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Registration number: 3097778

# DAS UK Investments Limited

Annual Report and Consolidated Financial Statements

for the Year Ended 31 December 2018

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## **DAS UK Investments Limited**

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## **DAS UK Investments Limited**

### **Strategic Report for the year ended 31 December 2018**

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

The purpose of this strategic report is to inform members of the company and help them assess how the directors have performed their duty under section 172 of the Companies Act 2006 (duty to promote the success of the company).

#### **Fair review of the business**

The group consists of companies operating in various marketing communications disciplines including branding, experiential, digital/direct marketing, field marketing, healthcare, public relations, research, publishing content marketing and advertising.

The key indicators that we review focus on revenue, staff costs and operating margin. Our revenue decreased by 4.4% (2017: 16.9% increase) with a range of performances across different businesses.

Because we are a service business, we monitor expenses on a percentage of revenue basis. We measure expenses in two distinct cost categories, staff costs and all other operating expenses. Staff costs are primarily comprised of salaries, social security and employer pension contributions. Other operating expenses are primarily comprised of rent and occupancy costs, technology related costs and depreciation. Staff costs tend to fluctuate in conjunction with changes in revenue whereas other operating costs tend to be relatively fixed in nature. Staff costs remained level at 44.2% (2017: 44.2%) of revenue.

Our operating margin increased to 8.9% (2017: 8.4%) with a range of performances across different businesses.

At the end of the year the group had net current assets of £70.8m (2017: £66.7m) - an increase of £4.1m.

The directors consider that the group has access to sufficient funds to meet its needs for the reasons set out in note 1 to the financial statements. Accordingly, the directors have prepared the financial statements on a going concern basis.

## **DAS UK Investments Limited**

### **Strategic Report for the year ended 31 December 2018**

#### **Principal risks and uncertainties**

Our employees are our most important assets and our ability to attract and retain key personnel is an important aspect of our competitiveness. If we are unable to attract and retain key personnel, including highly skilled technically proficient personnel, our ability to provide our services in the manner our customers have come to expect may be adversely affected, which could harm our reputation and result in a loss of clients, which could have a material adverse effect on our results of operations and financial position.

Our clients generally are able to reduce advertising and marketing spending or cancel projects at any time on short notice for any reason. It is possible that our clients could reduce spending in comparison to historical patterns, or they could reduce future spending. A significant reduction in advertising and marketing spending by our largest clients, or the loss of several of our largest clients, if not replaced by new clients or an increase in business from existing clients, would adversely affect our revenue and could have a material adverse effect on our results of operations and financial position.

We rely on information technology systems and infrastructure to process transactions, summarize results and manage our business, including maintaining client marketing and advertising information. Our information technology systems are potentially vulnerable to system failures and network disruptions, malicious intrusion and random attack.

Likewise, data security incidents and breaches by employees and others with or without permitted access to our systems may pose a risk that sensitive data may be exposed to unauthorized persons or to the public. Additionally, we utilize third parties, including cloud providers, to store, transfer or process data. Whilst we have taken what we believe are prudent measures to protect our data and information technology systems, there can be no assurance that our efforts will prevent failures or network disruptions or breaches in our systems, or in systems of third parties we use, that could adversely affect our reputation or business.

Global economic conditions have a direct impact on our business and financial performance. In particular, current global economic conditions pose a risk that our clients may reduce future spending on advertising and marketing services which could reduce the demand for our services. If domestic or global economic conditions worsen or do not improve, our results of operations and financial position could be adversely affected. We will continue to closely monitor economic conditions, client revenue levels and other factors and, in response to reductions in our client revenue, if necessary, we will take actions available to us to align our cost structure and manage working capital. There can be no assurance whether, or to what extent, our efforts to mitigate any impact of future economic conditions, reductions in our client revenue, changes in client creditworthiness and other developments will be effective.

Global economic uncertainty, turmoil in the credit markets or a contraction in the availability of credit may make it more difficult for businesses, including us, to meet their working capital requirements and could lead clients to seek to change their financial relationship with their vendors, including us, and could cause our clients to reduce spending on our services, delay the payment for our services or take additional actions that would negatively affect our working capital. We could need to obtain additional financing to fund our day-to-day working capital requirements *in such circumstances, there is no assurance that such additional financing would be available on favourable terms, if at all.* Such circumstances could have a material adverse effect on our results of operations and financial position.

## **DAS UK Investments Limited**

### **Strategic Report for the year ended 31 December 2018**

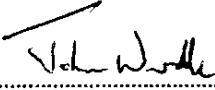
Government agencies and consumer groups directly or indirectly affect or attempt to affect the scope, content and manner of presentation of advertising, marketing and corporate communications services, through regulation or other governmental action. Any limitation on the scope or content of our services could affect our ability to meet our clients' needs, which could have a material adverse effect on our results of operations and financial position. In addition, there has been a tendency on the part of businesses to resort to the judicial system to challenge advertising practices. Such actions by businesses or governmental agencies could have a material adverse effect on our results of operations and financial position.

Additionally, government or legislative action may limit the tax deductibility of advertising expenditures by certain industries or for certain products or services. These actions could cause our clients affected by such actions to reduce their spending on our services which could have a material adverse effect on our results of operations and financial position. Further, laws and regulations, related to user privacy, use of personal information and Internet tracking technologies have been proposed or enacted in the United States, EU and certain international markets. These laws and regulations could affect the acceptance of new communications technologies and the use of current communications technologies as advertising mediums. These actions could affect our business and reduce demand for certain of our services, which could have a material adverse effect on our results of operations and financial position.

In June 2016, the UK electorate voted in a referendum to discontinue its membership of the EU ('Brexit') which along with the subsequent triggering of Article 50 of the Treaty of the European Union in March 2017 has brought about considerable uncertainty. Until there is further clarity regarding the terms, if any, on which the UK will exit the EU the directors are unable to fully assess the impact on the group.

There has been no material adverse impact of Brexit to the group to date, and due to the variety of businesses within the group servicing different markets, customers and locations the directors do not believe there will be a significant overall impact, however we continue to monitor developments in this respect.

Approved by the Board on 30 September 2019 and signed on its behalf by:

  
.....  
J H Wardle  
Director

## **DAS UK Investments Limited**

### **Directors' Report for the year ended 31 December 2018**

The directors present their report and the for the year ended 31 December 2018.

#### **Principal activity**

The principal activity of the company is that of a holding company and its subsidiaries are agencies providing advertising, marketing, research and communication services.

#### **Dividends**

On 30 January 2018 the directors paid an interim dividend in respect of the year ended 31 December 2017 of £14.28 per share totalling £58,561.

On 30 January 2018 the directors paid an interim dividend in respect of the year ended 31 December 2017 of £381.84 per share totalling £1,565,549.

On 20 February 2018 the directors paid an interim dividend in respect of the year ended 31 December 2017 of £4,628.05 per share totalling £18,975,000.

On 6 September 2018 the directors paid an interim dividend in respect of the year ended 31 December 2018 of £2,809.76 per share totalling £11,520,000.

On 19 December 2018 the directors paid an interim dividend of £262.42 per share totalling £1,075,938 making total dividends paid in the year of £33,195,048 (2017: £38,525,201).

#### **Directors of the group**

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

P D Trueman (resigned 30 September 2018)

J M W Betts

The following director was appointed after the year end:

J H Wardle (appointed 1 January 2019)

#### **Political and charitable donations**

During the year the group made no political donations (2017: £nil). Donations to charity amounted to £23,111 (2017: £45,035).

#### **Employment of disabled persons**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of a member of staff becoming disabled every effort is made to ensure that their employment with the company continues and that appropriate training is arranged. It is the policy of the company that training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

## **DAS UK Investments Limited**

### **Directors' Report for the year ended 31 December 2018**

#### **Post balance sheet events**

On 31 January 2019 the company paid an interim dividend of £2,700,000. On 8 February 2019, 22 February 2019, 28 March 2019 and 18 April 2019 the company paid further interim dividends of £137,000, £16,171,000, £2,040,000 and £291,074 respectively. These have not been included in the accounts as they were not approved before the year end.

On 31 January 2019 the company received a dividend of £2,700,000 from its subsidiary AMCI Europe Limited. On 1 February 2019 the company sold its entire interest in AMCI Europe Limited to Automotive Marketing Consultants, Inc for a cash consideration of £137,000

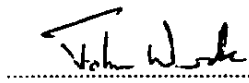
#### **Disclosure of information to the auditor**

Each director who held office at the date of approval of this Directors' report confirms that, so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

#### **Reappointment of auditor**

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

Approved by the Board on 30 September 2019 and signed on its behalf by:



J H Wardle  
Director

Bankside 3  
90 - 100 Southwark Street  
London  
SE1 0SW

## **DAS UK Investments Limited**

### **Statement of Directors' Responsibilities**

The directors acknowledge their responsibilities 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 the directors have the group and parent company 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 group and parent company and of their profit or loss of the for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting 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 group and parent 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 group or the parent 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 parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its 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 group and to prevent and detect fraud and other irregularities



## **Independent Auditor's Report to the Members of DAS UK Investments Limited**

### **Opinion**

We have audited the financial statements of DAS UK Investments Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2018, which comprise the Consolidated Profit and Loss Account, Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Balance Sheet, Consolidated Statement of Changes in Equity, Statement of Changes in Equity, Consolidated Statement of Cash Flows, and Notes to the Financial Statements, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2018 and of the group's profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including IFRS 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 group in accordance with, UK ethical requirements including the IRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Going concern**

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the group or the company or to cease their operations, and as they have concluded that the group and 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 their 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 group and the company's business model, including the impact of Brexit, and analysed how those risks might affect the group and 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 group or 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,

## **Independent Auditor's Report to the Members of DAS UK Investments Limited**

- 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,

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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 the Statement of Directors' Responsibilities set out on page 6, 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 the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the group and parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities**

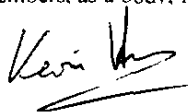
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit 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).

## **Independent Auditor's Report to the Members of DAS UK Investments Limited**

### **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.



.....  
Kevin Hall (Senior Statutory Auditor)  
For and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL

30 September 2019

## DAS UK Investments Limited

### Consolidated Profit and Loss Account for the year ended 31 December 2018

	Note	2018 £	2017 £
Gross billings		523,451,694	559,683,679
Rebillable costs		<u>(59,585,436)</u>	<u>(74,214,292)</u>
Revenue	2	463,866,258	485,469,387
Direct costs		<u>(147,225,539)</u>	<u>(163,022,171)</u>
Gross profit		316,640,719	322,447,216
Administrative expenses		(276,925,156)	(284,670,934)
Other operating income		<u>1,476,389</u>	<u>3,203,868</u>
Operating profit	3	<u>41,191,952</u>	<u>40,980,150</u>
Share of (loss)/profit from participating interests		26,119	(23,868)
Other interest receivable and similar income	7	336,329	217,265
Interest payable and similar expenses	8	<u>(1,276,839)</u>	<u>(1,837,565)</u>
		<u>(914,391)</u>	<u>(1,644,168)</u>
Profit before tax		40,277,561	39,335,982
Taxation	9	<u>(10,159,876)</u>	<u>(10,290,824)</u>
Profit for the financial year		<u>30,117,685</u>	<u>29,045,158</u>
<b>Profit attributable to:</b>			
Owners of the company		29,573,341	28,442,804
Non-controlling interests		<u>544,344</u>	<u>602,354</u>
		<u>30,117,685</u>	<u>29,045,158</u>

The results shown above are derived wholly from continuing operations.

## DAS UK Investments Limited

### Consolidated Statement of Comprehensive Income for the year ended 31 December 2018


	2018 £	2017 £
Profit for the year	30,117,685	29,045,158
Actuarial gain/(loss) recognised in pensions	(369,360)	892,704
Total comprehensive income for the year	<u>29,748,325</u>	<u>29,937,862</u>
<b>Total comprehensive income attributable to:</b>		
Owners of the company	29,203,981	29,335,508
Non-controlling interests	<u>544,344</u>	<u>602,354</u>
	<u>29,748,325</u>	<u>29,937,862</u>

The Actuarial gain/(loss) recognised in pensions included in the Statement of Comprehensive Income includes a credit in respect of tax of £86,640 (2017: £17,953)

**DAS UK Investments Limited**  
**(Registration number: 3097778)**  
**Consolidated Balance Sheet as at 31 December 2018**

	Note	2018 £	2017 £
<b>Fixed assets</b>			
<i>Intangible assets</i>	11	50,682,225	59,417,511
<i>Tangible assets</i>	12	8,871,435	8,283,869
<i>Investments</i>	13	4,085,923	3,994,923
		<u>63,639,583</u>	<u>71,696,303</u>
<b>Current assets</b>			
<i>Stocks</i>	14	16,952,419	12,792,411
<i>Debtors (including £990,913 (2017: £1,308,303) due after more than one year)</i>	15	233,154,301	239,716,229
<i>Cash at bank and in hand</i>		<u>354,002</u>	<u>1,113,890</u>
		250,460,722	253,622,530
<i>Creditors: Amounts falling due within one year</i>	16	<u>(179,611,789)</u>	<u>(186,957,093)</u>
<i>Net current assets</i>		<u>70,848,933</u>	<u>66,665,437</u>
<i>Total assets less current liabilities</i>		134,488,516	138,361,740
<i>Creditors: Amounts falling due after more than one year</i>	16	(2,428,161)	(2,100,073)
<i>Provisions for liabilities</i>	17	<u>(37,732)</u>	<u>(26,156)</u>
<i>Net assets</i>		<u>132,022,623</u>	<u>136,235,511</u>
<b>Capital and reserves</b>			
<i>Called up share capital</i>	18	41	41
<i>Share premium reserve</i>		30,983,904	30,983,904
<i>Retained earnings</i>		<u>97,581,562</u>	<u>102,108,217</u>
<i>Equity attributable to owners of the company</i>		128,565,507	133,092,162
<i>Non-controlling interests</i>		<u>3,457,116</u>	<u>3,143,349</u>
<i>Total equity</i>		<u>132,022,623</u>	<u>136,235,511</u>

Approved and authorised by the Board on 30 September 2019 and signed on its behalf by:




J H Wardle  
Director

**DAS UK Investments Limited**  
**(Registration number: 3097778)**  
**Balance Sheet as at 31 December 2018**

	Note	2018 £	2017 £
<b>Fixed assets</b>			
Investments	13	322,341,757	323,984,349
<b>Current assets</b>			
Debtors	15	<u>812,605</u>	<u>812,605</u>
Net assets		<u>323,154,362</u>	<u>324,796,954</u>
<b>Capital and reserves</b>			
Called up share capital	18	41	41
Share premium reserve		30,983,904	30,983,904
Retained earnings		<u>292,170,417</u>	<u>293,813,009</u>
Total equity		<u>323,154,362</u>	<u>324,796,954</u>

Approved and authorised by the Board on 30 September 2019 and signed on its behalf by:

  
 .....  
 J H Wardle  
 Director

**DAS UK Investments Limited**

**Consolidated Statement of Changes in Equity for the year ended 31 December 2018**

	Share capital £	Share premium reserve £	Retained earnings £	Non-controlling interests £	Total £
<i>At 1 January 2018</i>	41	30,983,904	102,108,217	3,143,349	136,235,511
Profit for the year	-	-	29,573,341	544,344	30,117,685
Actuarial gain/(loss) recognised in pensions	-	-	(369,360)	-	(369,360)
Total comprehensive income	-	-	29,203,981	544,344	29,748,325
Dividends	-	-	(33,195,048)	(230,577)	(33,425,625)
Share-based payments expense	-	-	91,883	-	91,883
Recharge from Omnicom Group Inc in respect of share based payments	-	-	(627,471)	-	(627,471)
<b>At 31 December 2018</b>	<b>41</b>	<b>30,983,904</b>	<b>97,581,562</b>	<b>3,457,116</b>	<b>132,022,623</b>

The notes on pages 20 to 50 form an integral part of these financial statements.



# **DAS UK Investments Limited**

## **Consolidated Statement of Changes in Equity for the year ended 31 December 2018**

	Share capital £	Share premium reserve £	Capital contribution reserve £	Retained earnings £	Non-controlling interests £	Total £
At 1 January 2017	38	304,953,218	30,040,969	(226,210,061)	2,848,271	111,632,435
Profit for the year	-	-	-	28,442,804	602,354	29,045,158
Actuarial gain/(loss) recognised in pensions	-	-	-	892,704	-	892,704
Total comprehensive income	-	-	-	29,335,508	602,354	29,937,862
Dividends	-	-	-	(38,525,201)	(307,276)	(38,832,477)
Share-based payments expense	-	-	-	68,858	-	68,858
Recharge from Omnicom Group Inc in respect of share based payments	-	-	-	2,444,926	-	2,444,926
Premium on share issues, less expenses	-	30,983,904	-	-	-	30,983,904
Other reserve movements	-	(304,953,218)	(30,040,969)	334,994,187	-	-
New share capital subscribed	3	-	-	-	-	3
At 31 December 2017	41	30,983,904	-	102,108,217	3,143,349	136,235,511

On 1 September 2017 the company cancelled its Capital contribution reserve of £30,040,969 and transferred the balance to Retained earnings. On 20 December 2017 the company reduced its Share premium reserve by £304,953,218 and transferred the balance to Retained earnings. The share capital issued in 2017, along with the share premium, were for the purposes of funding final payments in respect of previous acquisitions and to allow the company to make capital contributions to its subsidiaries.

# DAS UK Investments Limited

## Statement of Changes in Equity for the year ended 31 December 2018

	Share capital £	Share premium reserve £	Retained earnings £	Total £
At 1 January 2018	41	30,983,904	293,813,009	324,796,954
Profit for the year	-	-	31,552,456	31,552,456
Total comprehensive income	-	-	31,552,456	31,552,456
Dividends	-	-	(33,195,048)	(33,195,048)
At 31 December 2018	41	30,983,904	292,170,417	323,154,362

**DAS UK Investments Limited**

**Statement of Changes in Equity for the year ended 31 December 2018**

	Share capital £	Share premium reserve £	Capital contribution reserve £	Retained earnings £	Total £
At 1 January 2017	38	304,953,218	30,040,969	(17,950,093)	317,044,132
Profit for the year	-	-	-	15,294,116	15,294,116
Total comprehensive income	-	-	-	15,294,116	15,294,116
Dividends	-	-	-	(38,525,201)	(38,525,201)
Premium on share issues, less expenses	-	30,983,904	-	-	30,983,904
Other reserve movements	-	(304,953,218)	(30,040,969)	334,994,187	-
New share capital subscribed	3	-	-	-	3
At 31 December 2017	41	30,983,904	-	293,813,009	324,796,954

On 1 September 2017 the company cancelled its Capital contribution reserve of £30,040,969 and transferred the balance to Retained earnings. On 20 December 2017 the company reduced its Share premium reserve by £304,953,218 and transferred the balance to Retained earnings. The share capital issued in 2017, along with the share premium, were for the purposes of funding final payments in respect of previous acquisitions and to allow the company to make capital contributions to its subsidiaries.

# **DAS UK Investments Limited**

## **Consolidated Statement of Cash Flows for the year ended 31 December 2018**

	<b>Note</b>	<b>2018 £</b>	<b>2017 £</b>
<b>Cash flows from operating activities</b>			
Profit for the year		30,117,685	29,045,158
Adjustments to cash flows from			
Depreciation and amortisation	3	12,528,721	11,686,032
Loss on disposal of tangible assets		100,401	69,487
Finance income		(362,448)	(193,397)
Finance costs	8	1,276,839	1,837,565
Share based payment transactions		360,203	1,109,436
Income tax expense	9	10,159,876	10,290,824
		<u>54,181,277</u>	<u>53,845,105</u>
Working capital adjustments			
(Increase) in stocks		(4,160,008)	(862,774)
Decrease in trade and other debtors		9,049,649	8,347,937
(Decrease) in trade and other creditors		<u>(6,313,695)</u>	<u>(4,071,297)</u>
Cash generated from operations		52,757,223	57,258,971
Income taxes paid		(10,228,643)	(11,697,700)
Employer contributions to defined benefit pension schemes		<u>(456,000)</u>	<u>(456,000)</u>
Net cash flow from operating activities		<u>42,072,580</u>	<u>45,105,271</u>
<b>Cash flows from investing activities</b>			
Interest received		362,448	193,397
Acquisition of tangible assets		(2,758,392)	(2,404,864)
Proceeds from sale of tangible assets		4,819	12,327
Acquisition of intangible assets	11	(1,736,209)	(833,960)
Proceeds from sale of intangible assets		8,381	60,163
Acquisition of investments in joint ventures and associates		(90,885)	-
Acquisition of subsidiary undertakings		<u>-</u>	<u>(13,043,907)</u>
Net cash flows from investing activities		<u>(4,209,838)</u>	<u>(16,016,844)</u>

The notes on pages 20 to 50 form an integral part of these financial statements.  
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# **DAS UK Investments Limited**

## **Consolidated Statement of Cash Flows for the year ended 31 December 2018**

	<b>Note</b>	<b>2018 £</b>	<b>2017 £</b>
<b>Cash flows from financing activities</b>			
Interest paid	8	(1,276,839)	(1,837,565)
Dividends paid	10	(33,425,625)	(38,832,477)
Share premium received		-	30,983,904
Share capital received		-	3
(Increase)/decrease in Amounts owed by group undertakings - loans and advances		(2,805,110)	(7,011,318)
(Decrease)/increase in Amounts owed to group undertakings - loans and advances		<u>(1,115,056)</u>	<u>(12,095,944)</u>
Net cash flows from financing activities		<u>(38,622,630)</u>	<u>(28,793,397)</u>
Net (decrease)/increase in cash and cash equivalents		(759,888)	295,030
Cash and cash equivalents at 1 January		<u>1,113,890</u>	<u>818,860</u>
Cash and cash equivalents at 31 December		<u>354,002</u>	<u>1,113,890</u>

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **1 Accounting policies**

##### **Summary of significant accounting policies and key accounting estimates**

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

##### **Statement of compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. The following accounting policies have been applied consistently in dealing with items which are considered to be material in relation to the company's financial statements.

##### **Basis of preparation**

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

The company is a private company limited by share capital incorporated, domiciled and registered in England in the United Kingdom. The financial statements are presented in sterling the company's functional currency.

##### **Summary of disclosure exemptions**

*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 for the parent company financial statements only.*

- 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 Omnicom Group Inc. 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.

**Related party transactions:** As a 100% owned subsidiary of Omnicom Group Inc. the company has taken advantage of the exemption available under FRS 102 Section 33. 1A Related Party Disclosures, which enable it to exclude disclosure of transactions with Omnicom Group Inc., and its wholly owned subsidiaries.

Under Section 408 of the Companies Act 2006 the company is exempt from the requirement to present its own profit and loss account.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Basis of consolidation**

The group financial statements consolidate the financial statements of the company and its subsidiary undertakings drawn up to 31 December 2018.

A subsidiary is an entity controlled by the company. Control is achieved where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the Profit and Loss Account from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the group.

The purchase method of accounting is used to account for business combinations that result in the acquisition of subsidiaries by the group. The cost of a business combination is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the business combination. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Any excess of the cost of the business combination over the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised is recorded as goodwill.

Consideration which is contingent on future events is recognised based on the estimated amount if the contingent consideration is probable and can be measured reliably. Any subsequent changes to the amount are treated as an adjustment to the cost of the acquisition.

Inter-company transactions, balances and unrealised gains on transactions between the company and its subsidiaries, which are related parties, are eliminated in full.

Intra-group losses are also eliminated but may indicate an impairment that requires recognition in the consolidated financial statements.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group. Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the group's equity therein. Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling shareholder's share of changes in equity since the date of the combination.

Entities in which the group holds an interest on a long-term basis and are jointly controlled by the group and one or more other ventures under a contractual arrangement are treated as joint ventures. In the group financial statements, joint ventures are accounted for using the gross equity method.

Entities, other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence are treated as associates. In the group financial statements, associates are accounted for using the equity method.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Going concern**

The group has net current assets of £70,848,933 at 31 December 2018 (2017: £66,665,437). The directors consider that the company has access to sufficient funding to meet its needs for the reasons set out below. Accordingly, the directors have prepared the financial statements on a going concern basis.

The company and certain of its subsidiaries participate in a cash concentration arrangement with its fellow subsidiaries, Omnicom Finance Limited and Omnicom Financial Services Limited, the group's UK treasury operations, under which bank balances are cleared to zero on a daily basis either by the company and its subsidiaries depositing cash with Omnicom Finance Limited/Omicom Financial Services Limited or by Omnicom Finance Limited/Omicom Financial Services Limited depositing cash with the company and its subsidiaries. The company's access to borrowings under the cash concentration arrangement is not limited as long as these borrowings are required in the normal course of business and are made in accordance with the Omnicom Group Inc Grant of Authority.

Omnicom Finance Limited, is able to make this commitment because Omnicom Finance Limited is a co-borrower with Omnicom Finance Inc. and Omnicom Capital Inc. under certain group bank facilities which are more fully described in the Omnicom Group Inc. financial statements filed on Form 10-K and available at [www.OmnicomGroup.com](http://www.OmnicomGroup.com).

The directors consider the combination of the group facilities and expected funding requirements of the Omnicom Group Inc. and its subsidiaries provides sufficient access to funding to ensure that the company is able to meet its liabilities as they fall due for the foreseeable future. Accordingly, the directors have prepared the financial statements as a going concern.

#### **Key sources of estimation uncertainty**

Impairment reviews of the company's investments set out in note 13 are carried out by determining the net recoverable value using the Omnicom discounted cash flow model, with which future cash flows have been projected over a 5 year period and include a terminal value to incorporate expected growth thereafter. The projected cash flows have been discounted by the group's pre-tax WACC rate of 10.5%.

*The cash flow projections are estimated based on the most recent forecast for 2019 and for the years 2020 - 2023 assume a growth rate for each year and individual subsidiary of between 1.0% and 3.5% which reflects management's conservative estimate of the medium term operating performance. The terminal value is calculated using a perpetuity model which assumes a long term growth rate of 2.5% in most instances which reflects the long term GDP growth forecasts for the region and industry.*

#### **Gross Billings**

Gross billings are recognised when the service is performed, in accordance with the terms and conditions of the contractual arrangement and when collection is reasonably assured.

Gross billings comprise the gross amounts billed to clients in respect of commission based income together with the total of other fees earned and amounts recharged to clients for billable costs.



## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Rebillable costs**

Rebillable costs comprise media payments and third party production costs for those services that the group is arranging for its clients in its capacity as an intermediary. The group contracts directly with suppliers and is responsible for their payment, recharging its clients for all costs incurred. Although the group bears credit risk in respect of these activities, the arrangements with its clients are such that, in effect it acts as an intermediary on behalf of its client. Where the group acts as an intermediary, costs incurred with external suppliers are excluded from revenue.

#### **Revenue**

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the group's activities. Revenue is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the group.

The group recognises revenue when:

- The amount of revenue can be reliably measured.
- It is probable that future economic benefits will flow to the entity; and
- Specific criteria have been met for each of the group's activities.

#### **Interest payable and similar charges and Other interest receivable and similar income**

Interest payable and similar charges include interest payable, finance expenses on shares classified as liabilities, finance leases recognised in profit or loss using the effective interest method and unwinding of the discount on provisions

Other interest receivable and similar income include interest receivable on funds invested.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

#### **Foreign currency transactions and balances**

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Tax**

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 or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, associates and joint ventures to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

#### **Fixed assets and depreciation**

Tangible fixed assets are stated at cost/deemed cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged so as to write off the cost of assets over their estimated useful lives, as follows.

<b>Asset class</b>	<b>Depreciation method and rate</b>
Land and buildings	Life of lease
Leasehold improvements	Life of lease
Furniture, fittings and equipment	4 - 10 Years
Motor vehicles	4 - 5 Years
Office equipment	4 - 10 Years

#### **Intangible assets**

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses

Separately acquired concessions, patents, licences, trademarks and similar rights are stated in the balance sheet at cost less accumulated amortisation and impairment.

Concessions, patents, licences, trademarks and similar rights acquired in a business combination are recognised at fair value at the acquisition date.

Other intangible assets are stated in the balance sheet at cost less accumulated amortisation and impairment. They are amortised on a straight line basis over their estimated useful lives

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Amortisation**

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

<b>Asset class</b>	<b>Amortisation method and rate</b>
Goodwill	10 Years
Software	3-5 Years
Concessions, patents, licences, trademarks and similar rights and assets	4-10 Years

#### **Fixed asset investments**

Fixed asset investments in the parent company financial statements are stated at historical cost less provision for impairment. Where the directors consider that a previous impairment provision is no longer appropriate, the impairment is reversed.

#### **Interest in associated undertakings**

Associated undertakings are entities in which the company has a participating interest and over whose operating and financial policy the company exercises a significant influence.

#### **Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

#### **Trade and other debtors**

Trade and other debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business, together with other debtors.

Trade and other debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade and other debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

#### **Stocks**

Work in progress is stated at the lower of cost and estimated selling price. Work in progress consists of direct expenses incurred on unbilled work. Estimated selling price is based on estimated sales value less further costs to complete and sell.

At each reporting date, work in progress is assessed for impairment. If work in progress is impaired, the carrying amount is reduced to its selling price less costs to complete and sell; the impairment loss is recognised immediately in the profit and loss account.

#### **Trade and other creditors**

Trade and other creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade and other creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Leases**

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

Assets held under finance leases, which are leases where substantially all of the risk and rewards of ownership of the asset have passed to the group, are capitalised in the balance sheet as tangible fixed assets and are depreciated over the shorter of the lease term and their useful lives. The capital elements of future obligations under the leases are included as liabilities in the balance sheet. The interest element of the rental obligation is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding. Assets held under hire purchase agreements are capitalised as tangible fixed assets and are depreciated over the shorter of the lease term and their useful lives. The capital element of the future finance payments is included within creditors. Finance charges are allocated to accounting periods over the length of the contract and represent a constant proportion of the balance of capital repayments outstanding.

#### **Impairment excluding stocks and deferred tax assets**

##### *Financial assets (including trade and other debtors)*

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the group would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

##### *Non-financial assets*

The carrying amounts of the group's non-financial assets, other than stocks and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing is allocated to cash-generating units, or ("CGU") that are expected to benefit from the synergies of the combination. For the purpose of goodwill impairment testing, if goodwill cannot be allocated to individual CGUs or groups of CGUs on a non-arbitrary basis, the impairment of goodwill is determined using the recoverable amount of the acquired entity in its entirety, or if it has been integrated then the entire entity into which it has been integrated.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

An impairment loss recognised for goodwill is not reversed. Impairment losses recognised for other assets is reversed only if the reasons for the impairment have ceased to apply.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

#### **Dividends**

Dividend distribution to the company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared.

Dividend income is recognised in the profit and loss account on the date the company's right to receive payment is established.

#### **Defined contribution pension obligation**

The group operates a number of defined contribution pensions schemes. The assets of the schemes are held separately from those of the group in independently administered funds. The amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

#### **Defined benefit pension obligation**

For employees who joined Porter Novelli Limited before 1 January 1994, the company offered pension benefits through a final salary defined benefits scheme up until 30 April 1998 (the Countrywide Communications Group Limited Staff Benefits Plan).

Pension scheme assets are measured using market values. Pension scheme liabilities are measured using a projected unit method and discounted at the current rate of return on a high quality corporate bond of equivalent term and currency to the liability.

The pension scheme is recognised in full. The movement in the scheme deficit is between operating charges, finance items and, in the statement of comprehensive income, actuarial gains and losses.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **Share based payments**

The group operates an equity-settled, share-based compensation plan, under which the entity receives services from employees as consideration for equity instruments (options) of the entity. The fair value of the employee services received is measured by reference to the estimated fair value at the grant date of equity instruments granted and is recognised as an expense over the vesting period. The estimated fair value of the option granted is calculated using the Black Scholes option pricing model. The total amount expensed is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

Amounts reimbursed by the company and its subsidiaries to Omnicom Group Inc. in respect of these options are recognised as a distribution directly to equity.

#### **2 Revenue**

The whole of the group's gross billings, revenue and operating profit for the year related to its principal activity, which was the provision of advertising, marketing, research and communication services, and which was carried out predominantly in the United Kingdom.

The analysis of the group's revenue by geographic location by destination for the year from continuing operations for rendering of services is as follows:

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
UK	215,203,773	253,322,977
Europe	162,877,415	140,981,179
Americas	63,605,112	51,604,716
Rest of world	22,179,958	39,560,515
	<u>463,866,258</u>	<u>485,469,387</u>

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 3 Operating profit

Operating profit is arrived at after charging/(crediting):

	2018 £	2017 £
Depreciation and other amounts written off tangible fixed assets owned	2,065,607	1,795,503
Amortisation of goodwill	9,482,896	9,262,545
Amortisation of concessions	487,854	338,991
Amortisation of software	492,364	288,993
Foreign exchange (gains) / losses	(2,323,267)	(889,771)
(Profit)/loss on disposal of property, plant and equipment	100,401	69,487
Operating lease expense - property	21,040,954	21,015,033
Hire of plant and machinery - rentals payable under operating leases	1,216,152	4,231,508
Rental income	<u>(312,015)</u>	<u>(265,890)</u>

#### 4 Auditor's remuneration

	2018 £	2017 £
Audit of these financial statements	<u>400,000</u>	<u>390,000</u>

In addition, amounts payable to other auditors for audit of financial statements of certain subsidiaries of the company was £61,328 (2017: £50,741)

There are no amounts paid to the group's auditors in respect of non-audit services in either the current or prior years.

#### 5 Directors' remuneration

The directors' remuneration costs are borne by other group companies. The directors are not remunerated specifically for their services to DAS UK Investments Limited or its subsidiaries

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 6 Staff costs

The aggregate payroll costs (including director's remuneration) were as follows:

	2018 £	2017 £
Wages and salaries	173,070,085	181,275,271
Share related awards	360,203	1,109,436
Social security costs	19,919,759	20,582,502
Pension and other post-employment benefit costs	6,992,738	6,923,405
Severance/loss of office	4,913,871	4,783,695
	<u>205,256,656</u>	<u>214,674,309</u>

The average number of persons employed by the group (including directors) during the year, analysed by category was as follows:

	2018 No.	2017 No.
Production	905	863
Administration and support	900	869
Research and development	211	269
Sales, marketing and distribution	3,560	4,449
	<u>5,576</u>	<u>6,450</u>

#### 7 Other interest receivable and similar income

	2018 £	2017 £
Bank interest receivable	652	2,671
Receivable from group undertakings	335,677	214,594
	<u>336,329</u>	<u>217,265</u>

#### 8 Interest payable and similar expenses

	2018 £	2017 £
Payable to group undertakings	1,185,576	1,787,395
Other interest payable	7,293	7,289
Finance charges payable in respect of finance leases and hire purchase contracts	83,970	42,881
	<u>1,276,839</u>	<u>1,837,565</u>



## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 9 Taxation

Tax charged/(credited) in the profit and loss account

	2018 £	2017 £
<b>Current taxation</b>		
Current tax on income for the period	9,292,433	8,354,093
Adjustments in respect of previous periods	(379,998)	1,213,121
	8,912,435	9,567,214
Current foreign tax on income for the period	918,475	990,915
Total current income tax	9,830,910	10,558,129
<b>Deferred taxation</b>		
Origination and reversal of timing differences	252,480	380,331
Effect of increased/decreased tax rate on opening liability	46,696	(23,717)
Adjustment in respect of previous periods	29,790	(623,919)
Total deferred taxation	328,966	(267,305)
Tax expense in the profit and loss account	10,159,876	10,290,824

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2017: higher than the standard rate of corporation tax in the UK) of 19% (2017: 19.25%).

The differences are reconciled below:

	2018 £	2017 £
Profit before tax	40,277,561	39,335,982
Corporation tax at standard rate	7,652,737	7,572,177
Effect of expense not deductible in determining taxable profit (tax loss)	2,372,134	1,812,254
Effect of tax losses	-	(14,230)
Effect of foreign tax rates	386,269	334,057
UK deferred tax expense/(credit) relating to changes in tax rates or laws	46,696	(23,717)
(Decrease) in UK deferred tax from a prior period	29,790	(623,919)
(Decrease)/increase in UK current tax from a prior period	(379,998)	1,213,121
Other tax effects for reconciliation between accounting profit and tax expense (income)	52,248	21,081
Total tax charge	10,159,876	10,290,824

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

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 tax charge accordingly. The deferred tax asset and liability at 31 December 2018 have been calculated based on these rates.

#### Deferred tax

##### Group

Deferred tax assets and liabilities

	Asset £	Liability £
<b>2018</b>		
Difference between accumulated depreciation and amortisation and capital allowances	781,721	(37,732)
Other timing differences	209,192	-
Tax losses available	-	-
	<u>990,913</u>	<u>(37,732)</u>

	Asset £	Liability £
<b>2017</b>		
Difference between accumulated depreciation and amortisation and capital allowances	809,392	(18,493)
Other timing differences	484,591	(7,663)
Tax losses available	14,320	-
	<u>1,308,303</u>	<u>(26,156)</u>

#### 10 Dividends

	2018 £	2017 £
Interim dividend of £8,152.59 (2017 - £9,819.93) per ordinary share	<u>33,425,625</u>	<u>38,832,477</u>

# **DAS UK Investments Limited**

## **Notes to the Financial Statements for the year ended 31 December 2018**

### **11 Intangible assets**

#### **Group**

	<b>Goodwill</b>	<b>Software</b>	<b>Concessions, patents, licences, trademarks and similar rights and assets</b>	<b>Total</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>Cost or valuation</b>				
At 1 January 2018	122,090,397	3,292,073	1,935,257	127,317,727
Additions	-	704,596	1,031,613	1,736,209
Disposals	-	(583,591)	-	(583,591)
Transfers	-	81,365	-	81,365
At 31 December 2018	<u>122,090,397</u>	<u>3,494,443</u>	<u>2,966,870</u>	<u>128,551,710</u>
<b>Amortisation</b>				
At 1 January 2018	64,235,119	2,585,459	1,079,638	67,900,216
Amortisation charge	9,482,896	492,364	487,854	10,463,114
Disposals	-	(575,210)	-	(575,210)
Transfers	-	81,365	-	81,365
At 31 December 2018	<u>73,718,015</u>	<u>2,583,978</u>	<u>1,567,492</u>	<u>77,869,485</u>
<b>Carrying amount</b>				
At 31 December 2018	<u>48,372,382</u>	<u>910,465</u>	<u>1,399,378</u>	<u>50,682,225</u>
At 31 December 2017	<u>57,855,278</u>	<u>706,614</u>	<u>855,619</u>	<u>59,417,511</u>

**DAS UK Investments Limited**

**Notes to the Financial Statements for the year ended 31 December 2018**

**12 Tangible fixed assets**

**Group**

	Land and buildings £	Leasehold improvements £	Furniture, fittings and equipment £	Motor vehicles £	Office equipment £	Total £
<b>Cost or valuation</b>						
At 1 January 2018	7,112,935	4,657,014	6,799,030	283,581	4,980,241	23,832,801
Additions	-	948,863	549,934	-	1,259,595	2,758,392
Disposals	-	(116,524)	(97,613)	-	(242,919)	(457,056)
Transfers	-	-	86,975	-	(78,735)	8,240
At 31 December 2018	7,112,935	5,489,353	7,338,326	283,581	5,918,182	26,142,377
<b>Depreciation</b>						
At 1 January 2018	3,202,791	3,579,479	5,608,756	141,126	3,016,780	15,548,932
Charge for the year	151,180	502,878	547,694	85,187	778,668	2,065,607
Disposals	-	(112,802)	(80,026)	-	(165,688)	(358,516)
Transfers	-	-	102,182	-	(87,263)	14,919
At 31 December 2018	3,353,971	3,969,555	6,178,606	226,313	3,542,497	17,270,942
<b>Carrying amount</b>						
At 31 December 2018	3,758,964	1,519,798	1,159,720	57,268	2,375,685	8,871,435
At 31 December 2017	3,910,144	1,077,535	1,190,274	142,455	1,963,461	8,283,869

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

The net carrying amount of Land and buildings is all held on a freehold basis at the end of both the current and prior year.

#### **Assets held under finance leases and hire purchase contracts**

The net carrying amount of tangible assets includes the following amounts in respect of assets held under finance leases and hire purchase contracts:

	2018 £	2017 £
Office equipment	<u>2,597,322</u>	<u>1,939,130</u>

No tangible fixed assets are held in the company.

### **13 Fixed assets investments**

#### **Group**

	Participating interests £	Total £
<b>Cost</b>		
At 1 January 2018	3,994,923	3,994,923
Additions	90,885	90,885
Share of income less dividends received	<u>115</u>	<u>115</u>
At 31 December 2018	<u>4,085,923</u>	<u>4,085,923</u>
<b>Carrying amount</b>		
At 31 December 2018	<u>4,085,923</u>	<u>4,085,923</u>
At 31 December 2017	<u>3,994,923</u>	<u>3,994,923</u>

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### Company

	Shares in group undertakings £	Total £
<b>Cost</b>		
At 1 January 2018	<u>369,653,907</u>	<u>369,653,907</u>
At 31 December 2018	<u>369,653,907</u>	<u>369,653,907</u>
<b>Provision</b>		
At 1 January 2018	45,669,558	45,669,558
Provided in year	<u>1,642,592</u>	<u>1,642,592</u>
At 31 December 2018	<u>47,312,150</u>	<u>47,312,150</u>
<b>Carrying amount</b>		
At 31 December 2018	<u>322,341,757</u>	<u>322,341,757</u>
At 31 December 2017	<u>323,984,349</u>	<u>323,984,349</u>

During the year the directors performed an impairment review of fixed asset investments by comparing the carrying value of the investment to the net present value of the discounted cash flows, using the Omnicom Discounted Cash Flow Model, using a pre-tax WACC rate of 10.5% (2017: 9.6%).

The projected cash flows are estimated based on the most recent forecast for 2019. The cash flow projections for the years 2020-2023 assume growth rates of between 1.0% and 3.5%, which reflects the directors' estimate of the medium term operating performance for each investment. The terminal value is calculated using a perpetuity model which assumes a long term growth rate of 2.5% in most instances and reflects the long term GDP growth forecasts for the region and industry.

This demonstrated that an impairment provision of £1,642,592 was required in respect of fixed asset investments.

#### Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are shown in note 26.

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 14 Stocks

	Group		Company	
	2018 £	2017 £	2018 £	2017 £
Work in progress	<u>16,952,419</u>	<u>12,792,411</u>	<u>-</u>	<u>-</u>

#### 15 Debtors

		Group		Company	
	Note	2018 £	2017 £	2018 £	2017 £
Trade debtors		108,183,094	120,938,957	-	-
Amounts owed by group undertakings - trading balances		16,871,155	16,750,680	-	-
Amounts owed by group undertakings - loans and advances		72,932,241	70,127,131	812,605	812,605
Other debtors		8,333,162	8,343,276	-	-
Deferred tax assets	9	990,913	1,308,303	-	-
Prepayments and accrued income		<u>25,843,736</u>	<u>22,247,882</u>	<u>-</u>	<u>-</u>
		<u>233,154,301</u>	<u>239,716,229</u>	<u>812,605</u>	<u>812,605</u>

The company and certain of its subsidiaries participate in a cash concentration arrangement with its fellow subsidiaries, Omnicom Finance Limited and Omnicom Financial Services Limited, the Omnicom Europe Limited group's UK treasury operations, under which bank balances are cleared to zero on a daily basis either by the company and certain of its subsidiaries depositing cash with Omnicom Finance Limited / Omnicom Financial Services Limited or by Omnicom Finance Limited / Omnicom Financial Services Limited depositing cash with the company and certain of its subsidiaries. Included in Amounts owed by group undertakings - loans and advances is £67,615,877 (2017: £68,377,479) representing cash deposited by the company and certain of its subsidiaries under these arrangements.

Included in Deferred tax assets is £990,913 (2017: £1,308,303) due after more than one year.

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 16 Creditors

	<i>Group</i>		<i>Company</i>	
	2018 £	2017 £	2018 £	2017 £
<b>Due within one year</b>				
Obligations under finance lease and hire purchase contracts	811,471	509,587	-	-
Payments received on account	10,088,203	11,984,276	-	-
Trade creditors	21,737,815	23,142,484	-	-
Amounts owed to group undertakings - trading balances	14,051,716	14,638,619	-	-
Amounts owed to group undertakings - loans and advances	26,343,984	27,459,040	-	-
Taxation and social security	20,327,452	20,725,185	-	-
Other creditors	104,898	231,716	-	-
Accruals and deferred income	86,146,250	88,266,186	-	-
	<u>179,611,789</u>	<u>186,957,093</u>	<u>-</u>	<u>-</u>
<b>Due after one year</b>				
Obligations under finance lease and hire purchase contracts	1,846,646	1,442,141	-	-
Other creditors	581,515	657,932	-	-
	<u>2,428,161</u>	<u>2,100,073</u>	<u>-</u>	<u>-</u>

The company and certain of its subsidiaries participate in a cash concentration arrangement with its fellow subsidiaries, Omnicom Finance Limited and Omnicom Financial Services Limited, the Omnicom Europe Limited group's UK treasury operations, under which bank balances are cleared to zero on a daily basis either by the company and certain of its subsidiaries depositing cash with Omnicom Finance Limited / Omnicom Financial Services Limited or by Omnicom Finance Limited / Omnicom Financial Services Limited depositing cash with the company and certain of its subsidiaries. Included in Amounts owed to group undertakings - loans and advances is £20,709,519 (2017: £22,786,835) representing cash borrowed by the company and certain of its subsidiaries under these arrangements.



## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 17 Provisions for liabilities

##### Group

	Deferred tax £
At 1 January 2018	(26,156)
(Increase)/decrease in existing provisions	<u>(11,576)</u>
At 31 December 2018	<u>(37,732)</u>

#### 18 Share capital

##### Allotted, called up and fully paid shares

	2018		2017	
	No.	£	No.	£
Ordinary shares of £0.01 each	<u>4,100</u>	<u>41.00</u>	<u>4,100</u>	<u>41.00</u>

#### 19 Pension and other schemes

##### Defined contribution pension scheme

The group operates several defined contribution pension schemes. The pension cost charge for the year represents contributions payable by the group to the schemes and amounted to £6,992,738 (2017: £6,923,405).

##### Defined benefit pension schemes

##### Countrywide Communications Group Limited Staff Benefits Plan

The group operates a defined benefit pension scheme in the U.K. This is a separate trustee administered fund holding the pension scheme assets to meet long term pension liabilities. A full actuarial valuation was carried out at 31 December 2016 and updated to 31 December 2018 by a qualified actuary, independent of the scheme's sponsoring employer. The major assumptions used by the actuary are shown below.

The most recent actuarial valuation showed a deficit of £4,411,000. The group has agreed with the trustees that it will aim to eliminate the deficit over a period of 6 years and 6 months from 1 January 2017 by the payment of annual contributions of £456,000 in respect of the deficit. In addition and in accordance with the actuarial valuation, an allowance has been included in the technical provisions liabilities and therefore the contributions to meet expenses of the scheme and levies to the Pension Protection Fund.

The pension contributions payable to the scheme amounted to £456,000 in the year (2017: £456,000).

The total cost relating to defined benefit schemes for the year recognised in profit or loss as an expense was £nil (2017: £(2.632)).

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

The best estimate of the contributions to be paid by the group to the scheme for the period commencing 1 January 2019 is £456,000

#### *Principal actuarial assumptions*

The principal actuarial assumptions at the statement of financial position date are as follows:

	2018	2017
Life expectancy - Male retiring in 2018 at 65 years of age (years)	21.90	22.10
Life expectancy - Female retiring in 2018 at 65 years of age (years)	23.80	23.90
Life expectancy - Male retiring in 2038 at 65 years of age (years)	23.30	23.50
Life expectancy - Female retiring in 2038 at 65 years of age (years)	25.40	25.40
Discount Rate (%)	2.90	2.50
Inflation (RPI) (%)	3.40	3.40
Inflation (CPI) (%)	2.40	2.40
Allowance for pension in payment increases of RPI or 5% pa if less (%)	3.20	3.20
Allowance for pension in payment increases of CPI or 3% pa if less (%)	2.00	2.00

#### *Reconciliation of scheme assets and liabilities to assets and liabilities recognised*

The amounts recognised in the statement of financial position are as follows:

	2018 £	2017 £
Fair value of scheme assets	10,342,075	10,440,175
Present value of defined benefit obligation	(8,551,650)	(9,293,797)
Surplus/(deficit) in plan	1,790,425	1,146,378
Unrecognised surplus	(1,790,425)	(1,146,378)
Defined benefit pension scheme surplus/(deficit) recognised	-	-

#### *Defined benefit obligation*

Changes in the defined benefit obligation are as follows:

	2018 £
Present value at start of period	9,293,797
Interest expense	231,449
Actuarial gains and losses	(901,667)
Benefits paid	(71,929)
Present value at end of year	8,551,650

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### *Fair value of scheme assets*

Changes in the fair value of scheme assets are as follows:

	<b>2018</b>
	<b>£</b>
Fair value at start of period	10,440,175
Interest income	263,194
Benefits paid	(71,929)
Actuarial gains/(losses)	(745,365)
Contributions by the group	456,000
Fair value at end of year	<u>10,342,075</u>

#### *Analysis of assets*

The major categories of scheme assets are as follows:

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Overseas Equities	1,517,414	7,862,497
Equity instruments	-	1,826,815
Government Bonds	3,325,556	196,397
Cash	111,054	53,653
LDI	3,302,637	-
Diversified Growth Funds	2,085,414	-
Other	-	500,813
	<u>10,342,075</u>	<u>10,440,175</u>

None of the fair value of assets shown above include any direct investments in the group's own financial instruments or any property occupied by, or other assets used by, the group

#### *Return on scheme assets*

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Return on scheme assets	<u>(482,171)</u>	<u>946,453</u>

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 20 Share-based payments

Omnicom Group Inc (the ultimate parent of the company) runs a share ownership programme that allows group employees to acquire shares in Omnicom Group Inc. Options were awarded in March 2009 and March 2017. It is anticipated that the full vesting period for options will be three years. The 2009 option grants became exercisable 30% on each of the first two anniversary dates of the grant date with the final 40% becoming exercisable three years from the grant date. The 2017 option grants become exercisable on the third anniversary of the grant date.

The fair value of services received in return for shares and share options granted to employees, is measured by reference to the fair value of shares and share options granted. As permitted by FRS 102 Section 26, the company has applied the requirements of this standard to all share based payment awards granted after 7 November 2002. The estimate of the fair value of the services received is measured based on the Black-Scholes formula.

During the year ended 31 December 2018, the company recognised an expense of £91,883 (2017: £68,858) in respect of outstanding share awards.

The 2009 options outstanding at the year-end have an exercise price of \$23.40 and a weighted average contractual life of 10 years. The 2017 options outstanding at the year-end have an exercise price of \$84.94 and a weighted average contractual life of 6 years.

	2009	2017
Fair value at measurement date \$	3.51	9.87
Weighted average share price \$	23.40	84.94
Exercise price \$	23.40	84.94
Expected volatility (expressed as 5 year historical monthly used in the modelling under Black Scholes model)	19.61%	16.30%
Option life in years	5.0	4.5
Expected dividends	2.458%	2.600%
Risk-free interest rate (based on national government bonds)	1.67%	2.00%

The expected volatility is wholly based on the historic volatility (calculated based on the weighted average remaining life of the share options), adjusted for any expected changes to future volatility due to publicly available information.

Share options are granted under a service condition and a non-market performance condition. Such conditions are not taken into account in the grant date fair value measurement of the services received.

The number and weighted average exercise prices of share options in Omnicom Group Inc. held by DAS UK Investments Limited group employees are as follows:

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

	2018	2018	2017	2017
	Weighted average exercise price \$	Number of options	Weighted average exercise price \$	Number of options
At beginning of year	65.13	52,350	23.40	16,850
Granted	-	-	84.94	35,500
Exercised	23.40	(6,850)	-	-
Lapsed	-	-	-	-
Forfeited	-	-	-	-
<b>Outstanding options at end of the year</b>	<u>71.41</u>	<u>45,500</u>	<u>65.13</u>	<u>52,350</u>
<b>Exercisable at end of the year</b>	<u>23.40</u>	<u>10,000</u>	<u>23.40</u>	<u>16,850</u>

The liability arising in relation to the linked recharge from Omnicom Group Inc in relation to these share options for the year was £627,471 (2016: liability £222,293)

The weighted average share price at the date of exercise of share options exercised during the year was \$74.52 (2017: \$nil).

## 21 Commitments

### Group

#### Operating leases

Certain of the group's principal premises are leased from a fellow group company on terms with no future minimum base payments.

The total of future minimum lease payments is as follows:

	2018 £	2017 £
Not later than one year	2,865,790	4,131,274
Later than one year and not later than five years	6,675,429	7,811,966
Later than five years	<u>2,071,977</u>	<u>139,824</u>
	<u>11,613,196</u>	<u>12,083,064</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £22,257,106 (2017: £25,246,541).

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

#### 22 Related party transactions

##### Group

##### Summary of transactions with subsidiaries

At 31 December 2018, the company's ultimate parent undertaking was Omnicom Group Inc. The shareholders of the company have interest directly or indirectly in certain other companies which are considered to give rise to related party disclosures under FRS 102 Section 33.

As a 100% owned indirect subsidiary of Omnicom Group Inc, the company has taken advantage of the exemption under FRS102 Section 33.1A: Related Party Disclosures, which enable it to exclude disclosure of transactions with Omnicom Group Inc and its wholly owned subsidiaries.

	2018	2017
	£	£
Income from shares in group undertakings (Hall & Partners Pty Ltd fka Hall & Partners   Open Mind Pty Ltd)	-	425,071
Income from shares in group undertakings ( Adelphi Targis S.L )	26,006	75,543

The directors are considered to be Key Management Personnel of the group. As disclosed in note 5 the directors' remuneration costs are borne by other group companies. The directors are not remunerated specifically for their services to DAS UK Investments Limited or its subsidiaries. As the group is managed on a decentralised basis, there are considered to be no other individuals within the definition of Key Management Personnel with authority and responsibility for planning, directing and controlling the activities of the group.

#### 23 Financial instruments

##### Group

	2018	2017
	£	£
Assets measured at fair value through profit or loss	354,002	1,113,890
Assets measured at amortised cost	197,986,490	207,816,768
Liabilities measured at amortised cost	<u>(62,133,515)</u>	<u>(65,240,143)</u>
	<u>136,206,977</u>	<u>143,690,515</u>

Assets measured at fair value through profit or loss includes cash and cash equivalents.

Assets measured at amortised cost includes Trade debtors, Amounts owed by group undertakings – trading balances, and Amounts owed by group undertakings – loans and advances.

Liabilities measured at amortised cost includes Trade creditors, Amounts owed to group undertakings – trading balances, and Amounts owed to group undertakings – loans and advances.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **24 Parent and ultimate parent undertaking**

The company is a subsidiary undertaking of Omnicom Group Inc. incorporated in the United States of America and is the smallest and largest group in which the results are consolidated.

These financial statements are available upon request from Omnicom Group Inc., 437 Madison Avenue, New York, NY10022, USA.

#### **25 Post balance sheet events**

On 31 January 2019 the company paid an interim dividend of £2,700,000. On 8 February 2019, 22 February 2019, 28 March 2019 and 18 April 2019 the company paid further interim dividends of £137,000, £16,171,000, £2,040,000 and £291,074 respectively. These have not been included in the accounts as they were not approved before the year end.

On 31 January 2019 the company received a dividend of £2,700,000 from its subsidiary AMCI Europe Limited. On 1 February 2019 the company sold its entire interest in AMCI Europe Limited to Automotive Marketing Consultants, Inc. for a cash consideration of £137,000.

## **DAS UK Investments Limited**

### **Notes to the Financial Statements for the year ended 31 December 2018**

#### **26 Details of undertaking**

##### **Subsidiary exemption**

The following UK subsidiaries of the group (except AMCJ Europe Limited, The Cinnamon Agency Limited and TPN Marketing UK Limited), having met the criteria set out in sections 479A-479C of the Companies Act 2006, are claiming exemptions from the audit of the individual accounts afforded by those sections for the year ended 31 December 2018.

Details of the investments in which the company holds 20% or more, directly or indirectly, of the nominal value of any class of share capital are as follows

<b>Undertaking</b>	<b>Company number</b>	<b>Country of incorporation</b>	<b>Holding</b>	<b>Proportion of voting rights and shares held</b>	<b>Principal activity</b>	<b>Registered address</b>
<b>Subsidiary undertakings</b>						
2TheNth Limited (*)	2072694	England	Ordinary	100.00	Pharmaceutical Communications & Education	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Interfuse Communications Limited (fka Access Integrated Brand Communications Limited) (*)	2809649	England	Ordinary	100.00	Public Relations	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Adelphi Communications Limited	2761321	England	Ordinary	100.00	Medical Education	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Adelphi Group Limited (*)	1975338	England	Ordinary	100.00	Pharmaceutical Market Research	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Adelphi International Research Limited	2419446	England	Ordinary	100.00	Research	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England



## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

Adelphi Targis S.L.	B62628813	Spain	Ordinary	43.20	Healthcare Research	183, Aragon, 7th Floor, Barcelona, 08011, Spain
Adelphi Values Limited	2761308	England	Ordinary	100.00	Health Economics	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
AMCT Europe Limited (*)	6502262	England	Ordinary	100.00	Experiential Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
CDM Europe Limited (*)	1077287	England	Ordinary	51.00	Media Services	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
CDS EMEA Limited (*)	5174106	England	Ordinary	100.00	IT Services	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Cedar Communications Limited (*)	2709621	England	Ordinary	100.00	Contract Publishing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Chameleon Communications International Limited (*)	3441290	England	Ordinary	100.00	Healthcare	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Code Worldwide Limited (*)	4146951	England	Ordinary	100.00	Digital Advertising	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Contract Personnel Limited	102618	Ireland	Ordinary	100.00	Field Marketing	41A, Blackberry Lane, Rathmines, Dublin 6, Ireland
cosine uk Limited (*)	1811431	England	Ordinary	100.00	Field Marketing & Direct Sales	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Counter Products Marketing (Ireland) Limited	116133	Ireland	Ordinary	100.00	Merchandising	41A, Blackberry Lane, Rathmines, Dublin 6, Ireland
CPM Field Marketing Limited (*)	1952132	England	Ordinary	100.00	Field Telephone Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England

# DAS UK Investments Limited

## Notes to the Financial Statements for the year ended 31 December 2018

CPM United Kingdom Limited (*)	1757157	England	Ordinary	100.00	Field Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Flamingo Research Limited (*)	2735873	England	Ordinary	100.00	Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Fleishman-Hillard FZ LLC	43	United Emirates	Arab Ordinary	100.00	Advertising	PO Box 77771, Abu Dhabi, United Arab Emirates
Fleishman-Hillard Group Limited (*)	1521506	England	Ordinary	100.00	Holding Company	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Fleishman-Hillard International Communications Limited	NF164844	Ireland	Ordinary	59.00	Public Relations	15 Fitzwilliam Quay, Dublin 4, Ireland
Fleishman-Hillard S.A.	010-1142778-33	Belgium	Ordinary	100.00	Public Affairs	Square de Meeus 35, 1000 Brussels, Belgium
Fleishman-Hillard Saudi Arabia Limited	1010315408	Saudi Arabia	Ordinary	99.00	Service Company	Riyadh City, PO Box 5774, Riyadh, 11589, Saudi Arabia
Fleishman-Hillard Spz.o.o	157586	Poland	Ordinary	40.00	Public Relations	Ul. Slowackiego 19 A, Warszawa, 01-592
Fleishman-Hillard Vanguard OOO	1067758831854	Russian Federation	Interests	55.00	Public Relations	2nd Kadashevsky per., 12, Moscow, 115035, Russian Federation, Europe
Fleishman-Hillard, s.r.o.	C59785/25670247	Czech Republic	Ordinary	39.39	Public Relations	Lomnického 1705/9, Prague 4, 14000, Czech Republic
Hall & Partners Europe Limited (*)	2733595	England	Ordinary	100.00	Brand & Communications Research	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Hall & Partners Pty Ltd	130 990 288	Australia	Ordinary	50.00	Market Research	474, St Kilda Road, Melbourne, VIC 3004, Australia
Haygarth Communications Limited	2496952	England	Ordinary	100.00	FMCG Retail Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England

## DAS UK Investments Limited

### Notes to the Financial Statements for the year ended 31 December 2018

Haygarth Group Limited (*)	6692583	England	Ordinary	100.00	Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Hosker Moore Kent Melia Limited	4197028	England	Ordinary	100.00	Consultancy	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Interbrand U.K. Limited (*)	1703469	England	Ordinary	100.00	Branding Consultancy	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Ketchum Limited (*)	1733060	England	Ordinary	100.00	Public Relations	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
MPMC Holdings Limited	7255692	England	Ordinary	100.00	Consultancy & Design	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Our Creative Limited (*)	2549329	England	Ordinary	100.00	Advertising	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
POD Staffing Limited	7420729	England	Ordinary	100.00	Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Porter Novelli Limited (*)	1101649	England	Ordinary	100.00	Public Relations	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Promise Corporation Limited (*)	4905383	England	Ordinary	100.00	Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Rapp Limited (*)	1581935	England	Ordinary	100.00	Advertising and Direct Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Siegel+Gale Limited (*)	4725268	England	Ordinary	100.00	Strategic Branding Consultancy	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Specialist Publications (UK) Limited (*)	964145	England	Ordinary	100.00	Contract Publishing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Targetbase Claydon Heeley Limited (*)	2421407	England	Ordinary	100.00	Advertising	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England

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TBWA/Worldhealth London Limited (*)	1491788	England	Ordinary	100.00	Advertising	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
The Cinnamon Agency Limited	5556304	England	Ordinary	50.00	Events & Sponsoring	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
The Planning Shop International Limited (*)	3037899	England	Ordinary	100.00	Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Methods+Mastery Limited (fka LogoRun Limited) (*)	3732121	England	Ordinary	100.00	Public Relations	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
IPN Marketing UK Limited	9185763	England	Ordinary	50.00	Shopper Marketing	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Tracy Locke Limited	4254423	England	Ordinary	100.00	Marketing Communications	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
TRO Group Limited	2361809	England	Ordinary	100.00	Advertising	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England
Wolff Olins Limited (*)	1945130	England	Ordinary	100.00	Brand Consulting	Bankside 3, 90 - 100 Southwark Street, London, SE1 0SW, England

(\*) Direct subsidiaries of DAS UK Investments Limited