

**Moneysupermarket.com**  
**Financial Group Limited**  
Strategic report, Directors' report  
and financial statements  
Registered number 03157344  
31 December 2017

THURSDAY



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## Officers and professional advisors

Directors  
Mr P J Plumb (resigned 4 May 2017)  
Mr M J Price  
Mr M P Lewis (appointed 13 March 2017)

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  
One Saint Peter's Square  
Manchester  
M2 3AE

Auditor  
KPMG LLP  
15 Canada Square  
London,  
E14 5GL, UK

Bankers  
Lloyds Banking Group PLC  
City Office  
PO Box 1000

Barclays Bank PLC  
3 Hardman Street  
Manchester  
M3 3AX

## Strategic report

The Directors present their Strategic report (page 2), Directors' report (pages 3-4) and the audited financial statements (pages 8 -18) for the year ended 31 December 2017.

### Principal activities

The company's principal activity is that of a holding company.

The financial statements have been prepared on a going concern basis (see page 3).

### Performance of the business and dividends

The results of the business are presented on pages 11 to 18.

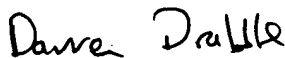
The Company made a profit before tax of £1.8m (2016: £0.8m) for the year ended 31 December 2017. The Directors do not recommend the payment of a final dividend (2016: £nil).

The Company had net assets of £56.9m at 31 December 2017 (2016: £55.1m) and cash balances of £1.9m (2016: £1.1m).

### Principal risks and uncertainties

On the basis that the Company is a holding company and does not trade. The company acts as the employer of staff from other subsidiaries and recharges staff costs to those subsidiaries. The Directors consider the key risks to the business to be that of valuation of its investments in subsidiaries and the recoverability of amounts owed by fellow group companies. See Notes 8 and 9 to the financial statements.

By order of the board



**DP Drabble**  
Secretary

Moneysupermarket House  
St David's Park  
Ewloe  
Chester, UK  
CH5 3UZ  
25 September 2018

## **Directors' report**

### **Directors**

The Directors who held office during the year were as follows:

Mr P J Plumb (resigned 4 May 2017)

Mr M J Price

Mr M P Lewis (appointed 13 March 2017)

### **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.

### **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 has net assets at the balance sheet date of £56.9m;
- The Company has access to £1.9m of liquid assets in the form of cash; and
- Moneysupermarket.com Group PLC 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 continues to be appropriate.

### **Employees**

The Moneysupermarket.com Group, of which the Company is a part, actively encourages employee involvement and consultation and places considerable emphasis on keeping its employees informed of the Group's activities via formal half yearly business performance updates, regular update briefings, regular team meetings, the Group's intranet site which enables easy access to the latest Group information as well as Group policies, and the circulation to employees of relevant information including corporate announcements. This also helps to achieve a common awareness amongst employees of the financial and economic factors affecting the performance of the Group.

The Group has an established employee forum through which nominated representatives ensure that employees' views are taken into account regarding issues that are likely to affect them. A robust employee engagement survey process is also in place to ensure that employees are given a voice in the organisation and that the Group can take action based on employee feedback.

The Group is committed to an equal opportunities policy. The Group aims to ensure that no employee is discriminated against, directly or indirectly, on the grounds of colour, race, ethnic and national origins, sexual orientation or gender, marital status, disability, religion or belief, being part time, or on the grounds of age.

The Group recognises the importance of health and safety and the positive benefits to the Group. Therefore our commitment to health and safety makes good business sense. The Group has a health and safety policy which is communicated to all employees through a health and safety handbook, which is regularly reviewed and updated.

## Directors' report (continued)

### Employees (continued)

Disabled persons have equal opportunity when applying for vacancies, with due regard to their skills and abilities. Procedures ensure that disabled employees are fairly treated in respect of training and career development. For those employees becoming disabled during the course of their employment, the Group is supportive so as to provide an opportunity for them to remain with the Group, wherever reasonably practicable.

### 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  
25 September 2018

## **Statement of directors' responsibilities in respect of the strategic report, the directors' report and the financial statements**

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 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 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.



15 Canada Square  
London  
E14 5GL

## **Independent auditor's report to the members of Moneysupermarket.com Financial Group Limited**

### **Opinion**

We have audited the financial statements of Moneysupermarket.com Financial Group Limited ("the company") for the year ended 31 December 2017 which comprise the Profit and loss account and other comprehensive income, balance sheet, statement of changes in equity and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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.

### **Going concern**

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 twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

### **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.

### **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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.





15 Canada Square  
London  
E14 5GL

## **Independent auditor's report to the members of Moneysupermarket.com Financial Group Limited**

### **Directors' responsibilities**

As explained more fully in their statement set out on page 5, 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](http://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.

**Stuart Crisp (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
15 Canada Square  
London  
E14 5GL  
25 September 2018

## Profit and loss account and other comprehensive income

*For the year ended 31 December 2017*

	<i>Note</i>	<b>Year ended 31 December 2017 £m</b>	<b>Year ended 31 December 2016 £m</b>
Administrative expenses		-	-
Other operating income		-	0.1
		<hr/>	<hr/>
<b>Operating profit</b>	<i>3</i>	-	0.1
Net finance expense	<i>6</i>	(0.2)	(0.1)
Profit on disposal of investments and associates	<i>14</i>	2.0	0.8
		<hr/>	<hr/>
<b>Profit before taxation</b>		1.8	0.8
Tax on profit	<i>7</i>	-	-
		<hr/>	<hr/>
<b>Profit after taxation</b>		1.8	0.8
		<hr/>	<hr/>
<b>Total comprehensive income</b>		1.8	0.8
		<hr/> <hr/>	<hr/> <hr/>

All results relate to continuing operations.

The notes on pages 11 to 18 form part of these financial statements.


## Balance sheet

As at 31 December 2017

	Note	As at 31 December 2017 £m	As at 31 December 2016 £m
<b>Fixed assets</b>			
Investments	8	10.9	11.0
<b>Current assets</b>			
Debtors (including amounts falling due in more than one year of £0.1m 2016: £nil)	9	181.3	162.2
Cash and cash equivalents		1.9	1.1
		<hr/>	<hr/>
		183.2	163.3
<b>Creditors: amounts falling due within one year</b>	10	(137.2)	(119.2)
		<hr/>	<hr/>
<b>Net current assets</b>		46.0	44.1
		<hr/>	<hr/>
<b>Total assets less current liabilities</b>		56.9	55.1
		<hr/>	<hr/>
<b>Net assets</b>		56.9	55.1
		<hr/>	<hr/>
<b>Capital and reserves</b>			
Called up share capital	11	10.0	10.0
Share premium account	12	0.7	0.7
Profit and loss account		46.2	44.4
		<hr/>	<hr/>
<b>Total shareholder's funds</b>		56.9	55.1
		<hr/>	<hr/>

The notes on pages 11 to 18 form part of these financial statements.

These financial statements were approved by the Board of Directors on 25 September 2018 and were signed on its behalf by:



**MJ Price**  
Director

Registered number 03157344

**Statement of changes in equity**  
*For the year ended 31 December 2017*

	Called up share capital £m	Share premium account £m	Profit and loss account £m	Shareholder's funds £m
<b>At 1 January 2016</b>	-	0.7	43.6	44.3
Profit for the year	-	-	0.8	0.8
Total comprehensive income for the year	-	-	0.8	0.8
New shares issued	10.0	-	-	10.0
<b>At 31 December 2016</b>	10.0	0.7	44.4	55.1
Profit for the year	-	-	1.8	1.8
Total comprehensive income for the year	-	-	1.8	1.8
<b>At 31 December 2017</b>	<b>10.0</b>	<b>0.7</b>	<b>46.2</b>	<b>56.9</b>

The notes on pages 11 to 18 form part of these financial statements.

## Notes to the financial statements

### 1 Company information

Moneysupermarket.com Financial Group Limited is a private limited liability company incorporated, registered and domiciled in England and Wales. The registered number is 03157344 and the registered address is MoneySuperMarket House, St David's Park, Ewloe, Chester, CH5 3UZ.

### 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). The presentation currency of these Financial Statements is Sterling. All amounts in the financial statements have been rounded to the nearest million. These financial statements are prepared on the historical cost basis.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

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 are available to the public, and a copy may be obtained from its registered address, Moneysupermarket House, St David's Park, Ewloe, CH5 3UZ. In these financial statements, the company is considered to be a qualifying entity for the purposes of this FRS 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 of Moneysupermarket.com Group PLC include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- Certain disclosures required by FRS 102.26 *Share Based Payments*; and,
- 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 and there are no significant judgements.

#### *Use of estimates and judgements*

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

## Notes to the financial statements (continued)

### 2 Statement of accounting policies (continued)

#### *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 has net assets at the balance sheet date of £56.9m;
- The Company has access to £1.9m of liquid assets in the form of cash; and
- Moneysupermarket.com Group PLC 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 continues to be appropriate.

#### *Investments*

Investments are shown at cost less provision for impairment.

#### *Employee benefits*

##### *Defined contribution plans and other long term employee benefits*

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the periods during which services are rendered by employees.

##### *Short-term employee benefits*

Short-term employee benefit obligations are measured on an undiscounted basis and are recognised in the profit and loss account and other comprehensive income as the related service is provided. A provision is recognised for the amount expected to be paid under short-term cash bonus or deferred bonus plan if the company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. The company's deferred bonus plans currently do not have any ongoing performance obligations and are therefore provided for as described above in the period to which they related.

#### *Basic financial instruments*

##### *Trade and other debtors / creditors*

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

##### *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and call deposits.

#### *Taxation*

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates in force for the year, and any adjustment to tax payable in respect of previous years.

## Notes to the financial statements (continued)

### 3 Operating profit

	2017 £m	2016 £m
<i>Operating profit is stated after charging:</i>		
Recharged payroll costs	(39.7)	(35.7)
Auditor's remuneration:		
Audit of these financial statements	-	-
Payroll costs	39.7	35.7
	<u>          </u>	<u>          </u>

The audit fee for the current year is £10,600. The audit fee for the prior year was £10,000.

### 4 Remuneration of directors

The Directors of this Company are also directors of other companies within the Moneysupermarket.com Group and accordingly the cost of their remuneration has been fully incurred by the ultimate parent company. £120,946 of the total cost of this remuneration has been allocated to this company on the basis of their services as directors of each group company. It was not practicable to make this allocation in prior years.

### 5 Staff numbers and costs

The average number of persons employed by the Company (excluding Directors) during the year, analysed by category, was as follows:

	2017	2016
Number of employees	549	523
	<u>          </u>	<u>          </u>

The aggregate payroll costs of these persons were as follows:

	2017 £m	2016 £m
Wages and salaries	33.3	29.6
Social security costs	4.2	3.5
Pension costs	1.3	1.4
Share based payments	0.8	1.1
Social security costs related to share awards and options	0.1	0.1
	<u>          </u>	<u>          </u>
	39.7	35.7
	<u>          </u>	<u>          </u>

With the exception of the executive Directors and employees of MoneySavingExpert.com Limited, all UK-based employees of the Moneysupermarket.com Group have employment contracts with Moneysupermarket.com Financial Group Limited. However, their payroll costs are recharged to one of the other entities in the Group.

## Notes to the financial statements (continued)

### 6 Net finance costs

	2017 £m	2016 £m
Interest received on bank deposits	-	-
Interest paid on loan facility	(0.2)	(0.1)
	<hr/>	<hr/>
Net finance expense	(0.2)	(0.1)
	<hr/> <hr/>	<hr/> <hr/>

### 7 Taxation

Analysis of charge in the year:

	2017 £m	2016 £m
<i>UK corporation tax</i>		
Current tax on income for the year	-	-
<i>Deferred tax:</i>		
Adjustments in relation to prior periods	-	-
	<hr/>	<hr/>
Tax on profit	-	-
	<hr/> <hr/>	<hr/> <hr/>

Factors affecting the tax for the current year:

The tax charge for the year is lower (2016: lower) than the standard rate of corporation tax in the UK of 19.25% (2016: 20%). The differences are explained below.

	2017 £m	2016 £m
Profit before tax	1.8	0.8
	<hr/>	<hr/>
Current tax at 19.25% (2016: 20 %)	0.3	0.2
<i>Effects of:</i>		
Utilisation of losses from other group companies	(0.3)	(0.2)
	<hr/>	<hr/>
Total tax on profit	-	-
	<hr/> <hr/>	<hr/> <hr/>

Further reductions in the UK Corporation tax rate to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly.



## Notes to the financial statements (continued)

### 8 Fixed asset investments

	<b>Fixed asset investments £m</b>
<b>Cost:</b>	
At 1 January 2017	18.1
Additions	0.4
Disposals	(0.5)
	<hr/>
<b>At 31 December 2017</b>	<b>18.0</b>
	<hr/>
<b>Provisions:</b>	
At 1 January 2017 and 31 December 2017	(7.0)
	<hr/>
<b><i>Net book value:</i></b>	
<b>At 31 December 2017</b>	<b>11.0</b>
	<hr/> <hr/>
At 31 December 2016	11.0
	<hr/> <hr/>

The Company acquired a 2% shareholding of True Layer for cash consideration of £0.2m in June 2017.  
The Company also acquired a 4% shareholding of By Miles for cash consideration of £0.2m in September 2017.

The Company disposed of a 12.8% shareholding of Social Significance Limited for cash consideration of £0.5m in February 2017.

## Notes to the financial statements (continued)

### 8 Fixed asset investments (continued)

The following is a complete list of all the Company's subsidiary undertakings, all of which are registered at Moneysupermarket House, St David's Park, Ewloe, CH5 3UZ.

Subsidiary undertakings	Principal activity	Class and percentage of shares held	Aggregate of capital + reserves for the year	Profit/(loss) for the year
			£m	£m
Moneysupermarket.com Limited	Internet price comparison	Ordinary 100%	204.3	75.1
MoneySavingExpert.com Limited	Personal finance website	Ordinary 100%	41.2	18.1
Mortgage 2000 Limited	Financial intermediary services	Ordinary 100%	0.8	-
Insuresupermarket.com Limited	Dormant	Ordinary 100%	-	-
Travelsupermarket.com Limited	Dormant	Ordinary 100%	-	-
Moneysupermarket Limited	Dormant	Ordinary 100%	-	-

All of the above investments are included in the consolidated financial statements of Moneysupermarket.com Group PLC. The registered office of MoneySavingExpert.com Limited is One Dean Street, London, W1D 2EP. All other subsidiaries have the same registered office as the company (see Note 1).

### 9 Debtors

	2017 £m	2016 £m
<b>Amounts falling due within one year:</b>		
Amounts owed by other group companies	181.2	162.2
	<hr/>	<hr/>
<b>Amounts falling due after more than one year:</b>		
Prepayments	0.1	-
	<hr/>	<hr/>
	181.3	162.2
	<hr/>	<hr/>

Amounts owed by group undertakings of £181.2m (2016: £162.2m) are shown net of a doubtful debt provision of £7.0m (2016: £7.0m), which relates to FSN.

## Notes to the financial statements (continued)

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

	2017 £m	2016 £m
Amounts owed to parent and other group companies	136.7	112.4
Taxation and social security	(0.5)	3.2
Accruals and deferred income	1.0	3.6
	<u>137.2</u>	<u>119.2</u>

### 11 Called up share capital

	31 December 2017		31 December 2016	
	Number of shares	£	Number of Shares	£
<i>Allotted, called up and fully paid</i>				
Ordinary shares of £0.01 each	1,000,092,258	10,000,923	1,000,092,258	10,000,923
A Ordinary shares of £0.01 each	4,796	48	4,796	48
	<u>1,000,097,054</u>	<u>10,000,971</u>	<u>1,000,097,054</u>	<u>10,000,971</u>

#### Ordinary shares

No shares were issued during the year. (2016: 1,000,000,000 ordinary shares were issued in the year to the parent undertaking Moneysupermarket.com Financial Group Holdings for consideration of £10.0m which was a transaction made as part of an internal group re-organisation).

The holders of ordinary shares were entitled to returns of capital, receive a dividend and vote.

#### 'A' Ordinary shares

The holders of 'A' Ordinary shares are not entitled to receive any dividend or distribution. The shares have no voting rights. Upon winding up, the capital and assets of the Company, or other return of capital, shall be applied pari passu among the holders of both classes of share.

### 12 Share premium

	2017 £000	2016 £000
At 1 January	677	677
Movement in the year	-	-
	<u>677</u>	<u>677</u>
At 31 December	<u>677</u>	<u>677</u>

## Notes to the financial statements (continued)

### 13 Pension scheme

The Group operates a defined contribution pension scheme. The contributions to this scheme are recharged to the relevant subsidiary in which the employee is based, in line with the recharge of their salaries. During the year, £1.5m (2016: £1.4m) of contributions were recharged to the subsidiary companies. Contributions of £ nil (2016: £ nil) were outstanding at the balance sheet date.

### 14 Disposals

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 of up to £1.9m. A further contingent profit on disposal of £0.8m was received in 2016 and a final amount of £0.9m in June 2017. No further amounts are due.

In January 2017, the investment in Social Significance Limited was disposed of for a total consideration of £1.6m, resulting in a profit on disposal of £1.1m.

### 15 Ultimate parent company

The ultimate parent company and controlling party is Moneysupermarket.com Group PLC, a company registered at Moneysupermarket House, St David's Park, Ewloe, CH5 3UZ.

Copies of Moneysupermarket.com Group PLC accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

### 16 Related party transactions

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.

### 17 Post balance sheet events

On the 7 August 2018, the company acquired Decision Technologies Limited, a leading White label and API supplier of home communications and mobile price comparison services at the consideration value of £40.1m. The company has fully funded the acquisition through the use of the Group's existing revolving credit facility.