

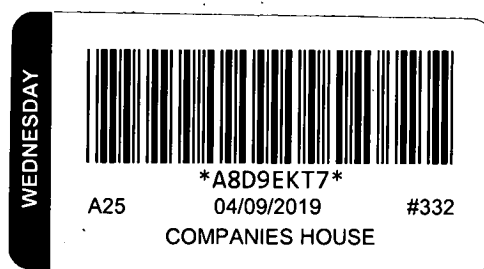
**Chelsea Market Research Limited**  
(Registered number: 2139739)

## **Chelsea Market Research Limited**

### **Director's Report and Financial Statements**

**For the year ended 31 December 2018**

Registered office address:  
The Johnson Building  
77 Hatton Garden  
London  
EC1N 8JS



**Directors' Report and financial statements**  
**for the year ended 31 December 2018**

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## **Director's report for the year ended 31 December 2018**

The director presents his report on the Company and the financial statements for the period ended 31 December 2018.

### **Principal activities, review of business and future developments**

Chelsea Market Research Limited (the "Company"), a member of the WPP plc Group (the "Group"), did not trade during the year. Therefore, the Company is considered dormant as defined in section 1169 of the Companies Act 2006 throughout the year. There was no transfer to or from reserves for the year. The Directors are of the opinion that the Company will remain dormant for the foreseeable future.

### **Directors and their interests**

The Director of the Company who was in office during the year and up to the date of signing the financial statements was as follows:

Ian West

No Director had, during the year, or at the end of the year, any material interest in any contract of significance to the Company's business.

### **Director's Indemnity**

Each of the Directors benefits from a quality third party indemnity given by the Company. This indemnity is in respect of liabilities incurred by the Directors in the execution and discharge of their duties. The indemnity remained applicable throughout the financial year and up to the date of signing.

### **Statement of Director's responsibilities**

The Directors are responsible for preparing the Director's 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), including FRS 101 "Reduced disclosure framework" ("FRS 101") 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 and loss of the Company for that period.

## **Director's report for the year ended 31 December 2018**

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

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.

The Directors have a duty to act in a way they consider would be most likely to promote the success of the Company for the benefit of its members. The Directors believe that they have acted appropriately to achieve this, as defined by section 172 of the Companies Act 2006.

### **Going concern**

The Directors believe that preparing the financial statements on the going concern basis is appropriate. The Company is a subsidiary of WPP plc and is therefore subject to the overall WPP plc financial arrangements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

### **Independent auditors**

The Company, having not traded during the year, satisfied the conditions for exemption from audit as specified in section 480 of the Companies Act 2006 for the year ended 31 December 2018.

This report has been prepared taking advantage of the small companies exemption in accordance with section 415A of the Companies Act 2006.

### **By order of the Board**



**Ian West**  
**Director**

Date:

20/8/19

**Chelsea Market Research Limited**  
(Registered number: 2139739)

**Balance Sheet**  
**as at 31 December 2018**

|                                | Notes | 2018<br>£          | 2017<br>£          |
|--------------------------------|-------|--------------------|--------------------|
| <b>Current Assets</b>          |       |                    |                    |
| Trade and other receivables    | 3     | 2,343,197          | 2,343,197          |
| <b>Total assets</b>            |       | <b>2,343,197</b>   | <b>2,343,197</b>   |
| <b>Current Liabilities</b>     |       |                    |                    |
| Trade and other payables       | 4     | (624,246)          | (624,246)          |
| <b>Net current liabilities</b> |       | <b>(1,718,951)</b> | <b>(1,718,951)</b> |
| <b>Net liabilities</b>         |       | <b>(1,718,951)</b> | <b>(1,718,951)</b> |
| Equity                         |       |                    |                    |
| Share Capital                  | 5     | 5                  | 5                  |
| Accumulated losses             |       | (1,718,946)        | (1,718,946)        |
| <b>Shareholders' deficit</b>   |       | <b>(1,718,951)</b> | <b>(1,718,951)</b> |

During the financial year and preceding financial year, the Company undertook no accounting transactions. Consequently, the Company made neither a profit, a loss nor any other recognised gains or losses during the year and therefore has not prepared an income statement or separate statement of other comprehensive income.

For the year ended 31 December 2018, the company was entitled to exemption for audit under section 480 of the Companies Act 2006 relating to dormant companies;

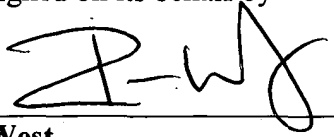
Members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476; and

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements on pages 3 to 6 were approved by the Board of Directors on

and signed on its behalf by

  
**Ian West**  
**Director**

2/8/19

**Notes to the financial statements for the year ended 31 December 2018**

**1 Presentation of the financial statements**

**General information**

Chelsea Market Research Limited is a dormant company. The Company is a private company, limited by shares and is incorporated and domiciled in the UK (England). The address of the registered office is The Johnson Building, 77 Hatton Garden, London EC1N 8JS.

**2 Summary of significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied, unless otherwise stated.

**(a) Basis of preparation**

The financial statements have been prepared in accordance with Financial Reporting Standard 100 Application of Financial Reporting Requirements ("FRS 100") and Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

The Directors believe that preparing the financial statements on the going concern basis is appropriate. The Company is a subsidiary of WPP plc and is therefore subject to the overall WPP plc financing arrangements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

These financial statements have been prepared on the going concern basis under the historical cost convention, and in accordance with the Companies Act 2006.

**(b) Disclosure exemptions adopted**

In preparing these financial statements, the Company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore, these financial statements do not include:

\*the following paragraphs of IAS 1 "Presentation of financial statements":

- 10(d) – (statement of cash flows)
- 16 (statement of compliance with all IFRS)
- 38A (requirements for minimum of two primary statements, including cash flow statements)
- 38B-D (additional comparative information)
- 40A-D (requirements for a third balance sheet)
- 111 (cash flow statement information), and
- 134-136 (capital management disclosures)

\*IAS 7, "Statement of cash flows"

\*Paragraph 30 and 31 of IAS 8 "Accounting policies, changes in accounting estimates and errors" (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)

\*Paragraph 17 of IAS 24, "Related party disclosures" (key management compensation)

\*The requirements in IAS 24, "Related party disclosures" to disclose related party transactions entered into between two or more wholly owned members of a group.

**Notes to the financial statements for the year ended 31 December 2018**

The preparation of financial statements in conformity with FRS101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. As the Company is dormant, the Directors confirm that no significant accounting judgements or critical estimates apply to the Company.

The Company is a wholly owned subsidiary of the ultimate parent company. WPP Plc, a company incorporated in Jersey, is the ultimate parent company and the ultimate controlling party. The largest group of undertakings for which group financial statements are drawn up and of which the company is a member is the consolidated financial statements of WPP plc.

Copies of the consolidated financial statements of WPP plc are available at [www.wppinvestor.com](http://www.wppinvestor.com).

The smallest group of undertakings for which group financial statements are prepared and which include the results of the Company are the consolidated financial statements of WPP Jubilee Limited, registered in the UK (England). These financial statements are separate financial statements.

**(c) Trade and other receivables**

Trade and other receivables are carried at original invoice amount less any provisions for doubtful debts. Provisions are made where there is evidence of a risk of non-payment, taking into account ageing, previous experience and general economic conditions. When a trade or other receivable is determined to be uncollectable it is written off, firstly against any provisions available and then to the income statement.

Subsequent recoveries of amounts previously provided for are credited to the income statement. Long-term receivables are discounted where the effect is material.

Trade receivables do not contain a significant financing component and as such, the Company has applied the simplified approach to trade receivables under IFRS 9.

**(d) Trade and other payables**

Trade and other payables are initially recognised at fair value and then held at amortised cost using the effective interest method. Long-term payables are discounted where the effect is material.

**Notes to the financial statements for the year ended 31 December 2018**

**3 Trade and other receivables**

|                                    | 2018<br>£        | 2017<br>£        |
|------------------------------------|------------------|------------------|
| <b>Amounts due within one year</b> |                  |                  |
| Amounts owed by Group undertaking  | 2,343,197        | 2,343,197        |
|                                    | <b>2,343,197</b> | <b>2,343,197</b> |

The amounts owned by group undertakings are unsecured, interest free and are repayable on demand

**4 Trade and other payables**

|                                    | 2018<br>£      | 2017<br>£      |
|------------------------------------|----------------|----------------|
| <b>Amounts due within one year</b> |                |                |
| Amounts due to Group undertakings  | 624,246        | 624,246        |
|                                    | <b>624,246</b> | <b>624,246</b> |

Amounts owned to group undertakings are unsecured, interest free and are repayable on demand.

**5 Share Capital**

|                                               | 2018<br>Number of<br>shares | 2017<br>Number of<br>shares | 2018<br>£ | 2017<br>£ |
|-----------------------------------------------|-----------------------------|-----------------------------|-----------|-----------|
| <b>Issued and fully paid</b>                  |                             |                             |           |           |
| Ordinary shares of 100p each (2017 100p each) | 5                           | 5                           | 5         | 5         |

**6 Employees**

The Company has no employees (2017: nil)

**7 Directors' remuneration**

No emoluments were payable to the Directors of the Company during the current or preceding year.

**8 Related party transactions**

As a wholly owned subsidiary of the ultimate parent company, WPP plc, advantage has been taken of the exemption afforded by FRS 101 "Reduced disclosure framework" not to disclose any related party transactions with other wholly owned members of the Group, or information around remuneration of key management personnel compensation. No other related party transactions have taken place during the year, or outstanding balances with non-wholly owned members of the Group remain on the balance sheet as at year end.