

**Moneysupermarket.com Financial Group Holdings
Limited**

Annual report and financial statements

Registered number -08188486
31 December 2013



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Officers and professional advisors

Directors	Mr P J Plumb Mr G Donoghue Mr P H Doughty (resigned 23 April 2014) Mr M J Price (appointed 1 April 2014)
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Company secretary	Mr D P Drabble
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Registered and head office	Moneysupermarket House St David's Park Ewloe Chester, UK CH5 3UZ
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Legal advisors	Herbert Smith Exchange House Primrose Street London, UK
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Addleshaw Goddard
100 Barbirolli Square
Manchester, UK

Auditor	KPMG Audit Plc St James' Square Manchester, UK
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Bankers	Lloyd Banking Group Plc City Office PO Box 1000
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Strategic report

The Directors present their Strategic report (page 2), Directors' report (page 3) and the audited financial statements (pages 6-10) for the year ended 31 December 2013.

Performance of the business

The company was incorporated on 22 August 2012. The position of the business is presented on page 6.

The Company has not traded during the current year or prior period, and as such management have elected not to present a profit and loss account. The Directors do not recommend the payment of a final dividend.

During the year, a £200,000,000 dividend was paid to the Company's parent, Moneysupermarket.com Group PLC (2012: £nil).

The Company has net assets of £200,000,000 at 31 December 2013 (2012: £400,000,000).

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

29 May 2014

Directors' report

Directors

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

Mr P J Plumb

Mr P H Doughty (resigned 23 April 2014)

Mr G Donoghue

Mr M J Price (appointed 1 April 2014)

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 £200 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 Audit PLC will continue in office.

By order of the board



DP Drabble
Secretary

Moneysupermarket House
St David's Park
Ewloe
Chester, UK
CH5 3UZ
29 May 2014

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 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 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 2013 as set out on pages 6 to 10. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 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.

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 2013;
- 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 Burdass (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
St James' Square
Manchester, UK

3 June 2014

Balance sheet

As at 31 December 2013

	<i>Note</i>	2013 £000	2012 £000
Fixed assets			
Investments	4	400,000	400,000
Current assets			
Debtors		-	-
Cash at bank and in hand		-	-
		<hr/>	<hr/>
		-	-
Creditors: amounts falling due within one year	5	(200,000)	-
		<hr/>	<hr/>
Net current liabilities		(200,000)	-
		<hr/>	<hr/>
Total assets less current liabilities		200,000	400,000
		<hr/>	<hr/>
Creditors: amounts falling due after more than one year		-	-
		<hr/>	<hr/>
Net assets		200,000	400,000
		<hr/> <hr/>	<hr/> <hr/>
Capital and reserves			
Called up share capital	6	-	-
Profit and loss reserve	7	200,000	400,000
		<hr/>	<hr/>
Total shareholder's funds	7	200,000	400,000
		<hr/> <hr/>	<hr/> <hr/>

The notes on pages 7 to 10 form part of these financial statements.

These financial statements were approved by the Board of Directors on 29 May 2014 and were signed on its behalf by:



MJ Price
Director

Registered number 08188486

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. The Company has elected to prepare its annual report and financial statements in accordance with UK GAAP.

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

The financial statements have been prepared under the historical cost accounting rules and in accordance with applicable United Kingdom accounting standards.

Under Financial Reporting Standard ("FRS") 1 'Cash flow statements', the Company is exempt from the requirement to prepare a cash flow statement on the grounds that its ultimate parent, Moneysupermarket.com Group PLC, includes the Company in its own published consolidated 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 has taken advantage of the exemption in FRS 8 'Related Party Disclosures', and has therefore not disclosed transactions with subsidiaries which form part of the Group.

3 Remuneration of directors

The Directors received no emoluments during the year (2012: £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.

Notes to the financial statements (continued)

4 Fixed asset investments

**Fixed asset
investments
£000**

Cost and net book value:

At 31 December 2012 and 31 December 2013

400,000

The companies in which the Company's interest at the period end is more than 20% are as follows:

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%
icero GmbH	Germany	Dormant	Ordinary 100%
Insuresupermarket.com Limited	England and Wales	Dormant	Ordinary 100%
Travelsupermarket.com Limited	England and Wales	Dormant	Ordinary 100%
Making Millionaires Limited	England and Wales	Holding company	Ordinary 100%
Moneysupermarket Limited	England and Wales	Dormant	Ordinary 100%
Betcompare.com Limited	England and Wales	Dormant	Ordinary 100%
Financial Services Net Limited	England and Wales	Financial intermediary services	Ordinary 100%
Local Daily Deals Limited	England and Wales	Short term discounted retail offers	Ordinary 100%*
HD Decisions Limited	England and Wales	Credit scoring technology	Ordinary 25%

*The investment in Local Daily Deals Limited increased from 51% to 100% during the year.

All of the above companies are included in the consolidated financial statements of Moneysupermarket.com Group Plc. HD Decisions Limited has a different year end to other Group companies, being 30 September.

5 Creditors: amounts falling due within one year

	2013 £000	2012 £000
Amounts owed to parent company	200,000	-
	<u>200,000</u>	<u>-</u>

Notes to the financial statements (continued)

6 Called up share capital

	31 December 2013		31 December 2012	
	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>

7 Profit and loss reserve

	£000
At 1 January 2013	400,000
Dividends paid	(200,000)
Result for the year	-
	<u> </u>
At 31 December 2013	200,000
	<u> </u>

8 Reconciliation of movements in shareholder's funds

	31 December 2013 £000	31 December 2012 £000
Profit for the financial year	-	-
Transfer to profit and loss reserves	-	400,000
Dividends paid	(200,000)	-
	<u> </u>	<u> </u>
Net (subtraction from)/addition to shareholders' funds	(200,000)	400,000
Opening shareholder's funds	400,000	-
	<u> </u>	<u> </u>
Closing shareholder's funds	200,000	400,000
	<u> </u>	<u> </u>

Notes to the financial statements (continued)

8 Reconciliation of movements in shareholder's funds (continued)

On 18 December 2012 the company issued 400 million £1 shares, and via a share-for-share exchange acquired the entire share capital of Moneysupermarket.com Financial Group Limited. A capital reduction then took place, with a transfer in value to the profit and loss reserve.

Dividends of £200 million were paid to the Company's parent, Moneysupermarket.com Group PLC, during 2013 (2012: £nil).

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.

10 Post balance sheet events

On 7 May 2014 Moneysupermarket.com Financial Group Limited sold its investment in HD Decisions Limited to a third party. The investment was sold for a maximum consideration of up to £7.1m, including a deferred element payable dependent upon the achievement of certain financial targets, and pending the production and agreement of completion accounts. The profit on sale of this transaction has yet to be determined.