

The Kantar Group Limited
Annual Report and Audited Financial Statements
For the year ended 31 December 2021

Registered number: 02887671



The Kantar Group Limited
Annual report and Audited financial statements
For the year ended 31 December 2021

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The Kantar Group Limited

Officers and professional advisers

For the year ended 31 December 2021

Directors

Peter Russell
Katharine Herrity
Ian Griffiths (resigned 1 June 2022)
Michael Uzielli (appointed 1 June 2022)

Company Secretary

Jason de Bruin
Shanny Looi (appointed 18 November 2021)

Registered Office

6 More London Place
Tooley Street
London
SE1 2QY
United Kingdom

Bankers

National Westminster Bank Plc
63-65 Piccadilly
London
W1J 0AJ
United Kingdom

Solicitors

Squire Sanders
7 Devonshire Square
Culters Gardens
London
EC2M 4YH
United Kingdom

Auditor

Deloitte LLP
Statutory Auditor
London
EC4A 3TR
United Kingdom

The Kantar Group Limited

Strategic Report For the year ended 31 December 2021

The Directors, in preparing this Strategic Report, have complied with s414C of the Companies Act 2006.

Principal activity and business review

The principal activity of the Company is to host global employees and associated global infrastructure costs which are recharged to divisional operating companies except for transformation project costs, which are retained in the Company.

The Company continues to lead the strategic direction of the Kantar group and to provide supervisory services to group companies.

Key performance indicators and dividends

The Company reports its key performance indicator, a loss for the year after tax of £75,919k (2020: £52,363k). The loss for this year is mainly due to transformation costs incurred of £84,112k.

The balance sheet on page 14 of the financial statements reflects a net liabilities position of £237,852k (2020: £162,363k). The timing of invoicing of the intercompany service fees drives the bank overdraft and amounts owed by other group undertakings balances. The Directors consider that owing to the nature of the business, no further key performance indicators are necessary to understand the performance of the business in the year.

The Company did not recommend payment of dividend for the year ended 31 December 2021 (2020: nil)

Principal risks and uncertainties

The principal risk is considered liquidity risk. This risk is mitigated because the Company is a wholly owned subsidiary in the Kantar network, participates in the group banking arrangements, has access to a group cash management facility and has received a letter of support from Kantar Group Holdings Limited.

Section 172(1) Statement

The directors of the company, as those of all UK companies, must act in accordance with section 172 of the UK Companies Act 2006. The directors are of the opinion that they have acted fairly and in good faith to promote the success of the company for the benefits of its members.

The directors have carried out these duties and have made decisions and undertaken short and long-term strategies to maintain its financial performance and position. The directors continue to recognise the importance of the company's partnership with all stakeholders, including employees, members, suppliers, customers and the community, as well as maintaining its high standards of business conduct and reputation.

We have representatives who attend and communicate with industry bodies in the markets in which we operate who engaged on issues that affect our people, clients and competitors. We contributed during the year to indexes that provide meaningful data on governance and policy issues.

a. Long term consequences

The directors met throughout the year and considered the purpose and strategy for the company, supported by a budget for the following year and a medium-term financial plan. Agenda items for the following year are set based on the discussions held and decisions taken by the Board throughout the year. For example, business development and operational progress are discussed to help maintain the long-term sustainability of the business model.

The Kantar Group Limited

Strategic Report (continued) For the year ended 31 December 2021

Section 172(1) Statement (continued)

b. Interest of employees

The company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the company. This is achieved through formal and informal meetings, briefings and through Group and company communications. Employees are consulted regularly on a wide range of matters affecting their current and future interests.

c. Interest of other stakeholders

The company recognises the importance of its continued partnerships with its wider stakeholders including suppliers and customers, in delivering its business strategy and sustainability goals. The company aims to have an open and transparent relationship which is based on honesty and respect. The company engages in constant conversation with clients and suppliers on improving delivery of services and relationships.

d. Impact of community and environment

Corporate responsibility, including human rights, environmental stewardship and use of resources, sustainable solutions, greenhouse gas emissions and energy management are monitored with quarterly reporting of these to help the company plan for future actions to be taken in order for the business to help the local community and the environment.

The Kantar group recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements policies to reduce any damage that might be caused by the Group's activities. Initiatives designed to minimise the Company's impact on the environment include improving its energy use efficiency, paper use, recycling and carbon footprint monitoring.

e. High standards of business conduct

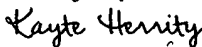
The company maintains high standards of business conduct focusing on business ethics, anti-bribery and anti-corruption. All directors are required to read and agree with all policies in regard to the Group's code of conduct, right to speak and anti-bribery. These are communicated on an annual basis by HR.

f. Act fairly between members

The directors aim to understand the views of its shareholders and always act in their best interests. In order to do this, the directors work closely with the shareholders to ensure operations, strategy and performance are aligned with their long-term objectives, while complying with the Articles of Association of the company, and in line with the highest standards of conduct as laid out in Group policies.

Approved by the Board of Directors and signed on behalf of the Board

DocuSigned by:



Katharine Herrity

Director

30 September 2022

The Kantar Group Limited

Directors' Report For the year ended 31 December 2021

The Directors present their annual report on the affairs of the Company, together with the financial statements and auditor's report, for the year ended 31 December 2021:

Directors

The Directors of the Company, who have served throughout the year and to the date of this report unless otherwise noted, are set out on page 1.

Political and charitable contributions

During the year the Company made charitable donations of nil (2020: nil). There were no political donations made during the current and prior year.

Events after balance sheet date

The UK Public business was transferred out of The Kantar Group Limited into Mantle Public UK Limited on 30 June 2022. The business transfer agreement (BTA) was effective that day, and included the IP as listed on the MR05 form submitted to Companies House.

Future developments

We expect the Company to incur further transformation costs as we update our IT infrastructure. We expect the operations of the Company to remain consistent for the foreseeable future.

Dividends

The directors do not recommend payment of a dividend in either the current or prior year or in the period subsequent to the balance sheet date of the financial statements.

Directors' indemnity

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

Going concern

The COVID-19 pandemic has had a significant impact on the global economy. The directors consider that the going concern assumption upon which these financials have been prepared continues to be appropriate. Given the net liability position, the intermediate parent company, Kantar Group Holdings Ltd, has provided a letter of support confirming their support until 12 months from the date of signing of the financial statements. Forecasts and cash flow projections have been produced by the Group, covering the period of 12 months from the date of signing these financial statements, which have been sensitised to reflect potential declines in revenue and profitability resulting from the COVID-19 pandemic and its impact on the global economy. These demonstrate the Group has sufficient funding to enable the Company to meet its obligations as they fall due. Following correspondence with Group management, the directors of the company are satisfied that the Group will continue to invest in this entity as it is considered strategically beneficial to the Group.

Financial risk management objectives and policies

The Company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk.

The Kantar Group Limited

Directors' Report (continued) For the year ended 31 December 2021

Credit risk

The Company's credit risk is primarily attributable to its group receivables. The majority of the Company's group receivables are due from group companies where the risk of default is considered low. The amounts presented in the balance sheet are net of allowances for doubtful receivables, estimated by the Company's management based on expected losses, prior experience and their assessment of the current economic environment.

Liquidity risk

To maintain liquidity and ensure that sufficient funds are available for ongoing operations and future developments, the Company is part of a mutually guaranteed Group overdraft facility.

Energy and carbon reporting

Greenhouse Gas (GHG) Emissions

In line with the Greenhouse Gas Protocol (GHG) Corporate Accounting and Reporting Standard, The Kantar Group Limited continues to be engaged in a process aimed at reducing our energy and greenhouse gas (GHG) emissions.

Kantar maintains scope 1 & 2 emissions, which are generated from our offices. We have also included scope 3 emissions derived from the transmission and distribution of electricity to our various premises; we recognise that it is not mandatory to include but, as recommended by BEIS, we feel it appropriate to do so.

Kantar previously devised a strategy to reduce our carbon footprint significantly including:

- encouraging employees to purchase renewable technology cars i.e., hybrid vehicles, battery electric vehicles;
- purchasing energy efficient equipment where appropriate in our offices;
- replacing Heating, Ventilation and Air conditioning (HVAC) systems with energy-efficient equipment where possible; and
- adopting behavioural change measures where possible.

Kantar was heavily impacted by the covid pandemic during our financial year. We continue to work hard at reducing our emissions and reducing our carbon footprint.

We are pleased to confirm that our emissions for our current fiscal year is 74,389 kgCO₂e, i.e. 74.39 tCO₂e (2020: 94.66 tCO₂e), whilst energy consumption was 547,773.41 kWh (547.77 MWh) (2020: 365,617 kWh).

Whilst it is noted that our energy consumption has increased, primarily because of our employees returning to our offices, we have reduced our emissions by 27.25%. Most of this reduction is through purchasing renewable energy guarantees of origin (REGO) backed electricity, meaning our electricity is from renewable sources, however, we continue to focus on behavioural change measures and good energy practices.

The Kantar Group Limited

Directors' Report (continued) For the year ended 31 December 2021

Methodology

We have reported all of emission sources under the Companies Act 2006 (Strategic Report and Director's Reports) Regulations 2013 as required. We have calculated and reported our emissions in line with the GHG Protocol Corporate Accounting and Reporting Standard (revised edition) and emission factors from the UK Government's GHG Conversion Factors for Company Reporting 2021 (reference "Introduction guidance").

Energy consumption (kWh) derives from supplier invoices, and landlord information provided to us. Transport energy is calculated by dividing emissions totals with corresponding conversion factor(s) outlined in government produced conversion factors.

The reporting period is the budget year 2021, the same as that covered by the Annual Report and Financial Statements. The boundaries of the GHG inventory are defined using the operational control approach. In general, the emissions reported are the same as those which would be reported based on a financial control boundary.

Emissions (in Tonnes CO₂ equivalent (tCO₂e))

| | 2021 | 2020 |
|--|--------------|--------------|
| Scope 1 (natural gas & transport) | 35.56 | 30.00 |
| Scope 2 (electricity) | 16.02 | 59.00 |
| Scope 3 (electricity T & D, transport) | 22.81 | 5.00 |
| Total | 74.39 | 94.00 |

Scope 1, 2 and 3 carbon intensity metric : 0.0027 tCO₂e/m² based on 27,399 M² (average floor area during the fiscal year).

Efficiency Measures Taken

- 1) Continue to upgrade and replace aging office equipment with energy-efficient products.
- 2) Expanded video conferencing and online meetings (as opposed to face-to-face meetings).
- 3) Upgraded lighting portfolio where possible.

Objectives for 2022

- 1) Reduce our baseline (2020) electricity and gas consumption by 2%
- 2) Continual review of existing operational and office equipment company policies.
- 3) Reviewing supply contracts to determine feasibility of renewable energy.
- 4) Prepare for the Energy Savings Opportunity Scheme (ESOS) phase 3 compliance.
- 5) Continue with our energy-savings programme.

Kantar will report on progress within our next set of financial accounts.

The Kantar Group Limited

Directors' Report (continued) For the year ended 31 December 2021

Employee engagement

Please refer to the Section 172(1) statement, paragraph (b), in the Strategic Report for detail of how during the financial year the directors have engaged with employees and had regard to employee interests.

Business relationships

Please refer to the Section 172(1) statement, paragraph (c), in the Strategic Report for detail of how during the financial year the Directors have had regard to the need to foster the company's business relationships with suppliers, customers and others, and the effect of that regard.

Recharged costs

Where the Company acts as an agent on behalf of other group entities, recharged costs are disclosed net in administrative expenses, not as turnover.

Employment of disabled persons

The company gives full and fair consideration to applications for employment made by disabled persons having regard to their aptitudes and disabilities. Appropriate training is arranged for disabled employees, including retraining of alternative work of employees who become disabled, to promote their career development within the company.

Auditors

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to be reappointed as auditor for a further term and, accordingly, a resolution for their reappointment for the year ending 31 December 2022 will be put to the Company's members in accordance with the provisions of the Companies Act 2006.

Approved by the Board of directors and signed on behalf of board

DocuSigned by:

F5C5D2283C5B4B2...
Katharine Herrity,
Director
30 September 2022

The Kantar Group Limited

Directors' Responsibilities Statement For the year ended 31 December 2021

The Directors are responsible for preparing the Annual 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 101 "Reduced Disclosure Framework". Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

Independent auditors' report to the members of The Kantar Group Limited

Report on the audit of the financial statements

Opinion

In our opinion, the financial statements of The Kantar Group Limited (the 'Company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

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 company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (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

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.

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

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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.

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 course of 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 this gives rise to material misstatement in the financial statements themselves. 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.

Independent auditors' report to the members of The Kantar Group Limited (continued)

Responsibilities of the Directors

As explained more fully in the directors' responsibilities statement, 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 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 company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 FRC's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

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

We considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements, but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included employment regulations.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organization for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud or non-compliance with laws and regulations in the following areas, and our specific procedures performed to address it are described below:

- The valuation and completeness of year end accrual balances: We assessed the design and implementation of relevant controls and tested both year-end accrual balances and post year end payments. For a sample of year end accruals, and post year end payments and invoices, we agreed them to audit evidence.

Independent auditors' report to the members of The Kantar Group Limited (continued)

Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

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.

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

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

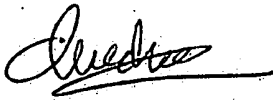
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law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

We have nothing to report in respect of these matters.

Independent auditors' report to the members of The Kantar Group Limited (continued)

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 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.



Deven Vedhera FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
30 September 2022

The Kantar Group Limited

Profit and Loss Account For the year ended 31 December 2021

| | Notes | 2021 £'000 | 2020 (Restated) £'000 |
|--------------------------------------|-------|-----------------|-----------------------------|
| Turnover | 2 | 75,864 | 47,407 |
| Administration expenses | | (159,061) | (110,716) |
| Operating Loss | 3 | (83,197) | (63,309) |
| Interest payable and similar expense | 6 | (5,678) | (44) |
| Loss before taxation | | (88,875) | (63,353) |
| Tax credit | 7 | 12,956 | 10,990 |
| Loss for the financial year | | (75,919) | (52,363) |

The loss before taxation derives entirely from continuing activities.

There are no other items of comprehensive income other than those above, in the profit and loss account, and therefore no statement of comprehensive income has been presented.

The notes on pages 16 to 30 forms integral part of the financial statements.

The Kantar Group Limited

Balance Sheet As at 31 December 2021

| | Notes | 2021 £'000 | 2020 (Restated) £'000 |
|---|-------|------------------|-----------------------------|
| Fixed assets | | | |
| Tangible assets | 8 | 1,689 | 1,537 |
| Intangible assets | 9 | 963 | 194 |
| | | <u>2,652</u> | <u>1,731</u> |
| Current assets | | | |
| Debtors | 10 | 243,744 | 118,078 |
| Cash at bank and in hand | | 971 | 174 |
| | | <u>244,715</u> | <u>118,252</u> |
| Creditors: amounts falling due within one year | 11 | (485,219) | (282,346) |
| Net current liabilities | | <u>(240,504)</u> | <u>(164,094)</u> |
| Net liabilities | | <u>(237,852)</u> | <u>(162,363)</u> |
| Capital and reserves | | | |
| Called up share capital | 12 | - | - |
| Equity reserve | | 430 | - |
| Profit and loss account | | (238,282) | (162,363) |
| Shareholders' deficit | | <u>(237,852)</u> | <u>(162,363)</u> |

The financial statements of The Kantar Group Limited, (registered number 02887671) were approved by the Board of Directors and authorised for issue on 30 September 2022.

Approved by the Board of directors and signed on behalf of board

DocuSigned by:

 F5C5D2263C5B4B2...
 Katharine Herrity
 Director

The Kantar Group Limited

Statement of changes in equity For the year ended 31 December 2021

| | Called up share capital (see note 12) £'000 | Equity reserve £'000 | Profit and loss account £'000 | Total £'000 |
|--|--|----------------------------|-------------------------------------|------------------|
| At 01 January 2020 as previously reported. | - | 2,847 | (105,024) | (102,177) |
| Restatement (Note 1) | - | - | (4,976) | (4,976) |
| At 01 January 2020 (Restated) | - | 2,847 | (110,000) | (107,153) |
| Total comprehensive expense for the financial year | - | - | (52,363) | (52,363) |
| Equity settled share-based payment | - | (2,847) | - | (2,847) |
| Balance at 31 December 2020 (Restated) | - | - | (162,363) | (162,363) |
| At 01 January 2021 | - | - | (162,363) | (162,363) |
| Total comprehensive expense for the financial year | - | - | (75,919) | (75,919) |
| Equity settled share-based payment | - | 430 | - | 430 |
| Balance at 31 December 2021 | - | 430 | (238,282) | (237,852) |

The Kantar Group Limited

Notes to the financial statements For the year ended 31 December 2021

1. Accounting policies

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

General information

The Kantar Group Limited (the Company) is a private Company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the Strategic report on page 2.

Basis of preparation

These financial statements were prepared in accordance with the Companies Act 2006 as applicable for companies reporting under Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 ("UK-Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

These financial statements are presented in pound sterling because that is the currency of the primary economic environment in which the Company operates.

These financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements, because it is included in the group accounts of Kantar Global Holdings Sarl.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Certain disclosures regarding revenue;
- Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital;
- Disclosures in respect of transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- An additional balance sheet for the beginning of the earliest comparative period following the retrospective change in accounting policy, the correction of error, or the reclassification of items in the financial statements;
- Disclosures in respect of the compensation of Key Management Personnel;
- Disclosures of transactions with a management entity that provides key management personnel services to the Company; and
- IFRS 2 Share-Based Payments in respect of group settled share-based payments.

As the consolidated financial statements of Kantar Global Holdings Sarl include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

1. Accounting policies (continued)

Basis of preparation (continued)

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed later in this note (*Critical accounting judgements and key sources of estimation uncertainty*).

Change in accounting policy

The Company has adopted the following IFRSs in these financial statements:

- Amendments to IFRS 9: Interest Rate Benchmark Reform has been adopted.
- Amendments to IFRS 16: Leases Covid-19 Related Rent Concessions has been adopted.

These amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods. Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2021 reporting periods and have not been early adopted. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

Going concern

The COVID-19 pandemic has had a significant impact on the global economy. The directors consider that the going concern assumption upon which these financials have been prepared continues to be appropriate. Given the net liability position, the intermediate parent company, Kantar Group Holdings Ltd, has provided a letter of support confirming their support until 12 months from the date of signing of the financial statements. Forecasts and cash flow projections have been produced by the Group, covering the period of 12 months from the date of signing these financial statements, which have been sensitised to reflect potential declines in revenue and profitability resulting from the COVID-19 pandemic and its impact on the global economy. These demonstrate the Group has sufficient funding to enable the Company to meet its obligations as they fall due. Following correspondence with Group management, the directors of the company are satisfied that the Group will continue to invest in this entity as it is considered strategically beneficial to the Group.

Turnover

The majority of turnover represents the total amount receivable by the Company in respect of recharges to all group companies relating to the services provided by the Kantar Group Limited. The rechargeable expenses are appropriately marked up. Revenue is recognised when related expenses are incurred.

Where the Company acts as an agent on behalf of other group entities, recharged costs are disclosed net in administrative expenses, not as turnover.

Tangible assets

Fixtures and equipment are stated at cost less accumulated depreciation and any recognised impairment loss.

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

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

1. Accounting policies (continued)

Tangible assets (continued)

| | |
|--------------------|-------------------|
| Office furniture | 33% straight line |
| Office equipment | 33% straight line |
| Computer equipment | 33% straight line |

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

Tangible assets are derecognised on disposal or when no future economic benefits are expected. The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

Intangible assets

Intangible assets represent the capitalised cost of software implementation and customisation and font licenses. When the assets come into use, the costs are amortised over their expected useful lives, which are deemed to be five years.

The amortisation expense is recognised in administrative expenses

Impairment of tangible and intangible assets

At each balance sheet date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. An intangible asset with an indefinite useful life is tested for impairment at least annually and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

1. Accounting policies (continued)

Taxation

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

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

Pensions

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Foreign currencies

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

Transactions in currencies other than the functional currency are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise.

Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Financial assets are measured at amortised cost using the effective interest rate, less any impairment or estimated irrecoverable amounts.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

1. Accounting policies (continued)

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Interest is recognised on an accruals basis, with income and expenses matched to the period to which they relate to other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Prior year restatement

The following table summarises the impact of a prior year adjustment on the financial statements related to the impact of the IFRIC agenda decision on accounting treatment for configuration and customisation costs in a cloud computing arrangement.

Profit and loss account

| | As previously reported 2020 £'000 | Adjustment £'000 | Restated 2020 £'000 |
|--------------------------------------|--|---------------------|---------------------------|
| Turnover | 47,407 | | 47,407 |
| Administration expenses | (112,000) | 1,284 | (110,716) |
| Operating Loss | (64,593) | 1,284 | (63,309) |
| Interest payable and similar expense | (44) | - | (44) |
| Loss before taxation | (64,637) | 1,284 | (63,353) |
| Tax credit | 10,990 | - | 10,990 |
| Loss for the financial year | (53,647) | 1,284 | (52,363) |

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

1. Accounting policies (continued)

Prior year restatement

Balance sheet

| | As previously reported 2020 £'000 | Adjustment £'000 | Restated 2020 £'000 |
|---|--|---------------------|---------------------------|
| Fixed assets | | | |
| Tangible assets | 1,537 | - | 1,537 |
| Intangible assets | 3,886 | (3,692) | 194 |
| | <u>5,423</u> | <u>(3,692)</u> | <u>1,731</u> |
| Current assets | | | |
| Debtors | 118,078 | - | 118,078 |
| Cash at bank and in hand | 174 | - | 174 |
| | <u>118,252</u> | <u>-</u> | <u>118,252</u> |
| Creditors: amounts falling due within one year | (282,346) | - | (282,346) |
| Net current liabilities | <u>(164,094)</u> | <u>-</u> | <u>(164,094)</u> |
| Net liabilities | <u>(158,671)</u> | <u>(3,692)</u> | <u>(162,363)</u> |
| Capital and reserves | | | |
| Called up share capital | - | - | - |
| Equity reserve | - | - | - |
| Profit and loss account | (158,671) | (3,692) | (162,363) |
| Shareholders' deficit | <u>(158,671)</u> | <u>(3,692)</u> | <u>(162,363)</u> |

In April 2021, an IFRIC agenda decision was issued in relation to the accounting treatment for configuration and customisation costs in a cloud computing arrangement. This guidance clarified that in order for an intangible asset to be capitalised in relation to customisation and configuration costs in a software-as-a-service (SaaS) arrangement, it is necessary for there to be control of the underlying software asset or for there to be a separate intangible asset which meets the definition in IAS 38 Intangible Assets. The company has completed its assessment of the financial reporting impact of this agenda decision and as a result software costs related to the implementation and customisation of the Human Resources management system have been expensed.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

1. Accounting policies (continued)

Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form a basis for making the judgements about carrying value of assets and liabilities that are not readily available from other sources.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

Critical judgements

Accruals: In the process of applying the Group's accounting policies, management has made the following estimation that have the most significant effect on the amounts recognised in the financial statements. Given the nature of the entity, it incurs significant costs relating to transformation for the wider Kantar Group and there is estimation involved in determining the size and timing of the future obligations. These costs are included within the accruals which are disclosed within note 11..

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

2. Turnover

An analysis of the turnover by geographical segment is as follows:

| | 2021 £'000 | 2020 £'000 |
|--------------------------|---------------|---------------|
| United Kingdom | 58,542 | 30,999 |
| Rest of Europe | 13,410 | 11,041 |
| United States of America | 3,912 | 5,367 |
| | <u>75,864</u> | <u>47,407</u> |

3. Operating loss

Operating loss is stated after charging:

| | 2021 £'000 | 2020 (Restated) £'000 |
|--|-----------------------------|-----------------------------|
| Staff costs (see note 4) | 37,923 | 25,858 |
| Share based payments | 430 | - |
| Net foreign exchange losses | 1,165 | 72,545 |
| Depreciation of tangible fixed assets owned | 511 | 517 |
| Amortisation of intangible assets | 378 | 224 |
| Transformation cost | 84,112 | 65,709 |
| Fees payable to the Company's auditor for the audit of the Company's annual accounts | 78 | 62 |
| Fees payable to the Company's auditor for the non-audit services | - | - |
| | <u> </u> | <u> </u> |

4. Staff costs

The average monthly number of employees was:

| | 2021 No. | 2020 No. |
|----------------|-------------|-------------|
| Administration | 305 | 207 |
| | <u>305</u> | <u>207</u> |

Their aggregate remuneration comprised:

| | 2021 £'000 | 2020 £'000 |
|-----------------------------|---------------|---------------|
| Wages and salaries | 30,780 | 22,120 |
| Social security costs | 5,192 | 2,703 |
| Pension costs (see note 13) | 1,951 | 1,035 |
| | <u>37,923</u> | <u>25,858</u> |

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

5. Directors' remuneration

No Directors exercised any share options during the current or prior year.
The emoluments of the directors of the company were:

| | 2021 £'000 | 2020 £'000 |
|--|---------------|---------------|
| Aggregate emoluments | 970 | 1,281 |
| Pension contributions to defined contribution scheme | 8 | 22 |
| | <u>978</u> | <u>1,303</u> |

Directors' remuneration for the highest paid Director

| | 2021 £'000 | 2020 £'000 |
|---|---------------|---------------|
| Emoluments | 573 | 1,052 |
| Company contributions to money purchase pension schemes | - | 8 |
| | <u>573</u> | <u>1,060</u> |

During the year 2 directors were members of the defined contribution pension scheme (2020: 2).

During the year no advances and credits were granted by the Company to its Directors, and no guarantees were entered into by the Company on behalf of its Directors (2020: none).

6. Interest payable and similar expense

| | 2021 £'000 | 2020 £'000 |
|-----------------------------|---------------|---------------|
| Interest on bank overdrafts | 109 | 44 |
| Inter Company interest | 5,569 | - |
| | <u>5,678</u> | <u>44</u> |

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

7. Tax credit

Analysis of tax (credit) in the year

| | 2021 | 2020 |
|---|-----------------|---------------------|
| | £'000 | (Restated) £'000 |
| Current tax: | | |
| Corporation tax at 19% (2020: 19%) | (10,851) | (10,758) |
| Adjustment in respect of prior year | 4,759 | 536 |
| | <u>(6,092)</u> | <u>(10,222)</u> |
| Overseas tax | 24 | 2 |
| | <u>(6,068)</u> | <u>(10,220)</u> |
| Deferred tax: | | |
| Deferred tax for the current year | 61 | (107) |
| Impact of deferred tax at different rates | (2,158) | (210) |
| Prior year adjustment to deferred tax | (4,791) | (453) |
| | <u>(6,888)</u> | <u>(770)</u> |
| Deferred tax credit | <u>(6,888)</u> | <u>(770)</u> |
| Tax credit | <u>(12,956)</u> | <u>(10,990)</u> |

The credit for the year can be reconciled to the loss in the profit and loss account as follows:

| | 2021 | 2020 |
|--|-----------------|---------------------|
| | £'000 | (Restated) £'000 |
| Loss before tax | (88,875) | (63,353) |
| Tax credit on loss at 19% (2020: 19%) | (16,886) | (12,037) |
| Effects of: | | |
| Imputed transfer pricing adjustment | 5,333 | 1,206 |
| Expenses not deductible for tax purposes | 963 | 210 |
| Adjustments in respect of prior years - current tax | 4,759 | 536 |
| Adjustments in respect of prior years - deferred tax | (4,791) | (453) |
| Other adjustments | (6) | (244) |
| Overseas taxes | 24 | 2 |
| Impact of change in rate for deferred tax | (2,158) | (210) |
| Gain/loss on disposal on assets | (183) | - |
| Loan write off | 58 | - |
| Super deduction capital allowances | (69) | - |
| | <u>(12,956)</u> | <u>(10,990)</u> |
| Total tax | <u>(12,956)</u> | <u>(10,990)</u> |

Included within the imputed transfer pricing adjustment is £4,075k relating to an ongoing HMRC enquiry.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

7. Tax credit (continued)

The UK corporation tax rate is 19% for the years ended 31 December 2020 and 31 December 2021.

In the 3 March 2021 budget, it was announced that the UK tax rate would increase to 25% from 1 April 2023 and this was substantively enacted on 24 May 2021. The rate of 25% has been reflected in the calculation of deferred tax at the statement of financial position date.

However, in the September 2022 Mini Budget it was announced that the increase to 25% would now not occur and the Corporation Tax Rate would instead be held at 19%. This rate had not been substantively enacted at the balance sheet date, and as a result the deferred tax balances as at 31 December 2021 continue to be measured at the full 25% rate noted above. The estimated impact of the reversal of the corporation tax rate increase would be to reduce the deferred tax asset by £2,158k.

Deferred tax asset

| | 2021 | 2020 (Restated) |
|---|-----------------------|-----------------------|
| | £'000 | £'000 |
| The deferred tax asset was as follows: | | |
| Accelerated capital allowances | (3,556) | (2,063) |
| Other timing differences | (70) | (40) |
| Losses carried forward | (5,367) | - |
| | <u>(8,993)</u> | <u>(2,103)</u> |
| At the beginning of the year | (2,103) | (1,333) |
| Credited to profit and loss account | (4,731) | (560) |
| Impact of deferred tax at different rates | (2,159) | (210) |
| As at the end of the year | <u><u>(8,993)</u></u> | <u><u>(2,103)</u></u> |

Tax Debtor

| | 2021 | 2020 (Restated) |
|--|------------------------|------------------------|
| | £'000 | £'000 |
| The deferred tax asset was as follows: | | |
| Corporation tax receivable | <u><u>(19,175)</u></u> | <u><u>(14,085)</u></u> |

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

8. Tangible assets

| | Computer equipment £'000 | Office equipment £'000 | Office furniture £'000 | Total £'000 |
|-----------------------|--------------------------------|------------------------------|------------------------------|----------------|
| Cost | | | | |
| At 1 January 2021 | 3,777 | 340 | 159 | 4,276 |
| Additions | 178 | 479 | 7 | 664 |
| Disposals | (2,656) | (289) | (6) | (2,951) |
| At 31 December 2021 | <u>1,299</u> | <u>530</u> | <u>160</u> | <u>1,989</u> |
| Depreciation | | | | |
| At 1 January 2021 | (2,441) | (296) | (2) | (2,739) |
| Charge for the year | (420) | (83) | (8) | (511) |
| Disposals | 2,656 | 288 | 6 | 2,950 |
| At 31 December 2021 | <u>(205)</u> | <u>(91)</u> | <u>(4)</u> | <u>(300)</u> |
| Net book value | | | | |
| At 31 December 2021 | <u>1,094</u> | <u>439</u> | <u>156</u> | <u>1,689</u> |
| At 31 December 2020 | <u>1,336</u> | <u>44</u> | <u>157</u> | <u>1,537</u> |

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

9. Intangible assets

| | Other intangibles £'000 | Software £'000 | Total £'000 |
|--------------------------------|-------------------------------|-------------------|----------------|
| Cost | | | |
| At 1 January 2021 (Restated) | 278 | 1,193 | 1,471 |
| Additions | - | 1,148 | 1,148 |
| Disposals | - | (1,013) | (1,013) |
| | <u>278</u> | <u>1,328</u> | <u>1,606</u> |
| At 31 December 2021 | <u>278</u> | <u>1,328</u> | <u>1,606</u> |
| Amortisation | | | |
| At 1 January 2021 (Restated) | (123) | (1,154) | (1,277) |
| Charge for the year | (28) | (350) | (378) |
| Disposals | - | 1,012 | 1,012 |
| | <u>(151)</u> | <u>(492)</u> | <u>(643)</u> |
| At 31 December 2021 | <u>(151)</u> | <u>(492)</u> | <u>(643)</u> |
| Net book value | | | |
| At 31 December 2021 | <u>127</u> | <u>836</u> | <u>963</u> |
| At 31 December 2020 (Restated) | <u>155</u> | <u>39</u> | <u>194</u> |

Other intangibles represent a font license for the Kantar Brand.

10. Debtors

| | 2021 £'000 | 2020 £'000 |
|--|----------------|----------------|
| Amounts owed by other group undertakings | 207,831 | 90,838 |
| Corporation tax receivable | 19,175 | 14,085 |
| Deferred tax asset (see note 7) | 8,993 | 2,103 |
| Prepayments | 4,715 | 3,573 |
| VAT receivable | 3,030 | 7,479 |
| | <u>243,744</u> | <u>118,078</u> |

Amounts owed by group undertakings are non-secured, receivable on demand and are interest free.

The purpose of the inter company loan is to provide continuing funding to the counter party as a group treasury function. Intercompany receivable arises from the normal trading activities that the company had with the counter party. Management noticed that the total intercompany receivable balance is higher than the revenue recognised in FY 2020, this is due to not all the costs recharged to other entities were recognised as revenue.

The increase in intercompany receivables is mainly due to timing of service fee invoice settlement regarding Kantar UK.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

11. Creditors: amounts falling due within one year

| | 2021 £'000 | 2020 £'000 |
|--|----------------|----------------|
| Bank Overdraft | - | 170,820 |
| Trade creditors | 22,020 | 32,775 |
| Amounts owed to other group undertakings | 404,380 | 30,205 |
| Balances due to related parties | 2,696 | 9,454 |
| Other tax and social security | 1,691 | 1,232 |
| Other creditors | 320 | 63 |
| Accruals | 54,112 | 37,797 |
| | <u>485,219</u> | <u>282,346</u> |

Amounts owed to group undertakings are non-secured, receivable on demand and are interest free except for a loan from TNS Group Limited which incurs an interest rate of 4.7%.

The majority of accruals relates to operating, bonus and transformation costs.

12. Called up share capital

| | 2021 £ | 2020 £ |
|--|-----------|-----------|
| Allotted, called up and fully paid equity share capital | | |
| 2 ordinary shares of £1 each | <u>2</u> | <u>2</u> |

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital

13. Defined contribution pension scheme

The Company operates a defined contribution retirement benefit schemes for all qualifying employees. The assets of the scheme are held separately from those of the Company in an independently administered fund. The Company charged £1,951k (2020: £1,035k) to the profit and loss account in relation to contributions by the Company to the fund. £280k (2020: £206k) of outstanding contributions was included in creditors at the year-end.

The Kantar Group Limited

Notes to the financial statements (continued) For the year ended 31 December 2021

14. Related party transactions

WPP Plc Group is deemed to be the related party due to them all having a significant shareholding in the Kantar Group.

During the year, owing to its function as a head office, the company entered into the following transactions with related parties:

| | Plc Group | | Non-wholly owned Members of the WPP members of the Kantar Group | | Total | |
|--------------------------------|-----------|--------|---|--------|---------|--------|
| | 2021 | 2020 | 2021 | 2020 | 2021 | 2020 |
| | £'000 | £'000 | £'000 | £'000 | £'000 | £'000 |
| Sales | - | - | 75,864 | 47,407 | 75,864 | 47,407 |
| Purchases | 12,985 | 19,276 | 53,949 | 65,905 | 66,934 | 85,181 |
| Trade and other receivables | - | - | 207,831 | 90,838 | 207,831 | 90,838 |
| Trade and other payables | 2,696 | 9,454 | 404,380 | 30,205 | 407,076 | 39,659 |

During the year the entity entered into £118,669k (2020: £45,037k) of transactions where it acts as an agent and arranged the services on other group entity's behalf, where no mark-up are earned. These are not recorded within sales but recorded as net in admin expense.

15. Ultimate parent and controlling party

The parent undertaking of the largest and smallest group of undertakings for which group financial statements are drawn up and of which the company is a member is Kantar Global Holdings S.á.r.l, registered at 4 Rue Lou Hemmer, Findel, Luxembourg L-1748.

Copies of the financial statements of Kantar Global Holdings S.á.r.l are available at 222 Grays Inn Road, London, WC1X 8HB.

The directors consider TNS Group Holdings Ltd, a company incorporated in the United Kingdom, as the immediate parent company and Bain Capital Europe Fund V, SCSp, a private equity fund registered at 4 Rue Lou Hemmer, Findel, Luxembourg L-1748, as the ultimate parent and the ultimate controlling party.

16. Guarantees

The company is part of an overdraft facility arrangement, together with a group of other subsidiaries of the Kantar group. As a form of guarantee, providers of the facilities have the right to offset positive and negative cash balances across the respective group of companies. The net limit of the facility is £5m with a gross debit cap of £200m. The facility does not have a set termination date and the provider has the option to demand repayment of amounts owed, or to withdraw the facility, at any time.

17. Events after the balance sheet date

The UK Public business was transferred out of The Kantar Group Limited into Mantle Public UK Limited on 30 June 2022. The business transfer agreement (BTA) was effective that day, and included the IP as listed on the MR05 form submitted to Companies House.