Company Registration No. 1493471

Metro Broadcast Limited

Report and Financial Statements

31 December 2014

Metro Broadcast Limited
Company Registration No. 1493471

Report and financial statements 2014

Contents

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Company Registration No. 1493471

Report and financial statements 2014

Officers and professional advisers

Directors

T J Askin
M E Metcalfe
A Scott (resigned 1 December 2014)
J N Eggar (resigned 1 December 2014)
E Rice
J R Sheehan
J G Tilleray
M J Hearn
B J Paton (appointed 1 April 2014)
L Mellman (appointed 1 December 2014)
A Goddard (appointed 1 December 2014)

Secretary

M J Hearn

Registered Office

6 Camberwell New Road
London
SE5 0TA

Bankers

HSBC Bank plc
28 Borough High Street
London
SE1 1YB

Solicitors

Squire Patton Boggs (UK) LLP
7 Devonshire Square
London
EC2M 4YH

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
London
United Kingdom

Strategic report

Strategic report

The purpose of the Strategic report is to inform members of the company and help them assess how the directors have performed their duty under section 172 (duty to promote success of the company). In preparing a Strategic report the directors have complied with s414 of the Companies Act 2006.

Business review

Metro Broadcast Limited's turnover for the year was £9,058,443 (2013: £9,669,543) a decrease of 6% from 2013; despite this overall decrease in turnover and revenues the main, London event production business continues to grow.

The business continued to trade profitably in 2014 with the company's profit on ordinary activities before tax being £430,246 (2013: £505,157). The company was in a net asset position of £6,238,378 at year end (2013: £6,182,132) with the increase principally reflecting the net impact of the profit for the year less the £0.4m dividend paid in the year.

The company's principal activity continues to be live event production and the provision of outsourced audio-visual technicians at client sites.

Future prospects

The directors expect a similar level of activity in the forthcoming year.

Principal risks and uncertainties facing the company

Principal risks and uncertainties include the loss of key clients and staff and the failure to adhere to relevant health and safety practices relating to the business; the directors recognise the importance of these factors and manage the business accordingly to mitigate these risks, ensuring that strong client relationships are maintained and that key employees are retained.

The company's health and safety policies and staff qualifications in this field are constantly reviewed to ensure adherence with best practice.

Price and employee retention risk

The company competes for clients in a highly competitive field which may result in reduced prices and decreased profits; there is also pressure on client budgets due to external economic factors. The company manages this risk by providing a high quality service to differentiate it from competitors and by providing added value services to its clients and by maintaining strong client relationships. The company recruits and seeks to retain the most talented people by supporting them to expand their skills and capabilities.

Future developments

The directors will manage the business to achieve the financial targets set out in the 3-year strategic plan submitted to parent company WPP plc in early 2015 and to enhance the skills and reputation of the company.

The company is well placed to deliver against its strategic targets; the directors have agreed a budget for 2015 which lays the foundation for achievement of these targets.

Signed on behalf of the directors

Matthew Hearn
Finance Director

Approved by the directors on 23 SEPT 2015

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2014.

Principal activity

The company's principal activity is live event production, incorporating the supply of audio visual and creative support services for conferences, events, meetings and roadshows for corporate clients and venues and the provision of outsourced audio-visual technicians at client sites.

Business review, results and dividends

Metro Broadcast Limited's turnover for the year was £9,058,443 (2013: £9,669,543) a decrease of 6% from 2013. The overall business continued to trade profitably in 2014 - the company's profit on ordinary activities before tax was £430,246 (2013: £505,157). The company was in a net asset position of £6,238,378 at year end (2013: £6,182,132).

A final dividend for the year of 0p (2013: 11.8p) per ordinary share has been proposed. In accordance with FRS 21, events after the balance sheet date, this final dividend has not been included as a liability in these financial statements.

WPP plc manages its operations on a network basis. For this reason, the company's directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business.

The results for the year ended 31 December 2014 are set out on pages 8 to 18.

Future prospects

The directors a similar level of activity in the forthcoming year.

Financial risk management objectives and policies

The company's activities expose it to a number of financial risks that potentially could have a material impact on the company's long-term performance; these risks are assessed and managed as detailed below:

Credit risk

The company's principal financial assets are bank balances, trade and other receivables.

The company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet 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 the cash flows. The company mitigates the risk of bad debts by carefully assessing potential clients, monitoring and follow up of overdue receivables, and withholding deliverables pending payment.

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies.

Downturn in economy

External economic factors such as a downturn in the economy could affect the company through a reduction in client expenditure and hence restricted budgets; the company mitigates this risk by concentrating its business with large corporate clients better able to withstand such a downturn.

Directors' report (continued)

Liquidity risk

The directors do not believe that the company is exposed to any significant cash flow or liquidity risk. The company currently has sufficient cash to fund its activities. However, in the event that additional liquidity was required for ongoing operations and future developments, the company participates in in group banking arrangements with its parent WPP plc, and has access to a group cash management facility.

Going concern

At 31 December 2014 the company held cash of £4.7 million, net assets of £6.2 million and continues to trade profitably. The directors have considered the company's forecast and budgets and products and markets for a period of at least 12 months from the date of signing these accounts. After making these enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the accounts.

Directors

The directors who served during the year and subsequently were as follows:

T J Askin
M E Metcalfe
A Scott (resigned 1 December 2014)
J N Eggar (resigned 1 December 2014)
E Rice
J R Sheehan
J G Tilleray
M J Hearn
B J Paton (appointed 1 April 2014)
L Mellman (appointed 1 December 2014)
A Goddard (appointed 1 December 2014)

Directors' indemnities

The Company 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.

Statement on information given to the auditor

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 s418 of the Companies Act 2006.

Auditor

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Directors' report (continued)

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

Matthew Hearn
Finance Director

23 SEPT 2015

Directors' responsibilities statement

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). 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 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 to 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Metro Broadcast Limited
Company Registration No. 1493471

We have audited the financial statements of Metro Broadcast Limited for the year ended 31 December 2014 which comprise the profit and loss account, the balance sheet and the related notes 1 to 19. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditor

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of financial statements

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

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its 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.

Opinion on matters prescribed in the Companies Act 2006

In our opinion the information in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you 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.

Jon Young

Jon Young
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
23 September 2015

Metro Broadcast Limited
Company Registration No. 1493471

Profit and loss account
Year ended 31 December 2014

	Notes	2014 £	2013 £
Turnover	1, 2	9,058,443	9,669,543
Cost of sales		(7,314,928)	(7,920,497)
Gross profit		1,743,515	1,749,046
Other operating expenses	3	(1,368,002)	(1,292,975)
Other operating income	4	51,336	44,802
Operating profit		426,849	500,873
Profit on sale of fixed assets		3,043	4,312
Net interest receivable/(payable)	5	354	(28)
Profit on ordinary activities before taxation	6	430,246	505,157
Tax on profit on ordinary activities	8	-	-
Profit on ordinary activities after taxation for the financial year	15	430,246	505,157

All the activities of the Company are continuing.

The company has no recognised gains and losses in either period other than the profit for that period. Consequently no statement of total recognised gains and losses is presented.

The accompanying notes form an integral part of these financial statements.

Metro Broadcast Limited
Company Registration No. 1493471

Balance sheet
31 December 2014

	Notes	2014 £	2013 £
Fixed assets			
Tangible assets	10	1,053,617	1,088,039
Current assets			
Debtors	11	2,062,567	1,990,789
Stocks		65,900	49,739
Work in progress		2,860	3,841
Cash at bank and in hand		4,707,189	4,829,715
		6,838,516	6,874,084
Creditors amounts falling due within one year	12	(1,507,155)	(1,624,891)
Net current assets		5,331,361	5,249,193
Total assets less current liabilities		6,384,978	6,337,232
Provisions for liabilities and charges	13	(146,600)	(155,100)
Net assets		6,238,378	6,182,132
Capital and reserves			
Called up share capital	14	3,393,002	3,393,002
Share premium account	15	2,099,998	2,099,998
Profit and loss account	15	745,378	689,132
Shareholders' funds	16	6,238,378	6,182,132

The accompanying notes form an integral part of these financial statements.

The financial statements of Metro Broadcast Limited, registered number 1493471 were approved by the Board of Directors on 23 SEPT 2015.

Signed on behalf of the Board of Directors

Matthew Hearn
Finance Director

Notes to the accounts
Year ended 31 December 2014

1. **Accounting policies**

The financial statements have been prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The particular accounting policies adopted by the directors are described below. They have all been applied consistently throughout the current and prior year.

Going concern

A going concern discussion is given in the Directors' report. The Directors have reviewed the outlook for the company and have concluded that the company will remain a going concern for a period of 12 months from the date of signing of these accounts.

Accounting convention

The accounts are prepared under the historical cost convention.

Cash flow statement

The company is exempt from the requirement of FRS 1 (revised 1996) to present a cash flow statement on the basis that it is a wholly-owned subsidiary of WPP plc whose accounts are publicly available.

Tangible fixed assets

Tangible fixed assets are stated at historical cost less accumulated depreciation and any provision for impairment.

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

Leasehold improvements	Over length of lease
Fixtures and fittings	3-5 years
Plant and machinery	3-5 years

Stocks

Stocks are stated at the lower of cost or net realisable value.

Work in progress

Work in progress is valued at cost. Cost includes outlays incurred on behalf of clients on incomplete assignments.

Debtors

Debtors are stated net of a provision for bad and doubtful debts.

Notes to the accounts
Year ended 31 December 2014

1. Accounting policies (continued)

Taxation

Current tax, including UK corporation tax and foreign 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 recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

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

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Turnover

Turnover comprises the value of sales (excluding VAT and trade discounts of goods and services in the normal course of business) Turnover is recognised when the service is performed in accordance with the terms of the contractual arrangement.

Pension costs

The company provides contributions to employees' personal money purchase pension schemes. The amount charged to the profit and loss account 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.

Leased assets

Annual rentals from operating leases are charged to the profit and loss account on a straight-line basis over the lease term. Income from property sub-leases is recognised on a straight-line basis over the length of the lease term.

2. Segmental information

Turnover principally arises in the UK and is derived from the company's principal activity.

Notes to the accounts
Year ended 31 December 2014

3. Other operating expenses

	2014 £	2013 £
Selling and marketing costs	301,639	261,486
Administrative expenses	1,066,363	1,031,489
	1,368,002	1,292,975

4. Other operating income

	2014 £	2013 £
Rental income from sub-leases at Head Office building	51,336	44,802

5. Net interest (payable)/receivable

	2014 £	2013 £
Other interest receivable and similar income	354	-
Other interest payable and similar charges	-	(28)
	354	(28)

6. Profit on ordinary activities before taxation

	2014 £	2013 £
Is stated after charging		
Staff costs (see note 7)	3,295,673	3,035,330
Depreciation of tangible fixed assets		
- owned	530,448	475,973
Operating lease rentals		
- motor vehicles	2,778	5,960
- land and buildings	212,934	201,350
- plant and equipment	6,703	6,738
Auditor remuneration		
- Fees payable to the company's auditor for the audit of the company's annual accounts	26,100	26,100

Deloitte received no other fees in either year.

Metro Broadcast Limited
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Notes to the accounts
Year ended 31 December 2014

7. Staff costs

Employee costs (including executive directors) during the year amounted to:

	2014 £	2013 £
Wages and salaries	2,901,857	2,663,741
Social security costs	321,987	314,164
Other pension costs	45,829	30,254
Capital contribution costs re WPP plc share options	26,000	27,171
	3,295,673	3,035,330

The average monthly number of employees (including executive directors) was:

	2014 £	2013 £
Technical	61	66
Sales and marketing	5	4
Administration	7	6
	73	76

Directors' remuneration

A Scott, JN Eggar, L Mellman and A Goddard are remunerated by other WPP group entities. The emoluments incurred by Metro Broadcast Limited are as follows:

	2014 £	2013 £
Emoluments	641,316	512,104
Company contributions to money purchase schemes	30,821	28,445
	672,137	540,549

Pensions

The number of directors who were members of pension schemes was as follows:

	No.	No.
Money purchase schemes	7	5

Notes to the accounts
Year ended 31 December 2014

7. **Staff costs (continued)**

Highest paid director

The above amounts for remuneration include the following in respect of the highest paid director.

	2014 £	2013 £
Emoluments and long-term incentive schemes	145,321	129,739
Company contribution to money purchase schemes	9,450	8,333
	154,771	138,072

8. **Tax on profit on ordinary activities**

The UK corporation tax on the profit for the year at 21.5% (2013: 23.25%) is £nil (2013: £nil). The tax assessed for the period is lower than that resulting from applying the standard rate of corporation tax. The differences are explained below:

	2014 £	2013 £
Profit on ordinary activities before tax	430,246	505,158
Tax on ordinary activities at 21.5% (2013: 23.25%)	(92,503)	(117,449)
Factors affecting charge for the year		
Depreciation in excess of capital allowances	(97,124)	(92,545)
Expenses not deductible for tax purposes/other adjustments	(25,201)	(8,336)
Group relief claim for £nil consideration	214,828	218,330
Total actual amount of current tax	-	-

There is an unrecognised deferred tax asset of £1,620,060 (2013: £1,606,198) arising as a result of capital allowances in excess of depreciation. The deferred tax asset is not recognised as its recovery is not certain.

Factors that may affect future tax charge

Budget announcements

The Finance Act 2013, which received Royal Assent on 17 July 2013, included legislation to reduce the main rate of corporation tax rate to 21% from 1 April 2014 and to 20% from 1 April 2015. Accordingly deferred tax is calculated at 20%, being the rate UK corporation tax will go to on 1 April 2015.

Notes to the accounts
Year ended 31 December 2014

9. Dividends on equity shares

	2014 £	2013 £
Proposed final dividend for the year ended 31 December 2014 of nil (2013: 11.8p) per ordinary share	-	400,000

The final dividend for 2013 was approved by the Directors on 19 November 2014 and paid on 20 November 2014.

10. Tangible fixed assets

	Improvements to leasehold buildings £	Fixtures and fittings £	Plant and machinery £	Total £
Cost				
At 1 January 2014	363,419	777,900	4,496,826	5,638,145
Additions	10,277	20,878	471,371	502,526
Disposals	-	-	(697,349)	(697,349)
At 31 December 2014	373,696	798,778	4,270,848	5,443,322
Accumulated depreciation				
At 1 January 2014	107,635	741,825	3,700,646	4,550,106
Charge for the year	75,665	18,435	436,348	530,448
Disposals	-	-	(690,849)	(690,849)
At 31 December 2014	183,300	760,260	3,446,145	4,389,705
Net book value				
At 31 December 2014	190,396	38,518	824,703	1,053,617
At 31 December 2013	255,784	36,075	796,180	1,088,039

11. Debtors: amounts falling due within one year

	2014 £	2013 £
Trade debtors	1,648,794	1,603,678
Amounts owned by group undertakings	4,068	1,909
Other debtors	98,409	100,316
Prepayments and accrued income	311,296	284,886
	2,062,567	1,990,789

Notes to the accounts
Year ended 31 December 2014

12. Creditors: amounts falling due within one year

	2014 £	2013 £
Trade creditors	363,223	378,614
Amounts owed to group undertakings	33,318	31,320
Taxation and social security	289,425	368,877
Accruals and deferred income	821,189	846,080
	1,507,155	1,624,891

13. Provisions for liabilities and charges

	Dilapidation provision £
Balance at 1 January 2014	155,100
Utilised	(2,500)
Released	(6,000)
Balance at 31 December 2014	146,600

The balance relates to dilapidation provisions for the lease of the London premises expiring in 2017 and the Edinburgh premises occupied in 2012 and expiring in 2022 and these are based on estimates of the likely future cost of the dilapidation works.

14. Called up share capital

	2014 £	2013 £
Allotted, called-up and fully-paid		
4,000,000 £1 ordinary shares (2013: 4,000,000) £1 ordinary shares	3,393,002	3,393,002

Notes to the accounts
Year ended 31 December 2014

15. Reserves

	Share premium account £	Profit and loss account £	Total £
Balance at 1 January 2014	2,099,998	689,132	2,789,130
Capital contribution from parent company	-	26,000	26,000
Profit for the financial year	-	430,246	430,246
Dividend paid on equity shares	-	(400,000)	(400,000)
At 31 December 2014	2,099,998	745,378	2,845,376

The capital contribution relates to Director and Senior Management Short-Term Incentive Plan amounts paid by and not recharged by WPP plc on behalf of the company.

16. Reconciliation of movements in shareholders' funds

	2014 £	2013 £
Profit for the financial year	430,246	505,157
Dividend paid on equity shares	(400,000)	(1,400,000)
Capital contribution	26,000	27,171
Opening shareholders' funds	6,182,132	7,049,804
Closing shareholders' funds	6,238,378	6,182,132

17. Financial commitments

Capital commitments

There was £nil of contracted capital commitments at the year end (2013: £nil). The minimum annual rentals under operating leases are as follows:

2014	Property £	Motor vehicles £	Plant and equipment £
Operating leases which expire:			
- within one year	-	-	720
- within two to five years	210,420	-	-
- after five years	40,000	-	4,900
	250,420	-	5,620

Notes to the accounts
Year ended 31 December 2014

17. Financial commitments (continued)

2013	Property £	Motor vehicles £	Plant and equipment £
Operating leases which expire:			
- within one year	20,100	2,206	245
- within two to five years	177,420	-	6,950
- after five years	40,000	-	-
	237,520	2,206	7,195

Pension arrangements

The company provides contributions to employees' personal money purchase pension schemes. Employees' contributions are calculated at varying percentages of gross wages of individuals, as determined by the company and statutory requirements. The amount charged in the profit and loss account during the year was £45,829 (2013: £30,254) for the company.

Financial guarantees

Metro Broadcast Limited participates in group banking arrangements with its parent company, WPP plc, and has access to a group cash management facility. Metro Broadcast Limited guarantees the facility to the extent of its cash deposited in the UK with its clearing bank. Metro Broadcast Limited, together with its parent, WPP plc, and certain other subsidiary undertakings, is a party to the group's syndicated banking arrangements. Metro Broadcast Limited has jointly and severally guaranteed the borrowings under these arrangements. Details of these arrangements are included in the financial statements of WPP plc.

18. Related party transactions

During the year the company employed Martin Leberl, the husband of Mary Metcalfe (Director), as a consultant freelancer for which payment of £26,200 (2013: £25,957) was made. The transaction was conducted at arm's length.

In accordance with the provisions of Financial Reporting Standard No 8, the company has not presented details of transactions with wholly-owned group undertakings since the consolidated financial statements of WPP plc, in which the company is included, are publicly available..

19. Ultimate parent company and controlling party

The directors regard the immediate parent company to be WPP Toronto Limited, a company incorporated in Great Britain and registered in England and Wales. The directors regard WPP plc, a company registered in Jersey, as the ultimate parent company and the ultimate controlling party.

At the year end the parent undertaking of the largest group of undertakings for which group financial statements are drawn up and of which the company is a member is WPP plc, registered in Jersey.

The parent undertaking of the smallest such group is Lexington International B V, registered in the Netherlands.

Copies of the financial statements of WPP plc are available at www.wppinvestor.com.

Copies of the financial statements of Lexington International B V can be obtained from Laan op Zuid 167, 3072 DB, Rotterdam, Netherlands or 27 Farm Street, London W1J 5RJ, UK.