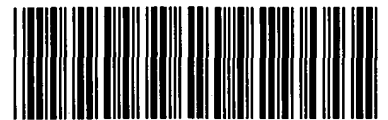


**Moneysupermarket.com Financial  
Group Holdings Limited**  
Annual report and financial statements  
Registered number 08188486  
31 December 2015

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## Officers and professional advisors

Directors  
Mr P J Plumb  
Mr G Donoghue (resigned 8 October 2015)  
Mr M J Price

Company secretary  
Mr D P Drabble

Registered and head office  
Moneysupermarket House  
St David's Park  
Ewloe  
Chester, UK  
CH5 3UZ

Legal advisors  
Herbert Smith  
Exchange House  
Primrose Street  
London, EC2A 2EG

Addleshaw Goddard  
100 Barbirolli Square  
Manchester, M2 3AB

Auditor  
KPMG LLP  
15 Canada Square  
London, E14 5GL

Bankers  
Lloyd Banking Group Plc  
City Office  
PO Box 1000, BX1 1LT

Barclays Bank Plc  
3 Hardman Street  
Manchester  
M3 3AX

## Strategic report

The Directors present their Strategic report (page 2), Directors' report (page 3) and the audited financial statements (pages 6-12) for the year ended 31 December 2015.

### Performance of the business

The position of the business is presented on page 7.

### Dividends

The Directors do not recommend the payment of a final dividend.

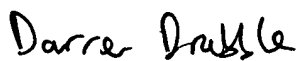
During the year, a dividend of £200,000,000 was paid to the Company's parent, Moneysupermarket.com Group PLC (2014: £nil).

The Company has net assets of £87,000,000 at 31 December 2015 (2014: £200,000,000).

### Principal risks and uncertainties

On the basis that the Company is a holding company and does not trade, the Directors consider the key risk to the business is that of going concern. The financial statements have been prepared on a going concern basis (see page 3).

By order of the board



**DP Drabble**  
Secretary

Moneysupermarket House  
St David's Park  
Ewloe  
Chester, UK  
CH5 3UZ

21 June 2016

## Directors' report

### Directors

The directors who held office during the period were as follows:

Mr P J Plumb

Mr G Donoghue (resigned 8 October 2015)

Mr M J Price

### Going Concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the financial statements. In making this assessment the directors would like to draw your attention to the following:

- The Company is only a holding company with no future plans to trade;
- The Company has net assets at the balance sheet date of £87 million; and
- The Group will continue to provide support to the Company for its short term day to day cash management if required.

Management are confident that the going concern assumption is appropriate.

### 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.

### 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 ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will continue in office.

By order of the board



**DP Drabble**

*Secretary*

Moneysupermarket House  
St David's Park  
Ewloe  
Chester, UK  
CH5 3UZ

21 June 2016

## **Directors' responsibilities statement in respect of the Strategic Report, Directors' Report and the financial statements**

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice) including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs 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 judgments 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 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 auditor's report to the members of Moneysupermarket.com Financial Group Holdings Limited**

We have audited the financial statements of Moneysupermarket.com Financial Group Holdings Limited for the year ended 31 December 2015 as set out on pages 6 to 12. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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 set out on page 4, 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 the financial statements**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its profit for the year then ended 31 December 2015;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

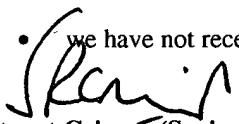
### **Opinion on other matters prescribed by the Companies Act 2006**

In our opinion 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.

### **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.

  
**Stuart Crisp** (Senior Statutory Auditor)  
*for and on behalf of KPMG LLP, Statutory Auditor*  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL  
21 June 2016

**Profit and loss account**  
*For the year ended 31 December 2015*

	<i>Note</i>	<b>2015 £000</b>	<b>2014 £000</b>
<b>Turnover</b>		-	-
Cost of sales		-	-
		<hr/>	<hr/>
<b>Gross profit</b>		-	-
Administrative expenses		-	-
		<hr/>	<hr/>
<b>Operating result</b>		-	-
Dividends received from subsidiaries		<b>87,000</b>	-
		<hr/>	<hr/>
<b>Profit on ordinary activities before taxation</b>	<b>4</b>	<b>87,000</b>	
Tax on profit on ordinary activities		-	-
		<hr/>	<hr/>
<b>Profit on ordinary activities after taxation</b>		<b>87,000</b>	-
		<hr/>	<hr/>
<b>Profit attributable to shareholders</b>	<b>2</b>	<b>87,000</b>	-
		<hr/>	<hr/>

Turnover and operating result for the current and prior periods are derived from the Company's continuing operations.

There are no recognised gains or losses other than the profit shown above and therefore no statement of total recognised gains and losses has been included.

The notes on pages 9 to 12 form part of these financial statements



## Balance sheet

As at 31 December 2015

	Note	2015 £000	2014 £000
<b>Fixed assets</b>			
Investments	5	400,000	400,000
<b>Current assets</b>			
Debtors		-	-
Cash at bank and in hand		-	-
		<hr/>	<hr/>
		-	-
<b>Creditors: amounts falling due within one year</b>	6	(313,000)	(200,000)
		<hr/>	<hr/>
<b>Net current liabilities</b>		(313,000)	(200,000)
		<hr/>	<hr/>
<b>Total assets less current liabilities</b>		87,000	200,000
		<hr/>	<hr/>
<b>Creditors: amounts falling due after more than one year</b>		-	-
		<hr/>	<hr/>
<b>Net assets</b>		87,000	200,000
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	7	-	-
Profit and loss reserve	8	87,000	200,000
		<hr/>	<hr/>
<b>Total shareholder's funds</b>	9	87,000	200,000
		<hr/>	<hr/>

The notes on pages 9 to 12 form part of these financial statements.

These financial statements were approved by the Board of Directors on 21 June 2016 and were signed on its behalf by:



**MJ Price**  
Director

Registered number 08188486

**Statement of changes in equity**  
for the year ended 31 December 2015

	Note	Issued share capital £000	Share premium £000	Retained earnings £000	Total £000
<b>At 1 January 2014</b>		—	—	200,000	200,000
Profit for the year		—	—	—	—
Total income and expense for the year		—	—	—	—
Equity dividends		—	—	—	—
<b>At 31 December 2014</b>		—	—	200,000	200,000
Profit for the year		—	—	87,000	87,000
Total income and expense for the year		—	—	87,000	87,000
Equity dividends		—	—	(200,000)	(200,000)
<b>At 31 December 2015</b>		—	—	<b>87,000</b>	<b>87,000</b>

## Notes to the financial statements

### 1 Company information

Moneysupermarket.com Financial Group Holdings Limited is a private limited liability company incorporated and domiciled in England and Wales.

### 2 Statement of accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

#### *Basis of preparation*

These Financial Statements were prepared in accordance with Financial Reporting Standard 102 – The Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) as issued in August 2014. The presentation currency of these Financial Statements is Sterling. All amounts in the Financial Statements have been rounded to the nearest £1,000. These Financial Statements are prepared on the historical cost basis.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

The company's ultimate parent undertaking, Moneysupermarket.com Group PLC, includes the Company in its own published consolidated financial statements. The consolidated financial statements of Moneysupermarket.com Group Plc are prepared in accordance with International Financial Reporting Standards as adopted by the EU and a copy may be obtained from Moneysupermarket House, St David's Park, Ewloe, CH5 3UZ. In these financial statements, the company is considered to be a qualifying entity and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

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

#### *Going concern*

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they have adopted the going concern basis of accounting in preparing the Annual report and financial statements.

#### *Investments*

Investments in subsidiary undertakings and associates are stated at cost less amounts written off.

#### *Related parties*

The Company is exempt from the requirement of FRS 102.33 'Related party disclosures' to disclose related party transactions with Moneysupermarket.com Group PLC and its associated undertakings on the grounds that the Company is a wholly owned subsidiary.

## Notes to the financial statements (continued)

### 2. Statement of accounting policies (continued)

#### Dividends

Dividends receivable are recognised when the Company's right to receive payment is established. Dividends payable to the Company's shareholders are recognised as a liability and deducted from shareholders' equity in the

### 3 Remuneration of directors

The Directors received no emoluments during the year (2014: £nil) for their services to the Company as they are remunerated by the ultimate parent undertaking, Moneysupermarket.com Group PLC. It is not practicable to split the remuneration between companies within the Group.

### 4 Taxation

Analysis of charge in the year:

	2015 £	2014 £
<i>UK corporation tax</i>		
Current tax charge on profit for the year	-	-
<i>Deferred tax</i>		
Origination and reversal of timing differences	-	-
Prior year adjustment		-
Impact of change in corporation tax rate		-
	<hr/>	<hr/>
Tax charge on profit on ordinary activities	-	-
	<hr/>	<hr/>

Factors affecting the tax charge for the current period:

The current tax charge for the period is lower than (2014: equal to) the standard rate of corporation tax in the UK of 20.25% (2014: 21.5%). The differences are explained below.

	2015 £000	2014 £000
Profit on ordinary activities before tax	87,000	-
	<hr/>	<hr/>
Current tax at 20.25% (2014: 21.5%)	17,618	-
<i>Effects of:</i>		
Tax exempt revenues	(17,618)	-
	<hr/>	<hr/>
Total tax charge	-	-
	<hr/>	<hr/>

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. The deferred tax asset at 31 December 2015 has been calculated based on these rates.

An additional reduction to 17% (effective from 1 April 2020) was announced in the Budget on 16 March 2016. This will reduce the company's future current tax charge accordingly.

## Notes to the financial statements (continued)

### 5 Fixed asset investments

**Fixed asset  
investments  
£000**

*Cost and net book value:*

**At 31 December 2014 and 31 December 2015** **400,000**

The following is a complete list of all the Company's subsidiary undertakings:

Subsidiary undertakings	Country of incorporation	Principal activity	Class and percentage of shares held
Moneysupermarket.com Financial Group Limited	England and Wales	Holding company	Ordinary 100%
Moneysupermarket.com Limited	England and Wales	Internet price comparison	Ordinary 100%
MoneySavingExpert.com Limited	England and Wales	Personal finance website	Ordinary 100%
Mortgage 2000 Limited	England and Wales	Financial intermediary services	Ordinary 100%
Insuresupermarket.com Limited	England and Wales	Dormant	Ordinary 100%
Travelsupermarket.com Limited	England and Wales	Dormant	Ordinary 100%
Moneysupermarket Limited	England and Wales	Dormant	Ordinary 100%
Financial Services Net Limited	England and Wales	Financial intermediary services	Ordinary 100%

All of the above companies are included in the consolidated financial statements of Moneysupermarket.com Group PLC.

### 6 Creditors: amounts falling due within one year

	<b>2015 £000</b>	<b>2014 £000</b>
Amounts owed to parent and other group companies	<b>313,000</b>	200,000
	<b>313,000</b>	200,000

## 7 Called up share capital

	31 December 2015		31 December 2014	
	Number of shares	£	Number of shares	£
<i>Allotted, called up and fully paid</i>				
Ordinary shares of £0.000001 each	400,000,000	400	400,000,000	400
	<u>                    </u>	<u>                    </u>	<u>                    </u>	<u>                    </u>

## 8 Profit and loss reserve

	£000
At 1 January 2015	200,000
Dividends paid	(200,000)
Profit for the year	87,000
	<u>                    </u>
At 31 December 2015	87,000
	<u>                    </u>

## 9 Ultimate parent company

The ultimate parent company and controlling party is Moneysupermarket.com Group PLC, a company incorporated in England and Wales. Copies of Moneysupermarket.com Group PLC accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.