530	217	5,747
Additions	-	6	6
Eliminated on disposal	-	(9)	(9)
Reclassified to intangible fixed assets	-	(118)	(118)
<b>At 31 December 2021</b>	<b>5,530</b>	<b>96</b>	<b>5,626</b>
Accumulated depreciation:			
At 1 January 2021	2,795	136	2,931
Charge for the year	151	12	163
Eliminated on disposal	-	(9)	(9)
Reclassified to intangible fixed assets	-	(56)	(56)
<b>At 31 December 2021</b>	<b>2,946</b>	<b>83</b>	<b>3,029</b>
Net book amount:			
At 31 December 2021	2,584	13	2,597
At 31 December 2020	2,735	81	2,816

In 2020 the Parent Company granted a first legal charge in favour Press Association Pension Fund (1992) over its freehold interest in property at Bridgegate, Howden. As outlined in note 21, following completion of the buy-out of the Group's defined benefit pension scheme, this charge was waived in the year.

During the year, the Parent Company reclassified software with a brought forward net book value of £0.1m from tangible fixed assets to intangible fixed assets.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 11 FIXED ASSET INVESTMENTS

	Group £000	Company £000
Cost:		
At 1 January 2021	5,274	79,814
Reclassifications	(4,070)	(4,071)
<b>At 31 December 2021</b>	<b>1,204</b>	<b>75,743</b>
Impairment:		
At 1 January and 31 December 2021	1,089	39,121
Net book amount:		
At 31 December 2021	115	36,622
At 31 December 2020	4,185	40,693
	Group £000	Company £000
Total fixed asset investments comprise:		
Interest in subsidiaries	-	36,622
Other fixed asset investments	115	-
<b>At 31 December 2021</b>	<b>115</b>	<b>36,622</b>

During the year, as part of the buyout of the Group's defined benefit pension scheme, £1.5m of funds held in Escrow were utilised by the pension fund and the remaining £2.6m was returned to the Group, reclassified as cash and cash equivalents.

The directors believe that the carrying values of all other investments are supported by their underlying net assets or discounted future cash flows.

The subsidiary undertakings of the Group are as follows:

COMPANY	ACTIVITY	PROPORTION OF ORDINARY SHARES HELD:		ADDRESS
		DIRECT	INDIRECT	
The Press Association Limited	News, sport and entertainment information	100%	-	(a)
Sticky Content Limited	Digital copywriting and content strategy agency	100%	-	(a)
PA News Investments Limited	Non-trading investment holding company	100%	-	(a)
PAPF Trustee Limited	Dormant	100%	-	(a)
PA Photos Limited	Photo syndication	-	100%	(a)
PA Media Limited	Non-trading holding company	-	100%	(a)
The Scottish Press Association Limited	Dormant	-	100%	(b)
Globelynx Limited	TV camera network	-	100%	(a)
The Press Association of Ireland Limited	News and sport information	-	100%	(c)
Stream UK Media Services Limited	Online video solutions	-	100%	(a)
Stream Malta Limited	Online video solutions	-	100%	(d)
Stream Benelux B.V.	Online video solutions	-	100%	(e)
Stream España Sucursal en España	Online video solutions	-	100%	(f)
The Press Association of Australia Pty Limited	Overnight news and sport information	-	100%	(g)
EBS New Media Limited	Television data services	-	100%	(a)
Gipsymedia Limited	Non-trading	-	100%	(a)
Alamy Limited	Images distribution	-	100%	(a)
Alamy Images India Private Limited	Images distribution	-	100%	(h)
Alamy Inc	Images distribution	-	100%	(i)
Alamy Australia Pty Limited	Images distribution	-	100%	(j)
Omrind Limited	Dormant	-	100%	(a)

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 11 FIXED ASSET INVESTMENTS (CONTINUED)

The following subsidiaries have taken advantage of exemption from audit by virtue of s. 479A of the Companies Act 2006:

- The Press Association Limited
- Sticky Content Limited
- PA News Investments Limited
- PAPF Trustee Limited
- PA Photos Limited
- PA Media Limited
- The Scottish Press Association
- Globelynx Limited
- EBS New Media Limited
- Gipsymedia Limited
- Omrind Limited

The associate and joint venture undertakings of the Group are as follows:

COMPANY	ACTIVITY	GROUP INTEREST IN ORDINARY SHARES AND VOTING RIGHTS	REGISTERED OFFICE
Baize Group Limited	Motoring editorial, events and PR services	25%	(k)
Blackball Media Limited	Motoring editorial, events and PR services	25%	(k)
On-Cue Communications Limited	Motoring editorial, events and PR services	25%	(l)
RADAR AI Limited	Automated news services	50%	(m)

- (a) The Point 37 North Wharf Road, Paddington, London, England, W2 1AF.  
 (b) 272 Bath Street, Glasgow, Scotland, G2 4JR.  
 (c) 39/40 Upper Mount Street, Dublin 2, Co. Dublin, DO2 PR89, Republic of Ireland.  
 (d) 1st Floor, Schemson House, Valley Road, Birkirkara, BKR 9021, Malta.  
 (e) Quirinegang 183, 2719 CH Zoetemeer, The Netherlands.  
 (f) Paseo de la Castellana 135, 7th Planta, 28046, Madrid, Spain.  
 (g) PWC Level 17, One International Towers, Watermans Quay, Barangaroo, NSW 2000, Australia.  
 (h) C-16, Gayatri Building, Technopark Campus, Thiruvanthapuram, Kerala, India.  
 (i) 49 Flatbush Avenue, 130 Brooklyn, New York 11217, USA.  
 (j) Level 6, 200 Adelaide Street, Brisbane, QLD 4000, Australia.  
 (k) Units 1-2 Warrior Court, 9-11 Mumby Road, Gosport, Hampshire, United Kingdom, PO12 1BS.  
 (l) Wood, Hicks & Co. Units 1-2 Warrior Court, 9-11 Mumby Road, Gosport, Hampshire, PO12 1BS.  
 (m) 3rd Floor 37 North Wharf Road, London, England, W2 1AF.

## 12 DEBTORS

	Group 2021 £000	Group 2020 £000	Company 2021 £000	Company 2020 £000
Trade debtors	14,265	13,865	-	-
Amount owed by subsidiary undertakings	-	-	15,138	20,965
Other debtors	1,325	1,546	-	-
Prepayments and accrued income	4,276	3,490	228	154
Corporation tax	1,200	457	8	-
Deferred tax asset (note 15)	-	-	386	153
	21,066	19,358	15,760	21,272

During the year, an impairment loss of £0.2m (2020: £0.1m) was recognised. Debtor provisions of £0.4m (2020: £0.2m) were held at 31 December 2021.

Amounts owed to subsidiary undertakings are unsecured, interest free and have no fixed repayment date.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

13 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	Group 2021 £000	Group 2020 £000	Company 2021 £000	Company 2020 £000
Trade creditors	6,819	5,731	-	-
Other taxation and social security	3,984	5,350	19	-
Corporation tax	-	-	-	76
Deferred tax liability (note 15)	2,477	143	-	30
Other creditors	4,508	288	4,131	-
Accruals and deferred income	16,666	18,655	729	935
Deferred consideration	4,578	9,155	-	-
Finance lease (note 18)	372	408	-	-
	39,404	39,730	4,879	1,041

Other creditors include £4.1m of interim dividends which were unpaid at December 2021.

Deferred consideration reflects the present value of amounts payable in respect of the Alamy acquisition which were paid in February 2022. Deferred consideration of £4.5m was paid in February 2021.

Amounts owed to subsidiary undertakings are unsecured, interest free and have no fixed repayment date.

CREDITORS: AMOUNTS FALLING DUE IN MORE THAN ONE YEAR	Group 2021 £000	Group 2020 £000	Company 2021 £000	Company 2020 £000
Deferred consideration	-	4,489	-	-

14 STOCK	Group 2021 £000	Group 2020 £000
Finished goods	38	155

During the year, inventory cost of £Nil (2020: £Nil) was recognised within the statement of comprehensive income.

Stock provisions of £0.2m (2020: £0.1m) were held at 31 December 2021.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 15 DEFERRED TAX (LIABILITY)/ASSET

	Group £000	Company £000
At 1 January 2021	(143)	153
Transfer from profit and loss account	(2,737)	320
Pension scheme asset movements	403	-
At 31 December 2021	(2,477)	473

	Group 2021 £000	Group 2020 £000	Company 2021 £000	Company 2020 £000
The deferred tax (liability)/asset comprises:				
Fixed asset timing differences	(5,717)	(4,421)	(174)	(136)
Tax losses	520	-	217	-
Other timing differences	2,720	4,278	430	289
	(2,477)	(143)	473	153

The amount of the net reversal of deferred tax expected to occur in the next 12 months in respect of fixed asset timing differences is £0.5m. Other timing differences include pension scheme surplus, spreading of pension scheme contributions and LTIP provisions. The timing differences in relation to the LTIP provision are not expected to reverse to any significant extent in the next 12 months. The deferred tax asset in relation to the spreading of pension contributions will reverse by around £2.7m in the next 12 months. As movements in the pension scheme surplus arise from changes in actuarial assumptions as well as payments, it is difficult to forecast the future movement in the related deferred tax asset.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on jurisdictional tax laws and rates that have been enacted or substantively enacted at the balance sheet date. A deferred tax asset resulting from UK tax losses carried forward has not been recognised due to uncertainty around the amount and timing of future taxable profits. The total amount unprovided for is £3.0m (2020: £2.1m).

## 16 PROVISIONS FOR LIABILITIES

	Contingent consideration £000	Legal and other costs £000	Management incentive plans £000	Leasehold dilapidations £000	Total £000
<b>GROUP</b>					
At 1 January 2021	67	125	1,491	250	1,933
Utilised in the year	(67)	(124)	(818)	(13)	(1,022)
Charged to profit and loss account	-	155	1,047	114	1,316
At 31 December 2021	-	156	1,720	351	2,227
<b>COMPANY</b>					
At 1 January 2021	-	-	1,491	-	1,491
Utilised in the year	-	-	(818)	-	(818)
Charged to profit and loss account	-	-	1,047	-	1,047
At 31 December 2021	-	-	1,720	-	1,720

Provisions for legal and other costs relate principally to claims based on management's best estimate of the likely cash outflows. The transfer of economic benefit is expected to be made within one year. Leasehold dilapidations relate to contractual obligations to reinstate leasehold properties to their original state of repair. The transfer of economic benefit will be made at the end of the leases as set out in note 18. Contingent consideration was in relation to completion adjustments on the acquisition of Alamy and was paid in the year.

A long-term incentive plan was set up in 2017 to reward PA Media Group Limited Executive Directors by paying them a bonus related to the cumulative performance over the period from 1 January 2017 to 31 December 2019. A payment relating to this scheme was made in 2021. The provision at the 31 December 2021 in respect of this arrangement was £Nil (2020: £0.8m).

A new long-term incentive plan was set up in 2020 in relation to the cumulative performance over the period 1 January 2020 to 31 December 2022. Payments relating to this scheme are expected to be paid in 2023 and 2024. The provision at 31 December in respect of this arrangement was £1.7m (2020: £0.7m).

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 17 SHARE CAPITAL & RESERVES

2021  
£000

2020  
£000

7,965,000 (2020: 7,965,000) ordinary shares of £1 each allotted and fully paid

7,965

7,965

Called up share capital: The Company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the Company. Authorised share capital in both years was £8,000,000 ordinary shares of £1 each.

Translation reserve: Exchange differences arising on translation of overseas entities are recognised in other comprehensive income, and accumulated in a separate reserve within equity.

Profit and loss account: Cumulative profit and loss net of distributions to owners.

## 18 FINANCIAL COMMITMENTS

### OPERATING LEASE COMMITMENTS

		Group 2021 £000	Group 2020 £000	Company 2021 £000	Company 2020 £000
The Group and parent Company are committed to make the following payments next year under operating leases:					
Less than one year	- land and buildings	1,316	1,317	1,075	1,075
	- plant and machinery	171	235	-	-
Between one and five years	- land and buildings	4,373	4,645	3,965	4,123
	- plant and machinery	247	432	-	-
More than five years	- land and buildings	5,506	7,342	5,506	7,342
		11,613	13,971	10,546	12,540

### FINANCE LEASE AND HIRE PURCHASE CONTRACTS

	Group 2021 £000	Group 2020 £000
The total future minimum lease payments payable:		
Less than one year	197	188
Between one and five years	175	220
	372	408

Obligations under finance leases are secured by the related assets and bear finance charges at a rate of 9.56% per annum (2020: 9.56% per annum). Finance lease payments represent rentals payable by the Group for certain items of computer equipment. Leases include no purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 3 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The Group's obligations under finance leases are secured by the lessor's charge over the leased assets. The net book value of secured assets is disclosed in note 10.

## 19 ACQUISITIONS

In May the Group also exercised its option to acquire the final 5% of the issued share capital of EBS New Media Ltd for total consideration of £0.4m, taking the Group's total interest in the company to 100%.

### NON-CONTROLLING INTERESTS

	Group 2021 £000	Group 2020 £000
At 1 January	211	548
Profit for the financial year	27	187
Revaluation of non-controlling interest	(238)	(524)
At 31 December	-	211

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 20 NET DEBT RECONCILIATION

	1 January 2021 £000	Cash flow £000	Dividends £000	New finance leases £000	Exchange movement £000	31 December 2021 £000
Cash at bank and in hand	30,947	3,759	(5,870)	-	(100)	28,736
Finance leases	(408)	224	-	(188)	-	(372)
Net debt	30,539	3,983	(5,870)	(188)	(100)	28,364

## 21 PENSIONS

The Group operates multiple defined contribution schemes. Total employer contributions to defined contribution schemes for the year were £1.3m (2020: £1.4m). At the year end employer contributions of £0.2m were due to these schemes but unpaid (2020: £0.1m).

[The following disclosures relates to the defined benefit section of the Press Association Pension Fund \(1992\).](#)

Over the year, the Company operated one defined benefit scheme in the UK, namely the Press Association Pension Fund (1992) (the "Fund"). The FRS 102 calculations for disclosure purposes have been based on the results of the 31 December 2017 formal actuarial valuation performed by Lane, Clark and Peacock ("LCP"), updated to 31 December 2021 by a qualified independent actuary.

With effect from 31 March 2020, the salary link for employed members of the Plan was broken. These members' benefits will now revalue in line with deferred revaluation.

The Fund secured all liabilities with Aviva and Legal and General in August 2021 and October 2021 respectively. The Fund was formally wound up on 14 December 2021. As such, the Company has no financial obligation to the Fund.

For the purpose of these disclosures, the date these liabilities were bought out is 20 August 2021.

The main assumptions used were:

	20 August 2021	31 December 2020
Discount rate	1.60%	1.40%
Price inflation (RPI)	3.30%	3.00%
Price inflation (CPI)	2.70%	2.40%
Rate of increase in (LPI5) pensions		
RPI inflation capped at 5% max	3.20%	2.90%
CPI inflation capped at 3% max	2.20%	2.10%
Life expectancy current males aged 63 in accounting year	24.4 years	24.4 years
Life expectancy current female aged 63 in accounting year	26.6 years	26.6 years
Life expectancy future male pensioners aged 63 in 20 years	26.2 years	26.2 years
Life expectancy future female pensioners aged 63 in 20 years	28.4 years	28.4 years

Assumptions regarding future mortality experience are set based on standard UK mortality tables, i.e. 100% of the S2NA tables with future mortality assumed to be in line with the CMI 2019 improvements with a long term rate of improvement of 1.50% pa (SK = 7.0; A = 0.5%). The future improvements have been updated from CMI 2018 to CMI 2019, to reflect the most up to date information available.

At 31 December 2021 members have been assumed to commute 20% of pension as tax free cash sums at retirement on current commutation factors. The remaining demographic assumptions at 31 December 2021 are the same as those used for the full triennial valuation at 31 December 2017.

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 21 PENSIONS (CONTINUED)

Asset distribution and expected return:

	20 August 2021		31 December 2020	
	Proportion of total assets %	Fair value £ million	Proportion of total assets %	Fair value £ million
Fixed interest gilts	-	-	0.2%	0.4
Index linked gilts	-	-	0.6%	1.6
Insured annuities – historic L&G policy	-	-	20.9%	51.0
Insured annuities – 2021 Aviva policy	-	-	78.0%	190.4
Other	-	-	0.3%	0.7
<b>Total</b>		-		<b>244.1</b>
<b>Present value of Scheme liabilities</b>		-		<b>(242.0)</b>
<b>Surplus in the Scheme</b>		-		<b>2.1</b>

Over the year to 31 December 2021, contributions by the Group of £1.5m (2020: £19,000) were made to the Scheme.

In 2020 the Parent Company granted a first legal charge in favour Press Association Pension Fund (1992) over its freehold interest in property at Bridgegate, Howden. Following completion of the buy-out of the Scheme, this charge was waived in the year.

Changes in the present value of Scheme liabilities are as follows:

	2021 £ million	2020 £ million
1 January	242.0	214.8
Past service cost – plan amendment	-	0.1
Past service cost – curtailment	-	(1.5)
Buy-out – settlement	(242.5)	-
Aviva premium – experience	0.3	-
L&G premium – plan amendment	0.4	-
Interest cost	2.1	4.2
Actuarial loss on liabilities	3.2	32.2
Benefits paid	(5.5)	(7.8)
<b>31 December</b>	<b>-</b>	<b>242.0</b>

Changes in the fair value of Scheme assets are as follows:

	2021 £ million	2020 £ million
1 January	244.1	215.6
Buy-out – settlement	(242.2)	-
Aviva premium – settlement	(0.6)	-
Interest income	2.2	4.2
Actuarial gain on assets	2.0	33.2
Contributions by the employer	1.5	-
Administration expenses	(1.5)	(1.1)
Benefits paid	(5.5)	(7.8)
<b>31 December</b>	<b>-</b>	<b>244.1</b>

The actual return on Scheme assets over the year, allowing for cashflows in and out of the Fund was a return of £4.2m (2020: return of £37.4m).

The amounts recognised within the profit and loss account are as follows:

	2021 £ million	2020 £ million
Administration expenses	1.5	1.1
Past service cost	-	(1.4)
Buy out – settlement	(0.3)	-
L&G true up premium items	0.4	-
Net interest on surplus	(0.1)	-
<b>Total expense/(income) included in the profit and loss account</b>	<b>1.5</b>	<b>(0.3)</b>

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2021

## 21 PENSIONS (CONTINUED)

OCI (credits)/charges for the year are as follows:

	2021 £ million	2020 £ million
Aviva premium – asset losses	(0.6)	-
Aviva premium – liability losses	(0.3)	-
Return on Scheme assets excluding interest income	2.0	33.2
Changes in assumption losses	(3.2)	(32.2)
Actuarial (loss)/gain before tax	(2.1)	1.0

Reconciliation of amounts in balance sheet over year:

	2021 £ million	2020 £ million
Surplus in Fund at 1 January	2.1	0.8
(Charge)/credit to profit & loss account	(1.5)	0.3
Employer contributions	1.5	-
OCI (charge)/credit	(2.1)	1.0
Surplus in Fund at 31 December	-	2.1

## 22 FINANCIAL INSTRUMENTS

The Group has the following financial instruments.

Financial assets measured at amortised cost:

	2021 £000	2020 £000
Trade debtors	14,265	13,865
Accrued income and other debtors	5,600	5,037
At 31 December	19,865	18,902

Financial liabilities measured at amortised cost:

	2021 £000	2020 £000
Finance leases	372	408
Trade creditors	6,819	5,731
Accruals	10,171	10,533
Deferred consideration	4,578	13,644
Other creditors	4,506	288
At 31 December	26,446	30,604

## 23 RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption under FRS 102 Related Party Transactions, not to disclose transactions with other Group companies.

See note 3 for information relating to remuneration of key management personnel.

The Group provided administrative services to the Group's defined benefit pension scheme. As part of the buy-out of the defined benefit pension scheme and the closure of the Fund, a balance of £0.1m was written off in the year.