REGISTERED NUMBER: 08329110 (England and Wales)

STRATEGIC REPORT, REPORT OF THE DIRECTORS AND

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

FOR

AMNET MANCHESTER LIMITED

CONTENTS OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

AMNET MANCHESTER LIMITED

COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2018

DIRECTORS:	A W Blease D A Lucas N P Thomas M Platts
SECRETARY:	A J Moberly
REGISTERED OFFICE:	10 Triton Street Regent's Place London United Kingdom NW1 3BF
REGISTERED NUMBER:	08329110 (England and Wales)
AUDITORS:	KPMG LLP 15 Canada Square London E14 5GL

AMNET MANCHESTER LIMITED (REGISTERED NUMBER: 08329110)

STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their strategic report of the company for the year ended 31 December 2018.

PRINCIPAL ACTIVITY

The company's principal activity continued to be the selling of media advertising space and time as an agent on behalf of other group companies. This is expected to continue for the foreseeable future.

BUSINESS REVIEW

The Balance Sheet within the Financial Statements shows the Company's financial position.

During 2018 the business has continued to deliver a strong performance in the context of the industry, with the following performance against major Key Performance Indicators ("KPIs").

- Turnover growth of 4.7% (2017: 27.8%)

PRINCIPAL RISKS AND UNCERTAINTIES

The company is an agency company and as such does not bear the risks and rewards of its trade.

BY ORDER OF THE BOARD:

....

A W Blease - Director

Date: 27th September 2019

AMNET MANCHESTER LIMITED (REGISTERED NUMBER: 08329110)

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their report and financial statements of the company for the year ended 31 December 2018.

DIVIDENDS

No dividends will be distributed for the year ended 31 December 2018.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2018 to the date of this report.

A W Blease
D A Lucas
N P Thomas
M Platts

GOING CONCERN

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis of accounting in preparing the financial statements.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that they are obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITOR

KPMG LLP has indicated a willingness to continue in office, and a resolution for their reappointment as auditor will be proposed on the date of signing these accounts.

BY ORDER OF THE BOARD:

....

A W Blease - Director

Date: 27th September 2019

STATEMENT OF DIRECTORS' RESPONSIBILITIES FOR THE YEAR ENDED 31 DECEMBER 2018

The directors are responsible for preparing the Strategic Report, the 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 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 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF AMNET MANCHESTER LIMITED

Opinion

We have audited the financial statements of Amnet Manchester Limited ("the Company") for the year ended 31 December 2018 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, such as recoverability of investments and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the Company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the Company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model, including the impact of Brexit, and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and-
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF AMNET MANCHESTER LIMITED

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects

Directors' responsibilities
As explained more fully in their 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities
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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities
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.

S Styant

Sarah Styant (Senior statutory auditor)
For and on behalf of KPMG LLP Statutory Auditor
15 Canada Square
London
E14 5GL

Date: 27 September 2019

AMNET MANCHESTER LIMITED (REGISTERED NUMBER: 08329110)

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	2018 £	2017 £
TURNOVER*		**21,010,605**	20,075,095
REVENUE		-	-
OPERATING PROFIT		-	-
PROFIT BEFORE TAXATION	4	-	-
Tax on profit	5	-	-
PROFIT FOR THE FINANCIAL YEAR		-	-
Other comprehensive income		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		-	-

*Refer to Note 1 (Page 11) where "Turnover" is defined.

The notes on pages 10 to 14 form part of these financial statements

AMNET MANCHESTER LIMITED (REGISTERED NUMBER: 08329110)

BALANCE SHEET
31 DECEMBER 2018

	Notes	2018 £	2017 £
CURRENT ASSETS			
Debtors	6	3,349,943	3,415,634
Cash at bank		1,757	2,645
		3,351,700	3,418,279
CREDITORS			
Amounts falling due within one year	7	(3,350,700)	(3,417,279)
NET CURRENT ASSETS		1,000	1,000
TOTAL ASSETS LESS CURRENT LIABILITIES		1,000	1,000
CAPITAL AND RESERVES			
Called up share capital	8	1,000	1,000
SHAREHOLDERS' FUNDS		1,000	1,000

The financial statements were approved by the Board of Directors on 27th September 2019 and were signed on its behalf by:

....
A W Blease - Director

The notes on pages 10 to 14 form part of these financial statements

AMNET MANCHESTER LIMITED (REGISTERED NUMBER: 08329110)

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2017	1,000	-	1,000
Changes in equity			
Balance at 31 December 2017	1,000	-	1,000
Changes in equity			
Balance at 31 December 2018	1,000	-	1,000

The notes on pages 10 to 14 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018

1. ACCOUNTING POLICIES

Authorisation and statement of compliance with FRS 101
These financial statements were prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" (FRS 101) and in accordance with applicable accounting standards.

The Company's financial statements are presented in pounds sterling.

1.1 Basis of preparation
The Company has applied the following new standards and amendments for the first time for the year commencing 1 January 2018:

IFRS 9 'Financial Instruments'
IFRS 15 'Revenue from Contracts with Customers'

IFRS 9 'Financial instruments'
IFRS 9 retains but simplifies the mixed measurement model for financial assets with classification being dependent on the entity's business model and the contractual cash flow characteristics of the financial asset. The incurred impairment loss model for financial assets used in IAS 39 has been replaced by a new expected credit loss model. For financial liabilities, there are minimal changes to classification and measurement requirements. Hedge accounting guidance under the standard changes hedge effectiveness requirements while allowing for more economic relationships to be designated as hedges.

The Company has elected to not restate prior periods on adoption of the classification, measurement and impairment requirements of IFRS 9, the same applies to the consequential amendments to IFRS 7 which have also only been applied prospectively. On adoption at 1 January 2018, the allowance for doubtful receivables has remained unaltered as a result of the change from the incurred loss model for financial assets to the expected credit loss model. There were no other material adjustments to the carrying amounts of financial assets and financial liabilities resulting from the adoption of IFRS 9. The effect on the income statement for the year ended 31 December 2018 is £Nil.

IFRS 15 'Revenue from Contracts with Customers'
IFRS 15 introduces a five-step approach to the timing and measurement of revenue recognition based on performance obligations identified in contracts with customers. The timing of recognition of revenue, as well as presentational considerations, are now driven by the transfer of control of goods and services rather than the IAS 18 'Revenue' requirements related to risk and reward.

Under the new standard, the assessment of whether an entity acts as principal or agent is based on whether the entity controls goods or services before they are transferred to the customer. The standard identifies the following indicators to assist in the assessment of control: primary responsibility for contract fulfilment, inventory risk and pricing discretion. Where such goods and services are controlled by the entity before transfer, the entity is acting as principal and presents the revenue and costs in respect of the goods or services gross in the profit and loss account.

The Company has elected to use the cumulative effect method for transition to IFRS 15, however the cumulative effect on the timing and measurement of revenue as of the commencement date of the standard is not material. Comparative periods have not been adjusted and continue to be reported under IAS 18 'Revenue'.

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirements of paragraphs 10(d), 10)(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;

1. **ACCOUNTING POLICIES - continued**

- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group.

1.2 Accounting estimates and uncertainties
The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the year end date and the amounts reported for revenues and expenses during the year. However the nature of estimation means that actual outcomes could differ from those estimates. The following judgements have the most significant effect on amounts recognised in the financial statements.

1.3 Significant accounting policies
Going concern
The directors have reasonable expectation that the company has adequate resource to continue operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Turnover
The company is an agency company and as such does not bear the risks and rewards of its trade. These were borne by other group companies. Accordingly, the company generated no revenue itself as principal in either the current or prior period. However, the full value (net of VAT) of goods and services sold or provided to customers by the company, in its capacity as agent, is shown as "turnover" in the profit and loss account on page 7.

Taxation
Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised on temporary differences arising between tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred tax is determined using tax rates and laws that have been enacted or substantially enacted by the reporting date.

Foreign currency transactions and balances
The Company's functional currency and presentation currency is pounds sterling. Transactions in foreign currencies are initially recorded in the functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to profit and loss account. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

The Company does not apply hedge accounting of foreign exchange risks in its Company financial statements.

1. ACCOUNTING POLICIES - continued

Financial instruments (From 1 January 2018)
Financial assets

Classification and measurement of financial assets
All financial assets are initially measured at fair value. Management determines the classification and subsequent measurement of the financial asset based on the contractual terms at the initial recognition date. The classifications and subsequent measurement include the following:

Impairment of financial assets
The Company considers evidence of impairment for these assets at both an individual asset and a collective level at each reporting date. All individually significant assets are individually assessed for impairment. Those found not to be impaired are then collectively assessed for any impairment that has been incurred but not yet individually identified.

The impact of the change in impairment methodology on the Company's retained earnings and equity is disclosed in consolidated statement of changes in equity.

While cash and cash equivalents and some of other financial assets measured at amortised cost such as loan receivables are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

2. TURNOVER

The turnover is all derived in the United Kingdom.

3. EMPLOYEES AND DIRECTORS

There were no staff costs for the year ended 31 December 2018 nor for the year ended 31 December 2017.

The directors of the Company are also directors of the other group undertakings. Their remuneration for the year was paid by fellow group related undertakings.

The directors do not consider it is practicable to apportion this amount between their services as directors of the Company and their services as directors of the fellow group undertakings.

4. PROFIT BEFORE TAXATION

The profit before taxation is stated after charging:

	2018	2017
	£	£
Auditors' remuneration	2,000	2,000

The fee was borne by another group company.

5. TAXATION

Analysis of tax expense
No liability to UK corporation tax arose for the year ended 31 December 2018 nor for the year ended 31 December 2017.

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018 £	2017 £
Amounts owed by group undertakings	2,789,563	2,776,398
Other debtors	249,997	361,549
Prepayments and accrued income	310,383	277,687
	3,349,943	3,415,634

Amounts owed by group undertakings includes £1,000 for unpaid share capital.

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018 £	2017 £
Trade creditors	1,843,045	1,877,984
Amounts owed to group undertakings	117,527	23,007
Social security and other taxes	13,481	16,180
Accruals and deferred income	1,376,647	1,500,108
	3,350,700	3,417,279

8. CALLED UP SHARE CAPITAL

Authorised, allotted, issued and fully paid

Number:	Class:	Nominal value:	2018 £	2017 £
1,000	Ordinary	£1	1,000	1,000

9. RESERVES

	Retained earnings £
Profit for the year	-
At 31 December 2018	-

10. RELATED PARTY DISCLOSURES

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with fellow wholly owned subsidiaries.

Sales and purchases between related parties are made on an arm's length basis. Outstanding balances with entities other than subsidiaries are unsecured, interest free and cash settlement is expected within 60 days of invoice. Terms and conditions for transactions with subsidiaries are the same, with the exception that balances are placed on intercompany accounts with no specified credit period. The Company has not provided or benefitted from any guarantees for any related party receivables or payables. During the year ended 31 December 2018, the Company has not made any provision for doubtful debts relating to amounts owed by related parties (2017: £nil).

11. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

Amnet Manchester Limited is a wholly owned subsidiary of Aegis International Limited, a company incorporated in Great Britain and registered in England and Wales. The ultimate parent undertaking and controlling party is Dentsu Inc., a company incorporated in Tokyo and registered in Japan

Dentsu Inc. is the parent undertaking of the largest group for which group financial statements are prepared and of which the Company is a member. Copies of Group financial statements can be obtained from: The Secretary, Dentsu Inc., 1-8-1 Higashi-shimbashi, Minato-ku, Tokyo 105 7001. The smallest group in which the results of the company are consolidated is the group headed by Dentsu Aegis Network Ltd.