

# MRM Worldwide (UK) Limited

Directors' Report, Strategic Report and  
Financial Statements

Year ended 31 December 2020

Registered Number: 2507164

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## **MRM Worldwide (UK) Limited**

### **Strategic Report for the year ended 31 December 2020**

The directors present their strategic report of MRM Worldwide (UK) Limited (the "Company") registered number 2507164 for the year ended 31 December 2020.

#### **Principal activities and review of the business**

The Company's principal activity during the year was to apply award-winning strategic, creative and technological expertise to help clients engage and interact with their customers.

The Company's profit for the year was £2,903,000 (2019: profit £2,377,000). The directors consider that the result for the year is in line with expectations. The Company had net assets of £16,994,000 as at 31 December 2020 (2019: net assets of £14,091,000).

The directors are confident about the medium and long-term financial outlook for the Company and its ability to deliver good operating margins in 2021 and beyond.

The directors also believe that the Company is well positioned to build on its distinctive approach to marketing by using innovative marketing strategies and technologies that are focused on clients' customers and, in particular, the "customer journeys" they make all the way from awareness to purchase.

#### **Key performance indicators**

The group's operations are managed on a divisional basis and for this reason; the Company's directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The development, performance and position of The Interpublic Group of Companies, Inc., which include the Company, are discussed in that company's annual report, which does not form part of this report.

#### **Financial Reporting Standard 102 (FRS 102)**

The company has complied with Financial Reporting Standard 102 (FRS 102) during the year.

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

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of The Interpublic Group of Companies, Inc. and are not managed separately. These risks are discussed in The Interpublic Group of Companies, Inc. annual financial statements for the year ended 31 December 2020, which does not form part of this report. Copies of The Interpublic Group of Companies, Inc. consolidated financial statements can be obtained from:

The Interpublic Group of Companies, Inc.  
909 Third Avenue  
New York, NY 10022, USA

#### **Strategy and future developments**

The business, in keeping with prior year strategies, continues to focus on increasing revenue through organic growth and making selective investments in areas that allow new business opportunities and initiatives to be exploited in greater depth. There will continue to be a focus on delivering a high quality service to clients and this, coupled with careful cost control, is expected to drive the business into 2021 and beyond.

On behalf of the Board

*Morgane Bre*

Morgane Bre  
Director  
23 July 2021

## **MRM Worldwide (UK) Limited**

### **Directors' Report for the year ended 31 December 2020**

The directors present their report and financial statements of MRM Worldwide (UK) Limited (the "Company") registered number 2507164 for the year ended 31 December 2020.

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the parent company, The Interpublic Group of Companies, Inc.. The directors have received confirmation that The Interpublic Group of Companies, Inc. intends to support the Company for at least one year after these financial statements are signed.

#### **Future developments**

Future developments, strategy and key performance indicators are discussed in the strategic report.

#### **Dividends**

The directors did not recommend the payment of a dividend during the year (2019: £nil).

#### **Objectives and policies**

The Company's operations expose it to a variety of financial risks. These include the credit risk, the liquidity risk associated with recovering customer debt on a timely basis, and the interest rate cash flow risk. The Company has in place a risk management programme that seeks to minimise the potential adverse effects on the financial performance of the Company by monitoring customer debt levels and the related financial risks to the business.

The Company follows the standard policy and procedures (SP&P) manual provided by The Interpublic Group of Companies, Inc., which sets out specific guidelines to manage credit and liquidity risks. Interest rate cash flow risk is managed by The Interpublic Group of Companies, Inc..

#### **Financial risk management**

The Company's operations expose it to a variety of financial risks that include the effects of changes in debt market prices, credit risk, liquidity risk and interest rate risk. The Company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the Company by monitoring levels of debt finance and the related finance costs.

Given the size of the Company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the Company's finance department. The department follows the policy and procedures manual provided by The Interpublic Group of Companies, Inc. that sets out specific guidelines to manage credit and liquidity risks. Interest rate cash flow risk is managed by The Interpublic Group of Companies, Inc..

#### **Credit risk**

The Company has implemented policies to monitor customer debt levels and to ensure that excessive credit is not extended to any particular customer. This provides the business with visibility of balances and ensures that no further credit is extended in cases where this is not merited. The maximum exposure to credit risk at 31 December 2020 was mainly as follows: trade debtors £2,849,000, amounts owed by group undertakings £2,895,000, other debtors £12,000, prepayment and accrued income £1,502,000 and debtors due after more than one year £nil (2019: £9,452,000, £2,667,000, £46,000, £618,000, £nil respectively).

Credit given to other Group companies is also monitored and credit is extended where it is merited. Group debts are collected on the same basis as non-Group debts.

The Company also attempts to minimize credit exposure to cash investments. Cash investments are placed with high-quality financial institutions with limited exposure to any one institution.

#### **Liquidity risk**

The Company's customer profile is such that late payments and defaults may reduce the funds available for operations and planned expansions. The Company manages this risk by engaging external collection agencies where required.

#### **Political donations**

The Company made no political donations in 2020 (2019: Nil).

## **MRM Worldwide (UK) Limited**

### **Directors' Report for the year ended 31 December 2020** (continued)

#### **Branches outside the UK**

The Company has no branches outside the UK.

#### **Disabled employee note**

The Company is committed to employment policies which follow best practice based on equal opportunities for all employees, irrespective of sex, race, colour, disability or marital status. The Company gives full and fair consideration to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the Company. If members of staff become disabled the Company continues employment, either in the same or an alternative position, with appropriate retraining being given if necessary.

#### **Employee involvement**

The Company systematically provides employees with information on matters of concern to them, consulting them or their representatives regularly, so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the Company is encouraged, as achieving a common awareness on the part of all employees of the financial and economic factors affecting the Company plays a major role in maintaining its future success.

#### **Directors**

The directors who held office during the year and up to the date of signing the financial statements are given below:

Morgane Marie Lucie Bre  
Nicola Caroline Bullard  
William Kolb

#### **Events post statement of financial position**

No material events post statement of financial position have occurred.

## MRM Worldwide (UK) Limited

### Directors' Report for the year ended 31 December 2020 (continued)

#### Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law, the directors have prepared the Company's financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 102, The Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS 102).

Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company, and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards, including FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the group and the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors acknowledge their responsibilities for:

- ensuring that the Company keeps adequate accounting records which comply with section 386 of the Companies Act 2006;
- preparing financial statements which give a true and fair view of the state of the affairs of the Company at 31 December 2020 and its profit or loss for the year then ended in accordance with the requirement of section 394 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements so far as applicable to the Company;
- the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### Audit exemption

Advantage has been taken of the audit exemption available for subsidiary companies conferred by section 479A of the Companies Act 2006 on the grounds:

- a) that for the year ended 31 December 2020 the Company was entitled to the exemption from a statutory audit under section 479A of the Companies Act 2006 relating to subsidiary companies; and
- b) that no notice has been deposited under section 476 of the Companies Act 2006 in relation to the financial statements for the financial year.

On behalf of the Board

*Morgane Bre*

Morgane Bre  
Director  
23 July 2021

## MRM Worldwide (UK) Limited

### Statement of comprehensive income For the year ended 31 December 2020

	Note	2020 £000's	2019 £000's
<b>Turnover</b>	5	<b>21,114</b>	23,996
Cost of sales		<b>(472)</b>	(731)
		<hr/>	<hr/>
<b>Revenue/Gross profit</b>		20,642	23,265
Administrative expenses		(17,252)	(20,100)
Goodwill amortisation		(400)	(400)
		<hr/>	<hr/>
<b>Operating profit</b>	6	<b>2,990</b>	2,765
Interest receivable and similar income	7	<b>47</b>	31
Interest payable and similar expenses	8	<b>(5)</b>	(3)
		<hr/>	<hr/>
<b>Profit before taxation</b>		3,032	2,793
Tax on profit	11	(129)	(416)
		<hr/>	<hr/>
<b>Profit and total comprehensive income for the financial year</b>		<b>2,903</b>	<b>2,377</b>
		<hr/> <hr/>	<hr/> <hr/>

All operations are continuing.

## MRM Worldwide (UK) Limited

### Statement of financial position As at 31 December 2020

	Note	2020 £000's	2019 £000's
<b>Fixed assets</b>			
Intangible assets	12	4,330	4,730
Tangible assets	13	102	162
Investments	14	-	-
		<u>4,432</u>	<u>4,892</u>
<b>Current assets</b>			
Work in progress		452	234
Debtors	15	7,448	12,942
Cash at bank and in hand		8,580	2,412
		<u>16,480</u>	<u>15,588</u>
Creditors: amounts falling due within one year	16	(3,918)	(6,389)
<b>Net current assets</b>		<u>12,562</u>	<u>9,199</u>
<b>Total assets less current liabilities</b>		<u>16,994</u>	<u>14,091</u>
<b>Net assets</b>		<u>16,994</u>	<u>14,091</u>
<b>Capital and reserves</b>			
Called up share capital	17	8,300	8,300
Share premium account		4,835	4,835
Unrealised reserves		(1,176)	(1,176)
Retained earnings		5,035	2,132
<b>Total equity</b>		<u>16,994</u>	<u>14,091</u>

Advantage has been taken of the audit exemption available for subsidiary companies conferred by section 479A of the Companies Act 2006 on the grounds:

- that for the year ended 31 December 2020 the Company was entitled to the exemption from a statutory audit under section 479A of the Companies Act 2006 relating to subsidiary companies; and
- that no notice has been deposited under section 476 of the Companies Act 2006 in relation to the financial statements for the financial year.

The directors acknowledge their responsibilities for:

- ensuring that the Company keeps adequate accounting records which comply with section 386 of the Companies Act 2006; and
- preparing financial statements which give a true and fair view of the state of the affairs of the Company at 31 December 2020 and of its profit or loss for the year then ended in accordance with the requirement of section 394 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements so far as applicable to the Company.

The notes on pages 9 to 28 are an integral part of these financial statements.

The financial statements on pages 6 to 28 were authorised for issue by the board of directors on 23 July 2021 and were signed on its behalf.

*Morgane Bre*

Morgane Bre  
Director  
MRM Worldwide (UK) Limited  
Registered No. 2507164

## MRM Worldwide (UK) Limited

### Statement of changes in equity for the year ended 31 December 2020

	Called up share capital	Share premium account	Unrealised Reserves	Retained earnings/ (accumulated losses)	Total Equity
	£000's	£000's	£000's	£000's	£000's
At 1 January 2019	8,300	4,835	(1,176)	(245)	11,714
Profit for the financial year	-	-	-	2,377	2,377
<b>Total comprehensive income for the year</b>	-	-	-	2,377	2,377
<b>At 31 December 2019</b>	<b>8,300</b>	<b>4,835</b>	<b>(1,176)</b>	<b>2,132</b>	<b>14,091</b>

	Called up share capital	Share premium account	Unrealised Reserves	Retained earnings	Total Equity
	£000's	£000's	£000's	£000's	£000's
At 1 January 2020	8,300	4,835	(1,176)	2,132	14,091
Profit for the financial year	-	-	-	2,903	2,903
<b>Total comprehensive income for the year</b>	-	-	-	2,903	2,903
<b>At 31 December 2020</b>	<b>8,300</b>	<b>4,835</b>	<b>(1,176)</b>	<b>5,035</b>	<b>16,994</b>

The unrealised reserve arose on the transfer of business of Meteorite Marketing Limited on 1 January 2012. It represents the movement of net assets of the company from the date of acquisition to the date of transfer of the business to the Company.

# **MRM Worldwide (UK) Limited**

## **Notes to the financial statements for the year ended 31 December 2020**

### **1 General information**

The Company's principal activity during the year was to apply award-winning strategic, creative and technological expertise to help clients engage and interact with their customers.

The Company is a private company limited by shares and is incorporated and domiciled in England and Wales. The address of its registered office is 135 Bishopsgate, London, UK, EC2M 3TP.

### **2 Statement of compliance**

The individual financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

### **3 Summary of significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The Company has adopted FRS 102 in these financial statements.

#### **a) Basis of preparation**

These financial statements are prepared under the historical cost convention. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

#### **b) Going concern**

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

#### **c) Exemptions for qualifying entities under FRS 102**

As a qualifying entity, the Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its intermediate parent company, IPG Holdings (UK) Limited, includes the Company's cash flows in its own consolidated financial statements.

The Company has also taken advantage of the exemption, under FRS 102 paragraph 1.12(c), to the disclosure requirements of FRS 102 section 11 Basic Financial Instruments paragraphs 11.39 to 11.48A, and FRS 102 section 12 Other Financial Instrument Issues, paragraphs 12.26 to 12.29A, on the basis that it is a qualifying entity and the consolidated accounts of IPG Holdings (UK) Limited include the equivalent disclosures.

#### **d) Consolidated financial statements**

The Company is a wholly owned subsidiary of McCann-Erickson UK Group Limited and of its ultimate parent, The Interpublic Group of Companies, Inc. and its results are included in the consolidated financial statements of The Interpublic Group of Companies, Inc. which are publicly available. The directors have therefore concluded that the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. These financial statements are the Company's separate financial statements.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 3 Summary of significant accounting policies (continued)

##### e) Revenue recognition

The Company's revenues are primarily derived from the planning and execution of multi-channel advertising, marketing and communications programs in the United Kingdom and the rest of Europe. Revenues are directly dependent upon the advertising, marketing and corporate communications requirements of existing clients and the Company's ability to win new clients. Revenue is typically lowest in the first quarter and highest in the fourth quarter. Most client contracts are individually negotiated and, accordingly, the terms of client engagements and the bases on which the Company earn commissions and fees vary significantly. As is customary in the industry, contracts generally provide for termination by either party on relatively short notice, usually 90 days.

Client contracts are complex arrangements that may include provisions for incentive compensation and vendor rebates and credits. The Company's largest clients are multinational entities and, as such, the Company provide services to these clients out of multiple offices and across many of our agencies within the Group or with related companies. In arranging for such services, it is possible that the Company enters into global, regional and local agreements. Agreements of this nature are reviewed by The Interpublic Group of Companies, Inc. Corporate legal counsel to determine the governing terms to be followed by the offices and agencies involved.

Revenue for our services is recognised when all of the following criteria are satisfied: (i) persuasive evidence of an arrangement exists; (ii) the price is fixed or determinable; (iii) collectability is reasonably assured; and (iv) services have been performed. Depending on the terms of a client contract, fees for services performed can be recognised in three principal ways: proportional performance (input or output), straight-line (or monthly basis) or completed contract.

- Fees

Fees are generally recognised as earned based on the proportional performance input method of revenue recognition in situations where our fee is linked to the actual hours incurred to service the client as detailed in a contractual staffing plan, where the fee is earned on a per hour basis or where actual hours incurred are provided to the client on a periodic basis (whether or not the fee is reconcilable), with the amount of revenue recognised in these situations limited to the amount realisable under the client contract. We believe an input-based measure (the 'hour') is appropriate in situations where the client arrangement essentially functions as a time and out-of-pocket expense contract and the client receives the benefit of the services provided throughout the contract term.

Fees are recognised on a straight-line or monthly basis when service is provided essentially on a pro-rata basis and the terms of the contract support monthly basis accounting.

Certain fees (such as for major marketing events) are deferred until contract completion if the final act is so significant in relation to the service transaction taken as a whole or if any of the terms of the contract do not otherwise qualify for proportional performance or monthly basis recognition. Fees may also be deferred and recognised upon delivery of a project if the terms of the client contract identify individual discrete projects.

The majority of our revenue is recorded as the net amount of our gross billings less pass-through expenses charged to a client which are included as costs of sales. In most cases, the amount that is billed to clients significantly exceeds the amount of revenue that is earned and reflected in our financial statements because of various pass-through expenses, such as production and media costs. We assess whether our agency or the third-party supplier is the primary obligor, and we evaluate the terms of our client agreements as part of this assessment. In addition, we give appropriate consideration to other key indicators such as latitude in establishing price, discretion in supplier selection and credit risk to the supplier. Because we operate broadly as an advertising agency, based on our primary lines of business and given the industry practice to generally record revenue on a net versus gross basis, we believe that there must be strong evidence in place to overcome the presumption of net revenue accounting. Accordingly, we generally record revenue net of pass-through charges as we believe the key indicators of the business suggest we generally act as an agent on behalf of our clients in our primary lines of business. In those businesses where the key indicators suggest we act as a principal (primarily sales promotion and event, sports and entertainment marketing), we record the gross amount billed to the client as revenue and the related incremental direct costs incurred as office and general expenses. In general, we also report revenue net of taxes assessed by governmental authorities that are directly imposed on our revenue-producing transactions.

As we provide services as part of our core operations, we generally incur incidental expenses, which, in practice, are commonly referred to as "out-of-pocket" expenses. These expenses often include expenses related to airfare, mileage, hotel stays, out-of-town meals and telecommunication charges. We record the reimbursements received for such incidental expenses as revenue with a corresponding offset to office and general expense.

## **MRM Worldwide (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2020** (continued)

#### **3 Summary of significant accounting policies** (continued)

##### **f) Interest income**

Interest income is recognised using the effective interest rate method.

##### **g) Dividend income**

Dividend income is recognised when the right to receive payment is established.

##### **h) Employee benefits**

The Company provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined benefit and defined contribution pension plans.

- **Short term benefits**

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

- **Pension costs**

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from the Company in an independently administered fund. The pension cost charge disclosed in note 21 represents contributions payable by the Company to the fund.

Contributions payable in respect of employees' personal pension plans are expensed in the statement of comprehensive income as they are incurred.

- Annual bonus plan

The Company operates an annual bonus plan for some employees. An expense is recognised in the statement of comprehensive income when the Company has a legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

##### **i) Foreign currencies**

The Company's functional and presentation currency is pound sterling. Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences arising from the revaluation of foreign currency assets and liabilities are taken to the statement of comprehensive income during the year to which they relate.

##### **j) Borrowing costs**

All borrowing costs are recognised in the statement of comprehensive income in the period in which they are incurred.

##### **k) Leases**

Rentals applicable to operating leases, where substantially all of the benefits and risks of membership remain with the lessor, are charged to the statement of comprehensive income on a straight line basis over the term of the lease.

## **MRM Worldwide (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2020** (continued)

#### **3 Summary of significant accounting policies** (continued)

##### **l) Lease incentives**

*Incentives received to enter into an operating lease are credited to the statement of comprehensive income, to reduce the lease expense, on a straight-line basis over the period of the lease.*

Any reduction in lease payments as a result of the COVID-19 pandemic are credited to the statement of comprehensive income to reduce the lease expense on a straight-line basis over the period for which the change in lease payments compensates.

##### **m) Exceptional items**

Exceptional items comprise those that are by their nature, large unusual non-recurring and are shown separately in the statement of comprehensive income.

##### **n) Taxation**

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current and deferred taxation assets and liabilities are not discounted.

Corporation tax payable is provided on taxable profits and is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the year end.

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date, where transactions or events that result in an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred at the statement of financial position date. Timing differences are differences between a company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as probable that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates and laws that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the statement of financial position date. Deferred tax is measured on a non-discounted basis in line with FRS 102.

##### **o) Intangible assets**

Intangible assets are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated, using the straight-line method, to allocate the depreciable amount of the assets to their residual values over their estimated useful lives.

Goodwill	20 years
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An impairment review is undertaken at the end of the first financial year of an acquisition and thereafter at each reporting date where events or changes in circumstances indicate that a review is necessary.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 3 Summary of significant accounting policies (continued)

##### p) Tangible assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is calculated to write off the cost of the assets evenly over their expected useful lives as follows:

Equipment, fixtures & fittings	3-10 years
Asset retirement obligation	Lesser of 10 years or the remaining life of the lease
Long leasehold and leasehold improvements	Lesser of 10 years or the remaining life of the lease
Computer hardware and software	3-4 years

The assets' useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period. The effect of any change is accounted for prospectively.

Subsequent costs, including major inspections, are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

Repairs, maintenance and minor inspection costs are expensed as incurred.

The fair value of estimated asset retirement obligations is recognised in the statement of financial position when identified and a reasonable estimate of fair value can be made. The fair value is determined based on the net present value of the estimated costs which include those legal obligations where the Company will be required to return the properties to their original condition. The asset retirement costs, equal to the estimated fair value of the asset retirement obligation is capitalised as part of the cost of the related long lived asset. Asset retirement costs are amortised over the life of the lease.

Amortisation of asset retirement costs is included in depreciation of fixed assets. Increases in the provision of asset retirement obligation resulting from the passage of time are recorded as interest expense in the statement of comprehensive income. Actual expenditures incurred are charged against the accumulated provision.

##### q) Investments

Investments in subsidiaries are held at cost less accumulated impairment losses.

The Company makes an estimate of the recoverable value of its investments in subsidiaries. When assessing the potential impairment of investments, management considers factors including whether there has been a triggering event that requires an impairment test to be carried out.

##### r) Impairment of non-financial assets

At each statement of financial position date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset (or asset's cash generating unit) may be impaired. If there is such an indication the recoverable amount of the asset (or asset's cash generating unit) is compared to the carrying amount of the asset (or asset's cash generating unit).

If the recoverable amount of the asset (or asset's cash generating unit) is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the profit and loss account, unless the asset has been revalued when the amount is recognised in other comprehensive income to the extent of any previously recognised revaluation. Thereafter any excess is recognised in profit or loss.

If an impairment loss is subsequently reversed, the carrying amount of the asset (or asset's cash generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the statement of comprehensive income.

## **MRM Worldwide (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2020** (continued)

#### **3 Summary of significant accounting policies** (continued)

##### **s) Work in progress**

Work in progress comprises external charges for goods and services incurred on behalf of clients which have still to be invoiced to clients. Work in progress is stated at the lower of cost or net realisable value. The Company assesses annually at the reporting date if any impairment is required and recognises any impairment loss to the statement of comprehensive income.

##### **t) Financial instruments**

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

###### **(i) Financial assets**

Basic financial assets, including debtors and cash at bank and in hand balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the statement of comprehensive income.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the statement of comprehensive income.

Other financial assets, including equity investments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party, or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

###### **(ii) Financial liabilities**

Basic financial liabilities, including creditors and other payables, loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

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 payment is due within one year or less. If not, they are presented as creditors: amounts falling due over one year. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

##### **u) Cash and cash equivalents**

Cash and cash equivalents includes cash at bank and in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank loans and overdrafts, when applicable, are shown within borrowings in current liabilities.

##### **v) Deferred income**

Deferred income represents revenue invoiced in advance of services that have not yet been rendered to clients.

## **MRM Worldwide (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2020** (continued)

#### **3 Summary of significant accounting policies** (continued)

##### **w) Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; if it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provision is not made for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as a finance cost.

##### **x) Called up share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

##### **y) Distributions to equity holders**

Dividends and other distributions to the Group's shareholders are recognised as a liability in the financial statements in the period in which the dividends and other distributions are approved by the shareholders. These amounts are recognised in the statement of changes in equity.

##### **z) Related party disclosures**

Under FRS 102 Advantage has been taken of the exemption for Related Party Disclosures not to disclose transactions with companies that are part of the IPG Group. The address at which the consolidated financial statements of The Interpublic Group of Companies, Inc. are publicly available is shown in note 24.

##### **aa) Incentive compensation plans**

Compensation costs related to share-based transactions, including employee stock options, are recognised in the financial statements based on fair value. Stock-based compensation expense is generally recognised over the requisite service period based on the estimated grant-date fair value. Cash settled share based payments are measured at fair value at the statement of financial position date and are included in creditors.

The movement in cumulative expense since the previous statement of financial position date is recognised in the statement of comprehensive income, with a corresponding entry in creditors.

Cash awards are generally granted on an annual basis and have a service period vesting condition and generally vest in three years. Cash awards do not fall within the scope of share based payments as they are not paid in equity and the value of the award is not correlated with The Interpublic Group of Companies, Inc. share price. The present value of the amount expected to vest for cash awards and performance cash awards over the vesting period is amortised using the straight-line method in the statement of comprehensive income.

##### **ab) Netting off policy**

Balances with other companies in The Interpublic Group of Companies, Inc. are stated gross, unless all of the following conditions are met:

- (i) The Company and the counterparty owe each other determinable monetary amounts, denominated either in the same currency, or in different but free convertible currencies;
- (ii) The Company has the ability to insist on a net settlement; and
- (iii) The Company's ability to insist on a net settlement is assured beyond doubt. For this to be the case it is necessary that the debit balance mature no later than the credit balance. It is also necessary that the Company's ability to insist on a net settlement would survive the insolvency of the counterparty.

## **MRM Worldwide (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2020** (continued)

#### **4 Critical accounting estimates and assumptions**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(i) Useful economic lives of tangible assets (note 3p)

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 13 for the carrying amount of the property plant and equipment, and note 3p for the useful economic lives for each class of assets.

(ii) Useful economic lives of goodwill (note 3o)

The annual amortisation charge for goodwill is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. The useful economic life of the assets are amended when necessary to reflect current estimates, based on historic and expected future performance of the asset. See note 12 for the carrying amount of the intangible assets.

(iii) Impairment of trade and other debtors (note 15)

The Company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 15 for the net carrying amount of the debtors and associated impairment provision.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 5 Turnover

	2020 £000's	2019 £000's
<b>Turnover by origin</b>		
United Kingdom	21,114	23,996
	<b>21,114</b>	<b>23,996</b>

The analysis above is by geographical origin, being the location of the Company, which is performing the service for the customer, who may be located in a different location.

#### 6 Operating profit

The following amounts have been charged/(credited) in arriving at the operating profit:

	2020 £000's	2019 £000's
<b>Employee costs (note 9)</b>	<b>10,915</b>	11,628
<b>Depreciation</b>		
- Tangible fixed assets	<b>88</b>	109
<b>Amortisation</b>		
- Intangible assets	<b>400</b>	400
<b>Bad debt - provision (decrease)/increase</b>	<b>(12)</b>	21
<b>(Gain)/loss on disposal of tangible assets</b>	<b>(10)</b>	3
<b>Exchange loss</b>	<b>58</b>	4
<b>Operating lease rentals</b>		
- Office space	<b>1,306</b>	2,446
- Other	<b>23</b>	44

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 7 Interest receivable and similar income

	2020 £000's	2019 £000's
Interest receivable on bank accounts	47	31
	<u>47</u>	<u>31</u>

#### 8 Interest payable and similar expenses

	2020 £000's	2019 £000's
Interest payable on bank overdrafts	5	3
	<u>5</u>	<u>3</u>

#### 9 Employee costs

	2020 £000's	2019 £000's
Wages and salaries (including directors)	8,622	9,274
Social security costs	1,124	1,212
Pension costs (note 21)		
- Defined contribution	460	471
Severance expense	552	455
Share based payment costs (note 20)	40	137
Miscellaneous, non-share based incentives and other costs	117	79
Employee costs	<u>10,915</u>	<u>11,628</u>

The Company's employees are principally located in the United Kingdom.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 9 Employee costs (continued)

The average monthly number of people employed (including directors) by the Company during the year is set out below:

	2020	2019
United Kingdom	163	165
Average monthly number employed	163	165

#### Key management compensation

The compensation paid or payable to key management (including directors) for employee services is shown below:

	2020 £000's	2019 £000's
Wages and salaries	1,110	979
Social security costs	195	175
Pension costs (note 21)		
- Defined contribution	26	36
Severance expense	186	186
Share based payments costs (note 20)	40	250
Miscellaneous, non-share based incentives and other costs	11	30
Key management compensation	1,568	1,656

#### 10 Directors' emoluments

The directors are remunerated by the Company in respect of their services to the Company.

	2020 £000's	2019 £000's
Aggregate emoluments, including benefits in kind	867	1,268
Defined contribution scheme - company contributions	14	15
	881	1,283

#### Highest paid director

	2020 £000's	2019 £000's
Aggregate emoluments, including benefits in kind	677	805
Defined contribution scheme - company contributions	10	10
	687	815

Retirement benefits are accruing to 2 directors under a defined contribution scheme (2019: 2)

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 11 Tax on profit

	2020 £000's	2019 £000's
<b>Current taxation</b>		
UK corporation taxation	143	402
	<u>143</u>	<u>402</u>
Adjustments in respect of prior years		
- UK corporation taxation	17	(6)
	<u>17</u>	<u>(6)</u>
<b>Total current taxation</b>	<u>160</u>	<u>396</u>
<b>Deferred taxation</b>		
Origination & reversal of timing differences	37	28
Adjustments in respect of prior years	(44)	(8)
Effect of change in the tax rate	(24)	-
	<u>(31)</u>	<u>20</u>
<b>Total deferred taxation</b>	<u>(31)</u>	<u>20</u>
<b>Tax on profit</b>	<u>129</u>	<u>416</u>

#### Factors affecting the tax charge for the year

The tax assessed for the year is Lower (2019: lower) than the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%). The difference is explained below:

	2020 £000's	2019 £000's
<b>Profit before taxation</b>	3,032	2,793
	<u>576</u>	<u>531</u>
Profit before taxation at the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%)		
Effects of:		
Expenses not deductible for taxation purposes	77	93
Income exempt from corporation tax	-	(51)
Group relief for nil consideration	(473)	(141)
Adjustments in respect of prior years	(27)	(13)
Effect of change in tax rate	(24)	(3)
	<u>129</u>	<u>416</u>
<b>Total tax for the year</b>	<u>129</u>	<u>416</u>

A previously enacted reduction in the rate of UK corporation tax from 19% to 17% from 1 April 2020 was reversed so the rate continues to be 19%.

In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. As the proposal to increase the rate to 25% has not been substantively enacted at the balance sheet date, its effects are not included in these financial statements. It is not expected that this increase will have a material impact on the deferred tax balances.

At 31 December 2020 there were unused trading losses and non-trading deficits of £nil (2019: £nil) that are available indefinitely for offset against the Company's future taxable profits, and capital losses of £nil (2019: £nil) that are available for offset indefinitely against the Company's future capital gains.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 12 Intangible assets

	Goodwill £000's	Total £000's
<b>At 31 December 2019</b>		
Cost	16,146	16,146
Accumulated amortisation	(11,416)	(11,416)
<b>Net book value</b>	<u>4,730</u>	<u>4,730</u>
<b>Cost</b>		
<b>At 1 January 2020 and 31 December 2020</b>	<u>16,146</u>	<u>16,146</u>
<b>Accumulated amortisation</b>		
At 1 January 2020	(11,416)	(11,416)
Charge for the year	(400)	(400)
<b>At 31 December 2020</b>	<u>(11,816)</u>	<u>(11,816)</u>
<b>Net book value</b>		
<b>At 31 December 2020</b>	<u>4,330</u>	<u>4,330</u>

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 13 Tangible assets

	Long leasehold & leasehold improvements £000's	Computer equipment £000's	Equipment, fixtures & fittings £000's	Total £000's
<b>At 31 December 2019</b>				
<b>Cost</b>	190	1,183	220	1,593
<b>Accumulated depreciation</b>	(190)	(1,021)	(220)	(1,431)
<b>Net book value</b>	-	<b>162</b>	-	<b>162</b>
<b>Cost</b>				
1 January 2020	190	1,183	220	1,593
Additions	-	28	-	28
Disposals	(190)	(461)	(126)	(777)
<b>31 December 2020</b>	-	<b>750</b>	<b>94</b>	<b>844</b>
<b>Accumulated depreciation</b>				
1 January 2020	(190)	(1,021)	(220)	(1,431)
Charge for the year	-	(88)	-	(88)
Disposals	190	461	126	777
<b>31 December 2020</b>	-	<b>(648)</b>	<b>(94)</b>	<b>(742)</b>
<b>Net book value</b>				
<b>31 December 2020</b>	-	<b>102</b>	-	<b>102</b>
<b>Net book value</b>				
<b>31 December 2019</b>	-	162	-	162

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 14 Investments

	Restated £000's
<b>Investment in subsidiaries:</b>	
At 31 December 2019	
Cost	11,932
Accumulated provision for impairment	(11,932)
	<hr/>
<b>Net book value</b>	<b>-</b>
	<hr/> <hr/>
<b>Cost</b>	
At 1 January 2020	11,932
Disposals	(9,665)
	<hr/>
<b>At 31 December 2020</b>	<b>2,267</b>
	<hr/> <hr/>
<b>Provision for impairment:</b>	
At 1 January 2020	(11,932)
Impairment on disposals	9,665
	<hr/>
<b>At 31 December 2020</b>	<b>(2,267)</b>
	<hr/> <hr/>
<b>Net book value:</b>	
	<hr/>
<b>At 31 December 2020</b>	<b>-</b>
	<hr/> <hr/>
<b>At 31 December 2019</b>	<b>-</b>
	<hr/> <hr/>

The Company's subsidiary Millar Starr Limited was dissolved on 21 July 2020 and the investment was disposed.

The Company's remaining investment, which is carried at £nil net book value, is in Meteorite Marketing Limited.

The investment note, which was omitted in the 2019 financial statements, was reinstated in the 2020 financial statements.

#### Impairment in carrying value

The Company's investments are fully impaired.

The Company has the following investments as at 31 December 2020 which are directly owned in the United Kingdom.

Name	Co.No	Registered office	Share class(es)	Share class %
Meteorite Marketing Limited (In Liq)	3115899	Evergreen House, North Grafton Place, London, NW1 2DX	Ord A, B, C £0.01	100%

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 15 Debtors

##### Debtors: amounts falling due within one year

	2020 £000's	2019 £000's
Trade debtors	2,849	9,452
Amounts owed by group undertakings	2,895	2,667
Other debtors	12	46
Prepayments and accrued income	1,502	618
Deferred taxation (see below)	190	159
	<u>7,448</u>	<u>12,942</u>

All amounts owed by Group undertakings are unsecured and repayable on demand.

##### Deferred taxation

	2020 £000's	2019 £000's
Accelerated capital allowances	157	88
Other short term timing differences	33	71
<b>Total deferred tax asset</b>	<u><b>190</b></u>	<u><b>159</b></u>

The movement in the deferred taxation balance can be summarised as follows:

	£000's
At 1 January 2020	159
Credited to statement of comprehensive income	31
<b>At 31 December 2020</b>	<u><b>190</b></u>

The amount of the net reversal of deferred tax expected to occur in 2021 is £9,000.

This primarily relates to the reversal of timing differences on tangible fixed assets through depreciation and capital allowances.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

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

	2020 £000's	2019 £000's
Trade creditors	38	428
Amounts owed to group undertakings	676	1,772
Corporation Tax	471	610
Other creditors including taxation and social security	744	1,130
Incentive compensation plans	113	73
Accruals and deferred income	1,876	2,376
	<u>3,918</u>	<u>6,389</u>

Amounts owed to group undertakings are unsecured, repayable on demand and do not accrue interest.

The Group participates in The Interpublic Group of Companies, Inc. pooling arrangement with Lloyds Banking Group plc. The overdraft interest rate is linked to bank base rate and bank borrowing is secured by an ultimate parent undertaking guarantee. The remaining creditors are unsecured.

#### 17 Called up share capital

	2020 Number (000's)	2019 Number (000's)	2020 £000's	2019 £000's
<b>Allotted and fully paid:</b>				
A ordinary shares of £100.00 each	<u>83</u>	<u>83</u>	<u>8,300</u>	<u>8,300</u>

#### 18 Capital and other commitments

There were no capital commitments at year ended 31 December 2020 or 2019.

#### 19 Contingent liabilities

The Company is not party to any commitments or guarantees including composite cross guarantees between banks and fellow subsidiaries except for The Interpublic Group of Companies, Inc. pooling arrangements with Lloyds Banking Group plc. The interest rate is linked to a variable base rate and borrowings are secured by parent company guarantees.

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 20 Share based payments

##### Long term incentive plans

The Interpublic Group of Companies, Inc. issues stock and cash based incentive awards to employees under a plan established by The Interpublic Group of Companies, Inc., along with other companies in the Interpublic group, participates in The Interpublic Group of Companies, Inc. long term incentive plans. Refer to The Interpublic Group of Companies, Inc. 2020 Form 10-K for further disclosures relating to their long term incentive plans.

##### Effect of share-based payment transactions on company's results and the financial position

	2020 £000's	2019 £000's
Total expense recognised for equity-settled share based transactions	40	45
Total expense recognised for cash-settled share based transactions	-	92
Total expense recognised for share based transactions	<u>40</u>	<u>137</u>
Closing liability/other reserves for equity-settled share based transactions	11	17

##### Cash Settled Time Based Restricted Stock Units

Under the Long Term Incentive Plan, time based restricted stock units are granted to key employees and generally vest over three years.

Upon completion of the vesting period, the grantee is entitled, at the discretion of The Interpublic Group of Companies, Inc.'s Compensation Committee, to receive a payment in cash based on the fair market value of the corresponding number of shares in common stock. The fair value of cash-settled awards is adjusted at the end of each quarter based on The Interpublic Group of Companies, Inc.'s share price. We amortize stock-based compensation expense related to these units over the vesting period based upon the fair value.

##### Cash Settled Time Based Restricted Stock Units

The holder of the cash-settled awards, as described above, has no ownership interest in the underlying shares of common stock and no monetary consideration is paid by a recipient for a cash-settled award.

Movements in the number of cash settled time-based restricted stock units outstanding and their related weighted average fair value prices are as follows:

	2020 No. of units	2020 Weighted average fair value (£)	2019 No. of units	2019 Weighted average fair value (£)
Outstanding as at 1 January	-	-	9,827	-
Vested during the year	-	18.33	(9,827)	18.33
Outstanding at 31 December	-	-	-	-

Cash payments of £nil were made in 2020 (2019: £180,089) in respect of restricted stock units distributed to participants. Compensation expense in connection with the stock awards was £nil in 2020 (2019: expense £92,438).

Total accrued liability in relation to unvested awards as at 31 December 2020 is £nil (2019: £57,948).

## MRM Worldwide (UK) Limited

### Notes to the financial statements for the year ended 31 December 2020 (continued)

#### 20 Share based payments (continued)

##### Equity Settled Restricted Stock Units

Awards to be settled in shares are granted to certain key employees and are subject to certain restrictions and vesting requirements, as determined by The Interpublic Group of Companies, Inc.'s Compensation Committee. The vesting period is generally three years. The fair value of the restricted stock awards is based on The Interpublic Group of Companies, Inc.'s share price on the date the award is granted. No monetary consideration is paid by a recipient for a stock-settled award and the fair value of the shares determined on the grant date is amortized over the vesting period.

There were no equity settled restricted stock units awarded to MRM Worldwide (UK) Limited's employees prior to 2007.

The Interpublic Group of Companies, Inc. grants both time based and performance based restricted stock units to be settled in shares.

Performance-based awards have been granted subject to certain restrictions and vesting requirements as determined by The Interpublic Group of Companies, Inc.'s Compensation Committee. Performance-based awards are a form of stock-based compensation in which the number shares ultimately received by the participant depends on the Company and/or individual performance against specific performance targets.

The awards generally vest over a three-year period subject to the participant's continuing employment as well as the achievement of certain performance objectives. The final number of units and therefore shares that could ultimately be received by a participant ranges from 0% to 300% of the target amount of units originally granted. Stock-based compensation expense is amortised for the estimated number of performance-based awards that are expected to vest over the vesting period using the fair value of the shares at the end of the period.

##### Share Settled Performance Related Restricted Stock Units

Movements in the number of awards outstanding and their related weighted average exercise prices are as follows:

	2020	2020	2019	2019
	No. of units	Weighted average fair value (£)	No. of units	Weighted average fair value (£)
Outstanding as at 1 January	5,244	17.49	7,769	16.32
Granted during the year	1,982	16.10	1,091	17.28
Cancelled during the year	-	-	(705)	16.24
Vested during the year	(2,743)	16.10	(2,911)	18.33
Outstanding at 31 December	4,483	17.23	5,244	17.49

Compensation expense in connection with the restricted stock awards was £13,296 in 2020 (2019: expense £32,340). The Interpublic Group of Companies, Inc. is responsible for issuing the shares upon settlement of the awards and therefore holds the equity balance for the equity settled awards.

##### Share Settled Time Based Restricted Stock Units

Movements in the number of awards outstanding and their related weighted average exercise prices are as follows:

	2020	2020	2019	2019
	No. of units	Weighted average fair value (£)	No. of units	Weighted average fair value (£)
Outstanding as at 1 January	3,206	17.49	2,115	16.32
Granted during the year	1,982	16.10	1,091	17.28
Outstanding at 31 December	5,188	17.23	3,206	17.49

Compensation expense in connection with the restricted stock awards was £26,392 in 2020 (2019: expense £12,579). The Interpublic Group of Companies, Inc. is responsible for issuing the shares upon settlement of the awards and therefore holds the equity balance for the equity settled awards.

## **MRM Worldwide (UK) Limited**

### **Notes to the financial statements for the year ended 31 December 2020** (continued)

#### **21 Pensions**

##### **Defined contributions scheme**

The Company participates in a number of defined contribution pension schemes. The assets of the schemes are held separately from those of the Company in an independently administered fund. The pension cost represents contributions payable by the Company to the fund and amounted to £459,943 (2019: £417,037). At 31 December 2020, £40,522 remained unpaid and accrued (2019: £40,039).

#### **22 Events after the reporting period**

No material events post statement of financial position have occurred.

#### **23 Company information**

The Company is registered in England and Wales and its registered office is at 135 Bishopsgate, London, UK, EC2M 3TP.

#### **24 Ultimate parent undertaking and controlling party**

The immediate parent undertaking is McCann-Erickson UK Group Limited, a company registered in England and Wales. Copies of its financial statements are available 135 Bishopsgate, London, EC2M 3TP.

The ultimate parent undertaking and controlling party is The Interpublic Group of Companies, Inc., a company incorporated in the United States.

The Interpublic Group of Companies, Inc. is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2020, and the smallest group of undertakings to consolidate these financial statements at 31 December 2020 is IPG Holdings (UK) Limited.

The consolidated financial statements for The Interpublic Group of Companies, Inc. can be obtained from 909 Third Avenue, New York, NY 10022, USA.

The consolidated financial statements for IPG Holdings (UK) Limited can be obtained from 135 Bishopsgate, London, United Kingdom, EC2M 3TP.