

Worldpay (UK) Limited

Annual report and financial statements
Registered company number 07316500
31 December 2020

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Company information

Directors

KT Thompson
VA Daughtrey
GL De Montessus
JE Roberts
K Patel
JM Robinson
P Wickes

Secretary

Worldpay Governance Limited

Country of registration

England and Wales

Company number

07316500

Registered office

The Walbrook Building
25 Walbrook
London
EC4N 8AF

Strategic report

The Directors of Worldpay (UK) Limited (“the Company”) present their Strategic report for the year ended 31 December 2020. The Company is wholly owned by Fidelity National Information Services, Inc. (the “Group”). The Company forms part of the Group’s Merchant Solutions division (“Worldpay”).

Statement by the Directors in relation to Performance of their Statutory Duties in accordance with Section 172(1) Companies Act 2006

The Directors are fully aware of their duty under s172(1) of the Companies Act 2006 to promote the success of the Company for the benefit of its members as a whole. This statement describes how the Directors have taken account of the matters set out in section 172(1) (a) to (f) of the Companies Act 2006, when performing their duty to promote the success of the Company.

- *the likely consequences of any decision in the long-term*
The Directors take a long-term view in reaching key decisions, with a strategy designed to ensure that our business remains successful in a rapidly changing market, creating sustainable value for all our stakeholders.
- *the interests of the Company’s employees*
The Directors want the Company to be a great place to work and for colleagues to have long-term and successful careers within the Company and we invest in our people to realise their full potential. The Company expects colleagues to treat each other, our clients and our partners with respect and embrace each other’s differences. The Company is committed to promoting diversity and inclusion in the workplace.
- *the need to foster the Company’s business relationships with suppliers, customers and others*
When making decisions, the Directors look to act in the interests of stakeholders as a whole and to ensure all stakeholders are fairly treated. The Company’s stakeholder engagement activities help to inform the Directors’ decisions.
- *the impact of the Company’s operations on the community and the environment*
The Company is committed to bringing out the best in its people and fostering a sense of community and belonging, and it actively encourages colleagues to make a meaningful contribution by giving something back to their local communities. We provide employees with one day’s paid leave, in addition to their annual leave provision, so that they can use that time to volunteer for a good cause of their choice. The Company is committed to helping ensure that our planet is a sustainable home for current and future generations. The Company’s strategy is to build a sustainable business and includes focusing on energy and emissions reduction, energy efficiency and proper waste management.
- *the desirability of the Company maintaining a reputation for high standards of business conduct*
The Company promotes high legal, ethical, corporate and colleague-related standards in our own business. FIS is strongly opposed to slavery and human trafficking and we will not knowingly support or do business with any organisation that is involved in either. This commitment is underpinned by our corporate policies which seek to ensure transparency in our employment and supply chains.
- *the need to act fairly between members of the Company*
As a wholly-owned subsidiary of Fidelity National Information Services, Inc., the Directors of the Company always give fair and due consideration to all proposals to ensure the sole member is treated fairly whilst acting with the required autonomy.

Business review

The Company is a UK FCA regulated payments service provider and acts as an acquirer to enable merchants to accept payment via credit and debit cards and other payment methods. It also provides payment support services to Group members overseas.

The Company forms part of the group headed by Fidelity National Information Services Inc. (“the Group”).

Total revenues decreased by £179.1m, and gross profit decreased by £115.9m, driven by challenging trading conditions in light of the COVID-19 pandemic.

Strategic report (continued)**Key performance indicators (KPIs)**

The Company is part of a group that monitors performance at a level defined by the principal market segments in which the Group operates. KPIs are measured on the performance of such market segments rather than at a legal entity level.

Profit after tax for the year was £282.5m (2019: £274.4m) and net assets of £1,899.2m (2019: 1,621.4m).

Future developments

The Directors of the Company are satisfied with the Company's performance in the year which is presented in the profit and loss account on page 13. The future objectives continue to be the growth and development of the business and the Directors consider it well positioned to take advantage of opportunities for further growth in the future.

Principal risks and uncertainties**Risk management**

The Company seeks to minimise its exposure to external financial risks and is party to the Worldpay Enterprise Risk Management Framework (ERMF) which drives the Group approach to risk management. The framework sits alongside the Strategic Plan and sets out the activities, tools and techniques used to ensure that all material risks are identified and that a consistent approach is integrated into business management and decision making across the Group.

Whilst the Board of Directors is ultimately responsible for the management and governance of risk in the Company, the Company expects every employee to be responsible for the management of risk. To facilitate this, the Company operates within Worldpay's 'three lines of defence' model which clearly identifies accountabilities and responsibilities for risk as follows:

- Business line management has primary responsibility for the management of risk;
- Risk and compliance functions assist management in developing their approach to fulfil their responsibilities and provide oversight of our first line activities; and
- The Internal Audit function checks that the risk management process and the risk management and internal control framework are effective and efficient.

Below is a list of the principal risks which Worldpay have identified. Further details can be found in Fidelity National Information Services, Inc.'s 10K document which can be obtained from 601 Riverside Avenue, Jacksonville, Florida 32204, USA.

Principal risks**Industry**

Potential key risk: Worldpay's acquiring business model is dependent on licencees/sponsors and the continuing support from the payment franchises such as Visa and Mastercard. Any infringement by Worldpay of the franchise rules and regulations, or the inability to correctly implement mandatory changes, could result in the loss of the card franchise support. This could result in unanticipated consequences such as the loss of licences or sponsors or the inability to obtain new ones, financial penalties or reputational damage.

Risk appetite

Worldpay will always seek to remain current and adhere to all franchise rules unless prevented from doing so by its system infrastructure. Where this is the case, Worldpay will apply for specific waivers pending full compliance.

Potential impacts

- Failure to meet franchise requirements for products and services may lead to reputational damage and to financial penalties from the payment franchises
- As a last resort, payment franchises may revoke Worldpay's franchise license in existing markets or not grant new licences in prospective markets
- Failure to operate franchise licences to required specifications may lead to lower acceptance rates and therefore potential reputational damage and customer impact.

Legal

Potential key risk: Worldpay fails to adhere to legal requirements leading to financial and/or reputational damage.

Risk appetite

Worldpay will comply with the spirit and letter of the laws that apply to us. In areas of uncertainty or ambiguity, we will have a robust justification and clear rationale for the choices we make and will be prepared to defend our choices with the relevant authorities and, if necessary, publicly in the media.

Strategic report (continued)

Principal risks and uncertainties (continued)

Legal (Continued)

Potential impacts

- Failure may result in Worldpay or its customers breaching laws, resulting in reputational damage, loss of customers and financial penalties.
- Worldpay may be used to facilitate financial crime.

Compliance and regulatory

Potential key risk: Worldpay breaches regulation due to inadequate/insufficient design, resourcing or implementation of a risk-based compliance programme, resulting in regulatory fines/financial loss and reputational damage.

Risk appetite

Worldpay has no appetite to knowingly breach the spirit and letter of the laws and regulations that apply to it.

Potential impacts

- Failure may result in Worldpay or its customers breaching regulations, resulting in reputational damage, loss of customers and financial penalties.
- Non-compliance may result in loss of business licence.

Settlement

Potential key risk: Failure to settle with merchants due to lack of available funds as a result of card scheme or systemic bank failure, or funds not processed correctly, resulting in financial loss (compensation) and severe reputational damage.

Risk appetite

Worldpay endeavours to settle to all customers within the agreed terms and will maintain sufficient liquidity, or have ready access to additional liquidity funding if required.

Potential impacts

- Failure or delay to customer payments.
- Severe reputational damage and/or financial loss.

Credit

Potential key risk: Potential loss outside of agreed appetite arising from the failure of a merchant, card franchise, partner bank or alternative payments provider to meet its obligations in accordance with agreed terms.

Risk appetite

Worldpay budgets for credit loss on an annual basis, however our risk appetite seeks to optimise a high level of return whilst achieving appropriate risk versus reward performance in line with Worldpay's growth strategy.

Potential impacts

- Increase in credit exposure leading to increase in financial loss.
- Rejection of applications leading to decrease in profitability.
- Merchant fails to provide goods or services to their customers leading to an increase in chargebacks that cannot be passed on to a failed merchant, resulting in financial loss.

Data security

Potential key risk: Significant financial loss and reputational damage due to data breach of highly confidential data or technology disruption caused by internal/external attack on Worldpay or its third-party suppliers/merchants.

Risk appetite

Worldpay has no tolerance for the loss of confidentiality, integrity or availability of customer or other highly confidential information. Worldpay will comply with the spirit and letter of the laws that apply to it including all new regulations (e.g. GDPR).

Strategic report (continued)

Principal risks and uncertainties (continued)

Data security (continued)

Potential impacts

- The loss of confidentiality, integrity or availability of customer or other sensitive information could result in regulatory or legal sanctions and/or significant reputational damage.
- Increased costs for remediation and reduced ability to deliver strategic objectives.
- Additional costs by way of compensation, litigation, fines, loss of sponsorship and loss of productivity as resources are redirected to manage incidents.

Technology

Potential key risk: Inability to provide merchant services due to unforeseen technology downtime, resulting in loss of revenue and reputational damage.

Risk appetite

Worldpay is not willing to accept risks which compromise our ability to process merchant transactions.

Potential impacts

- Any disruption to the availability of Worldpay's global platform or network could result in interruption of service to customers, loss of business and revenue and significant additional costs by way of contractual damages and operating expenses.
- Increased costs for remediation and reduced ability to deliver strategic objectives.

Scale of change

Potential key risk: Risk of loss of profit, opportunity, reputation or disruption to business activities as a result of our inability to manage the magnitude of change being undertaken.

Risk appetite

Worldpay has no appetite for the failure to deliver high-priority projects on time, to budget, to expected quality.

Potential impacts

- Failure to deliver high-priority projects impacting customer and/or reputation.
- Disruption to normal business activities.
- Development of single points of failure.
- Increased attrition rates amongst colleagues.

Third parties

Potential key risk: Third parties fail to carry out core business activities, resulting in financial loss, regulatory impact and reputational damage.

Risk appetite

Worldpay is willing to accept the risk of working with third parties for core business activities, however it would never knowingly breach regulatory standards.

Potential impacts

- Suppliers critical to Worldpay's success are unable to meet the capability and service levels required.
- Non-compliance with legal or regulatory requirements relating to supplier management.
- Inconsistent and/or undesirable approach to the sourcing and management of key suppliers resulting in poor relationships and poor levels of service.

People

Potential key risk: Worldpay fails to sufficiently recruit, retain and develop its people leading to poor colleague engagement and the inability to create a high-performing culture.

Risk appetite

We seek to create a great place to work, powered by great people. We balance the costs and risk to ensure that our colleagues are motivated and engaged and have the capability to deliver our strategy.

Strategic report (*continued*)

Principal risks and uncertainties (*continued*)

People (*continued*)

Potential impacts

- Colleague capability does not meet the needs of the organisation.
- Poor culture leading to ineffective performance and inappropriate behaviours.
- Low colleague engagement leading to increased attrition.
- Unable to retain key people.

Competitive landscape

Potential key risk: Worldpay loses its relative competitive position.

Risk appetite

We have no appetite for allowing Worldpay's relative competitive position to be eroded or undermined. In this regard we will ensure that we monitor, assess and respond appropriately to Regulatory, Technological, Competitor, customer and Security changes.

Potential impacts

- New players disintermediate Worldpay.
- Loss of customers because competitors innovate and develop new enhanced products.
- Pricing and margin pressure.

UK membership of the European Union

Risks and uncertainties associated with the UK withdrawal from the European Union (Brexit) are considered in the Directors' report.

COVID-19 pandemic

Potential key risk: further government-imposed restrictions adversely impact revenue from key industries, reduce overall consumer spending and leave us liable to chargeback risk from merchant insolvencies.

Risk appetite

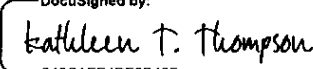
Worldpay seeks to resiliently grow revenues leveraging our eCommerce business and other payments capabilities to effectively serve merchants during these exceptional and challenging trading conditions. Our credit risk appetite remains in line with the "Credit" section above.

Potential impacts

The extent to which the COVID-19 pandemic impacts our business, results of operations and financial condition will depend on future developments, which are highly uncertain and are difficult to predict. Examples include:

- Increased risk of merchant failures and credit settlement and chargeback risk;
- Increased cyber and payment fraud risk related to COVID-19, as cybercriminals attempt to profit from the disruption, given increased online banking, e-commerce and other online activity;
- An increased volume of unanticipated client and regulatory requests for information and support
- Continued incremental costs directly related to COVID-19, although their magnitude is uncertain; and
- The general impact of recession and instability of markets across the globe.

On behalf of the Board

DocuSigned by:

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K T Thompson
Director

March 23, 2022 | 06:42 PDT

March 2022

Directors' report

The Directors of Worldpay (UK) Limited ("the Company") present their report and the financial statements for the year ended 31 December 2020. The business review and principal risks and uncertainties which are required by law to be included in this report have been included instead in the Strategic report.

Directors & Secretary

The Directors and Secretary who held office during the period and to the date of signing of these financial statements were as follows:

Directors

DG Brames	appointed 3 February 2020 and resigned 4 August 2021
M Bring	resigned 16 April 2020
VA Daughtrey	appointed 2 September 2020
RM Kalifa	resigned 25 February 2020
S McKnight	resigned 26 May 2021
JE Roberts	appointed 3 September 2020
RSD Thacker	resigned 25 February 2021
GL De Montessus	appointed 17 May 2021
K Patel	appointed 9 October 2021
JM Robinson	appointed 7 April 2021
KT Thompson	
P Wickes	

Secretary

Worldpay Governance Ltd

Dividends

No dividends were paid during the year (2019: £301.6m) and dividends of £90.8m have been paid up to the date of approval of these financial statements.

Future developments

Details of the future development of the business are set out in the Strategic Report.

Overseas branches

The Company operates out of both the UK and from a branch in the Republic of Ireland.

UK membership of the European Union

The UK left the European Union ("Brexit") on 31 January 2020, pursuant to the terms of a withdrawal agreement concluded between the UK Government and the Council of the EU. The withdrawal agreement included a transition period until 31 December 2020, during which time the UK followed the EU's rules and regulations and remained in the single market and customs union while the future terms of the UK's relationship with the EU were being negotiated. That transition period has now ended. On 24 December 2020, the UK and the EU announced they had struck a new bilateral trade and cooperation deal governing the future relationship between the UK and the EU (the "Trade and Cooperation Agreement"), which sets out the principles of the relationship between the EU and the UK following the end of the transition period. The Trade and Cooperation Agreement was formally approved by the 27 Member States of the EU on 29 December 2020 and was formally approved by the UK Parliament on 30 December 2020. It was announced on 28 April 2021, that the EU Parliament approved the Trade and Cooperation Agreement which means that the Agreement applies permanently from 1 May 2021.

The Trade and Cooperation Agreement provides clarity in respect of the intended shape of the future relationship between the UK and the EU and some detailed matters of trade and cooperation. However, there remain unavoidable uncertainties related to Brexit, and although the potential impact of Brexit on our business cannot be fully assessed until the new relationship between the UK and EU is developed and defined, and the UK negotiates, concludes and implements successor trading arrangements with other countries, Brexit is likely to result in ongoing political, legal and economic uncertainty in the UK and wider European markets. Such uncertainty could cause volatility in currency exchange rates, in interest rates, and in EU, UK or worldwide political, regulatory, economic or market conditions and could contribute to instability in political institutions, regulatory agencies, and financial markets, and may cause clients to closely monitor their costs and reduce their spending on our solutions and services.

However, given the global nature of our business and our experience working across multiple regulatory regimes, our expectation remains that the UK's exit from the EU will not have a material effect on our business overall.

Directors' report *(continued)***Disabled employees**

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members 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 the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Political contributions

The Company made no political donations during the year.

Statement of corporate governance arrangements

Pursuant to Paragraphs 21 to 30, Part 8, Schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410). The Board of Directors of the Company have formally adopted and applied The Wates Corporate Governance Principles for Large Private Companies, ("The Wates Principles").

In line with the 'apply and explain' approach guidance under each principle, the Directors hereby explain their approach to applying each principle in respect of the corporate governance arrangements of the Company.

As a large private regulated subsidiary of FIS, the Board operates autonomous decision-making whilst incorporating and aligning to FIS Group-wide policies and culture. this demonstrates the Directors' commitment to accountability and acknowledgement of their Directors' duties whilst continually considering the needs of all Company stakeholders.

PRINCIPLE 1: PURPOSE AND LEADERSHIP

The Board of Directors develops and promotes the purpose of the Company, and ensures that its values, strategy and culture align with that purpose. The 'One FIS' group-wide culture forms the basis for this approach, always striving to win as one team, lead with Integrity and be the change. The 'FIS 3Cs' define the groups that the purpose and values are delivered for - our Colleagues, Clients and Communities. The FIS Culture is a result of these values being brought to life. The Board carries out its leadership and work in guiding the way in which the Company communicates, learns, leads, works as a team and challenges itself to always deliver for the 3Cs.

The Board meets annually to plan strategy. The Board clearly articulates and implements its strategy throughout the Merchant Solutions organisation, whilst working alongside its stakeholders.

The Board follows and aligns to the FIS group-wide policies in respect of business ethics, conflicts of interest and the prevention of financial crime in order to achieve the highest standards in the payments industry.

PRINCIPLE 2: BOARD COMPOSITION

The composition of the Board is established with a balance of skills, backgrounds, experience and knowledge, with individual Directors having sufficient capacity to make a valuable contribution and an effective Chair. The Chair of the Board ensures the promotion of open debate and facilitates constructive discussion during the course of each Board meeting. Directors are provided with appropriately detailed information and sufficient time is given for meaningful Board discussion. Care is taken to ensure the Board's composition continues to accommodate an understanding of the Company's business needs and stakeholder interests, whilst establishing an appropriate balance of expertise, diversity and objectivity.

FIS champions a group-wide diversity and inclusion approach which goes beyond policy making, the composition of the Board which is aligned to the Group's approach to diversity and inclusion. The Board is made up of representatives from the business and from the ultimate shareholder to ensure ongoing engagement and stakeholder interests continue to be met. The Board has seven Directors in total at the time of publication of these accounts, three of the seven Directors are female Directors.

The Board evaluates its performance and effectiveness annually.

PRINCIPLE 3: DIRECTOR RESPONSIBILITIES

The Board, as a collective, and each individual Director have a clear understanding of their accountability and responsibilities. The Board's processes are designed and maintained to support effective decision-making. Board Directors have, in addition to their legal responsibilities as Directors of the Company, notably to act in the best interests of that Company and its stakeholders, the responsibility also to act in recognition of the FIS Group, FIS Group's regulatory obligations and the FIS Policy Management Framework, which provides a suite of frameworks and policies covering business and financial planning, governance and risk management for the FIS Group, including its subsidiary companies.

Directors' report *(continued)***Statement of corporate governance arrangements** *(continued)***PRINCIPLE 3: DIRECTOR RESPONSIBILITIES** *(continued)*

Pursuant to the Companies Act 2006 and the Group-wide FIS Conflicts of Interest Standard, the Board ensures that, where any conflicts of interest are disclosed, that these are recorded and managed appropriately and if any on-going conflicts were to arise, consideration would be given to membership of the Board.

The Chair and Company Secretary periodically review the appropriateness and strength of the Company's corporate governance processes, continually considering areas for development. There is sufficient linkage between Company and its ultimate parent by way of Director representation on the Board. Because a number of those Directors are based in other areas of the wider FIS group, this enables an objective viewpoint on the Board to the Merchant Solutions business.

The Board retains overall responsibility for all matters reserved for the Board. However, the oversight of a variety of items will be delegated to the oversight of the Board Risk Committee, convening in January 2021, to enable a focussed approach to more complex risk management matters.

Board papers and supporting management information is accurate, clear, comprehensive, up-to-date and provided in a timely manner to the Board.

PRINCIPLE 4: OPPORTUNITY AND RISK

The Board promotes the long-term sustainable success of the Company by identifying opportunities to create and preserve value, and establishing oversight for the identification and mitigation of risks.

As part of its annual strategic planning, the Board considers and assesses how the Company creates and preserves value over the long-term, taking into account tangible and intangible sources of value and stakeholder contribution. In line with the Matters Reserved for the Board, the Board oversees new opportunities for innovation and entrepreneurship and Board approval is required for new business opportunities.

The Board oversees financial, non-financial and reputational risk at each quarterly Board meeting, this is compiled and presented by the FIS Risk team and as a result, the Board are able to remain appropriately accountable to stakeholders. In considering the size and nature of the business, internal control systems are in place to manage and mitigate emerging and principal risks. Established internal control systems enable the Board to make informed and robust decisions.

The Board currently determines the risk appetite of the Company and, from January 2021, this will be delegated to the Board Risk Committee, which will make recommendations to the Board for approval following in-depth analysis.

PRINCIPLE 5: REMUNERATION

The FIS group aims to attract, engage and cultivate colleagues who can adapt and thrive in an ever-changing business and technology space. FIS are committed to helping colleagues learn, grow and excel with rewarding careers. The group-wide remuneration policy exists to support these objectives and attract the best possible talent to enable the business to grow, ultimately benefitting all stakeholder groups. As the Company is a wholly-owned subsidiary of FIS, the parent company sets remuneration practices and policies. Further details in respect of compensation processes can be found in the FIS Annual Report as well as the corporate governance section and careers sections of the FIS website, all of which can be found at www.fisglobal.com.

PRINCIPLE 6: STAKEHOLDER RELATIONSHIPS AND ENGAGEMENT

Directors foster effective stakeholder relationships aligned to the Company's purpose. The Board is responsible for overseeing meaningful engagement with stakeholders, including the workforce, and having regard to their views when taking decisions. Please refer to the section 172(1) statement in the Strategic Report to see further detail explaining how the Company achieves these objectives.

Going concern

The Directors have prepared forecasts for the Group by business unit, covering a period of more than 12 months from the date of signing of these financial statements. On the basis of their assessment of the Company's financial position, the Directors have a reasonable expectation that the Company will be able to continue in operational existence for a minimum period of 12 months from the date of signing and therefore the financial statements have been prepared on the going concern basis.

Directors' report *(continued)***Directors' indemnities**

The Company has made qualifying third-party indemnity provisions for the benefit of its directors which were made during the period and remain in force at the date of this report.

Streamlined Energy and Carbon Reporting (SECR) scheme

The table below shows our emissions performance for the years ended 31 December 2020 and 2019:

GHG Source	Total emissions 2020	Total emissions 2019
Scope 1 – Combustion of fuel and operation of facilities (tCO ₂ e)	198.00	534.67
Scope 2 (Location-based) – electricity (tCO ₂ e)	1,103.71	1,743.44
Total Scope 1 and 2 emissions (location-based) (tCO ₂ e)	1,419.50	2,598.72
tCO ₂ e per FTE employee (Scope 1 and 2 location-based) (tCO ₂ e)	0.34	0.66 (restated from 1.68)
Total energy use	6,592,442 kWh	8,708,396 kWh

1. We use The Greenhouse Gas (GHG) Protocol: A Corporate Accounting and Reporting Standard (Revised Edition) to calculate emissions and this information covers all sites, including those outside the UK, within our operational control. Scope 2 emissions are location-based.
2. The full time equivalent (FTE) employee figures used to calculate the reported intensity metric cover the sites for which emissions data was reported, rather than the total FTE figure for the Group as a whole.
3. Total CO₂ emissions per FTE (tCO₂e) has been selected as our intensity metric since the nature of the Group's business is employee driven.
4. The intensity metric for 2019 has been restated to correct an error in addition to applying headcount figures from this annual report (Note 4).
5. The year-over-year reduction in tCO₂e per FTE is heavily influenced by the fact all our UK and International offices were largely unoccupied throughout 2020 given the COVID-19 lockdown, where the majority of our workforce worked from home. This has led to a significant reduction of emissions from these offices across all sources such as electricity, refrigerants and fuels.
6. For offices which, from 2020, have employees of both Worldpay International and other FIS colleagues (serving functions other than the "Merchant" segment), emissions have been pro-rated based on the number of employees serving the Merchant business as at 31 December 2020.
7. The Worldpay International Group has a commitment to reduce our environmental impact. We are committed to helping ensure that our planet is a sustainable home for current and future generations. We recognise that climate change presents both risks and opportunities for our industry and our business, including disruptions to the business operations of our clients and partners. As a responsible corporate citizen, we are taking action to mitigate these risks to our group and the world at large. This impact includes a large initiative with our ultimate parent, FIS, to consolidate our data centres to lower our annual usage across the globe.
8. The full GHG report for FIS globally can be found in our Global Sustainability Report which can be accessed at www.fisglobal.com/en/global-sustainability. This includes details on our target to become net carbon neutral by 2025.

Directors' report *(continued)*

Auditor

For the year ended 31 December 2020, the company was entitled to the exemption from an audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

By order of the Board

DocuSigned by:


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K T Thompson

Director

Registered office: The Walbrook Building, 25 Walbrook, London, EC4N 8AF, United Kingdom

March 23, 2022 | 06:42

March 2022

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Profit and loss account
for the year ended 31 December 2020

	<i>Notes</i>	2020 £m	2019 £m
Turnover	2	532.0	711.1
Cost of sales		(34.5)	(47.3)
Gross profit		497.5	663.8
Administrative expenses		(347.9)	(398.3)
Operating profit	3	149.6	265.5
Interest receivable and similar income	7	210.8	206.2
Interest payable and similar charges	8	(56.4)	(187.4)
Profit before taxation		304.0	284.3
Taxation	9	(21.5)	(9.9)
Profit for the year		282.5	274.4

Other comprehensive income
for the year ended 31 December 2020

	2020 £m	2019 £m
Profit for the year	282.5	274.4
Other comprehensive income		
<i>Items that are or may be reclassified subsequently to profit or loss:</i>		
Foreign branch currency retranslation	(2.1)	(1.0)
Total comprehensive income for the year	280.4	273.4

All results relate to continuing operations.

The accompanying notes on pages 17 to 34 form an integral part of these financial statements.

Balance sheet
at 31 December 2020

	<i>Notes</i>	2020 £m	2020 £m	2019 £m	2019 £m
Non-current assets					
Goodwill	11	617.8		603.1	
Other intangible assets	12	666.4		635.1	
Tangible assets	13	84.5		116.9	
			1,368.7		1,355.1
Current assets					
Debtors	14	2,193.3		1,900.3	
Merchant float		1,029.7		346.6	
Cash at bank and in hand		-		170.6	
		3,223.0		2,417.5	
Creditors: amounts falling due within one year	15	(2,395.8)		(1,977.2)	
Provisions for liabilities	18	(4.1)		(0.6)	
Bank overdrafts		(224.4)		(6.1)	
Net current assets			598.7		433.6
Total assets less current liabilities			1,967.4		1,788.7
Creditors: amounts falling due after one year	16		(33.2)		(38.9)
Deferred tax liability	17		(35.0)		(126.7)
Provisions for liabilities	18		-		(1.7)
Net assets			1,899.2		1,621.4
Capital and reserves					
Share capital	19		1,033.6		1,033.6
Share premium	20		87.3		89.9
Capital contribution			15.3		15.3
Foreign exchange reserve			6.5		8.6
Profit and loss account			756.5		474.0
Shareholders' funds			1,899.2		1,621.4

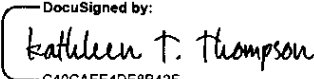
The accompanying notes on pages 17 to 34 form an integral part of these financial statements.

For the year ending 31 December 2020 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476;
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

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

DocuSigned by:

C40CAEE4DE8B42F...
K T Thompson
Director
Company number: 07316500

March 23, 2022 | 06:42
March 2022

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

	Called up share capital £m	Share premium £m	Capital contribution £m	Foreign exchange reserve £m	Profit & loss account £m	Total £m
At 1st January 2019	1,033.6	89.9	15.3	9.6	501.1	1,649.5
Profit for the year	-	-	-	-	274.4	274.4
Foreign branch currency translation	-	-	-	(1.0)	-	(1.0)
Dividends (note 10)	-	-	-	-	(301.5)	(301.5)
At 31st December 2019	1,033.6	89.9	15.3	8.6	474.0	1,621.4
Profit for the year	-	-	-	-	282.5	282.5
Share premium - issue of shares to EBT	-	(2.6)	-	-	-	(2.6)
Foreign branch currency translation	-	-	-	(2.1)	-	(2.1)
Dividends (note 10)	-	-	-	-	-	-
As at 31st December 2020	1,033.6	87.3	15.3	6.5	756.5	1,899.2

The accompanying notes on pages 17 to 34 form an integral part of these financial statements.

Notes to the financial statements

1 Accounting policies

Basis of preparation

Worldpay (UK) Limited ("the Company") is a private company limited by shares and incorporated, domiciled and registered in England and Wales.

The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out on the Strategic report.

These financial statements are presented in pounds Sterling which is the Company's functional currency. All information is given to the nearest hundred thousand pounds.

These financial statements have been prepared in accordance with FRS 101 *Reduced Disclosure Framework* and under the historical cost basis.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 ('Adopted IFRSs') but makes amendments where necessary to comply with Companies Act 2006, and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets, intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

The Company's immediate parent company is Worldpay Finance Ltd. The ultimate parent undertaking is Fidelity National Information Services, Inc., who included the Company's results in their consolidation financial statements. The consolidated financial statements of the Group are available to the public and may be obtained from 601 Riverside Avenue, Jacksonville, Florida 32204, USA.

As the consolidated financial statements of the Group include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 *Share Based Payments* in respect of group settled share based payments;
- Certain disclosures required by IAS 36 *Impairment of Assets* in respect of the impairment of goodwill and indefinite life intangible assets; and
- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

Going concern

The Directors have prepared forecasts for the Group by business unit, covering a period of more than 12 months from the date of signing of these financial statements. On the basis of their assessment of the Company's financial position, the Directors have a reasonable expectation that the Company will be able to continue in operational existence for a minimum period of 12 months from the date of signing and therefore the financial statements have been prepared on the going concern basis.

Critical accounting judgements and key sources of estimation uncertainty

The reported results of the Company for the financial year ended 31 December 2020 are sensitive to the accounting policies, assumptions and estimates that underlie the preparation of its financial statements.

The judgements and assumptions involved in the Company's accounting policies that are considered by the Directors to be the most important to the portrayal of its financial condition are discussed below.

The use of estimates, assumptions or models that differ from those adopted by the Company would affect its reported results.

Notes (continued)**1 Accounting policies (continued)***Critical judgements in applying the Company's accounting policies**- Fair value of Preference shares and related Contingent Value Rights (CVRs)*

The Visa Europe asset was recognised in the Company's balance sheet at 31 December 2015 as a fair value through profit and loss financial asset. On disposal on 21 June 2016, it has been derecognised from the Company's balance sheet with the net gain on disposal recognised in interest receivable and similar income in the Company's profit and loss account.

The preference shares received on disposal of the interest in Visa Europe has been recognised as a financial asset within debtors under the Financial assets – Visa Inc. preference shares category. It has been recognised at fair value initially and has been classified as fair value through profit and loss. Subsequent movements on the fair value of the preferred shares and movements on the CVR liability are recognised in the Company's profit and loss account.

The value of the Visa Inc. preference shares is based on the expected conversion ratio, which will be adjusted by Visa Inc. based on the potential losses from Visa Europe interchange litigation under the Litigation Management Deed (LMD). Any excess of potential losses from Visa Europe interchange litigation under a Loss Sharing Agreement (LSA) has been included in provisions within current liabilities.

When measuring the fair values of the Financial asset – Visa Inc. preference shares as well as the LSA liability, the Company uses observable market data as far as possible. In order to fair value the LSA liability as at 31 December 2020, the Directors have considered a range of potential outcomes, including the likely value of the potential level of Visa Europe liabilities that the Company may be liable for, and calculated a weighted average.

The CVR liability has been classified as a financial liability at amortised cost based on a re-estimation of future cash flows, with any changes being recognised in CVR finance costs in the profit and loss account.

Further details on the key assumptions made in valuing the consideration received and the CVR and LSA liabilities, together with sensitivity analysis, are provided in note 6.

*Key sources of estimation uncertainty**- Income and deferred taxes*

The Company's tax charge on ordinary activities is the sum of total current and deferred tax charges calculated by reference to the legal requirements applying to each jurisdiction in which the Company operates.

As an integral part of this process, the Company applies its judgement in order to determine the tax charge applying to those matters for which the final tax treatment is considered by the Company to be uncertain.

Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences are recognised in the period in which such determination is made.

Based on the Company's current tax position, a material change in estimates for tax purposes is not expected to occur over the next 12 month period.

- Trade receivable impairment provisions

A trade receivable is impaired when there is objective evidence that, due to events since the trade receivable was created, the Company cannot recover the original expected cash flows from the trade receivable. Trade receivable impairment provisions can be either bad debt provisions or merchant potential liability provisions.

A bad debt provision represents the difference between the carrying value of the trade receivable and the present value of estimated future cash flows.

A merchant potential liability provision is required when a merchant goes into liquidation or bankruptcy and the Company is exposed to potential chargebacks. Judgement is necessary to assess the likelihood that a pending claim will succeed, or a liability will arise and to quantify the possible range of any financial settlement.

Notes (continued)**1 Accounting policies (continued)***Accounting developments**New accounting standards and interpretations not yet adopted*

There are no standards that are not yet effective and that would be expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

Key accounting policies are set out below

1.1 Foreign Exchange

Foreign currency transactions are initially recorded at the rate ruling on the date of the transaction. At the end of each reporting period, foreign currency items on the balance sheet are translated as follows:

- Non-monetary items, including equity, held at historic cost are not retranslated.
- Non-monetary items held at fair value are translated at the rate ruling on the date the fair value was determined.
- Monetary items are retranslated at the rate prevailing at the end of the reporting period.

Foreign exchange gains and losses arising from the retranslation of foreign currency transactions are recognised in the profit and loss account. Amounts arising from financing balances, whether intra-Group or external, are stated within finance costs whereas those arising from trading are included in operating profit.

1.2 Revenue Recognition

Revenue is recognised when a customer obtains control of promised services or goods. The amount of revenue recognised reflects the consideration to which the Company expects to be entitled to receive in exchange for these services.

The Company has contractual agreements with its customers that set forth the general terms and conditions of the relationship including line item pricing, payment terms and contract duration. Revenue is recognised when the obligation under the terms of the Company's contract with its customer is satisfied. Revenue is measured as the amount of consideration the Company expects to receive in exchange for transferring goods or providing services. The Company generates revenue primarily by processing electronic payment transactions.

Performance Obligations

Since the majority of the Company's revenue relates to payment processing services for its customers, the Company's core performance obligation is to provide continuous access to the Company's system to process as much as its customers require. The Company's payment processing services consist of variable consideration under a stand-ready service of distinct days of service that are substantially the same with the same pattern of transfer to the customer. The Company's revenue from products and services is recognised at a point in time or over time depending on the products or services, with the majority of the revenue recognised at a point in time.

Costs to Obtain and Fulfil a Contract

IFRS15 requires capitalising costs of obtaining a contract when those costs are incremental and expected to be recovered. The Company sales commission is earned and paid periodically in relation to the sales recorded for the period. The Company recognises incremental sales commission costs of obtaining a contract as expense when the amortisation period for those assets is one year or less per the practical expedient in IFRS15. These costs are included in personnel expenses.

Remaining Performance Obligations

Customer incentives represent signing bonuses paid to customers. Customer incentives are paid in connection with the acquisition or renewal of customer contracts and are therefore deferred and amortized using the straight-line method based on the expected life of the customer. Related amortisation is recorded as contra-revenue.

The Company capitalises conversion costs associated with enabling customers to receive its processing services. As at 31 December 2020 the Company had £5.7m of capitalised conversion costs included in Intangible assets - net in the Company's balance sheet. For the year ended 31 December 2020 the Company has £1.5m of amortisation expense related to these costs, which is recorded in depreciation and amortisation expense in the Company's income statement. These costs are amortised over the average life of the customer.

Notes (continued)**1 Accounting policies (continued)****1.2 Revenue Recognition (continued)**

IFRS15 requires disclosure of the aggregate amount of the transaction price allocated to unsatisfied performance obligations; however, as permitted by IFRS 15, the Company has elected to exclude from this disclosure any contracts with an original duration of one year or less and any variable consideration that meets specified criteria. As discussed above, the Company's core performance obligation consists of variable consideration under a stand ready series of distinct days of service. Such variable consideration meets the specified criteria for the disclosure exclusion; therefore, the majority of the aggregate amount of transaction price that is allocated to performance obligations that have not yet been satisfied is variable consideration that is not required for disclosure. The aggregate fixed consideration portion of customer contracts with an initial contract duration greater than one year is not material.

The Company capitalises commission fees as costs of obtaining a contract when they are incremental and expected to be recovered. The Company amortises these capitalised costs consistently with the pattern of transfer of the good or service to which the asset relates. If the expected amortisation period is one year or less, the commission fee is expensed when incurred.

Turnover represents the consideration received or receivable from the merchants for services provided, reduced by interchange fees and scheme fees. Key revenue streams the Company reports are:

- Transaction service charges relate to services provided to process transactions between the customer and an acquiring bank, which is a bank that accepts card payments from the card-issuing banks. Revenue is recognised when the transactions are successfully processed and is recognised per transaction.
- Terminal rental fees are due from terminal lessees. Revenue is recognised on a straight-line basis over the terms of the lease agreements.
- Income from treasury management and foreign exchange services is generated from settling foreign currency transactions on behalf of customers. Revenue is recognised when the Company's obligation in relation to the transaction is fulfilled.
- Ancillary income includes fees charges per transaction for providing gateway services, fraud and risk management services, float income, and charges levied for the acceptance of alternative payments. Gateway services work in the same manner as transaction processing services but are provided for online transactions only. Local and alternative payment services allow merchants to accept payments worldwide which do not directly involve a credit or debit card. Revenue is recognised when the transactions are successfully processed.

Items paid in advance or invoiced in arrears are shown as prepayments or accruals, as appropriate, on the balance sheet at the end of the period.

1.3 Employee Benefits

Expenses related to services rendered by employees are recognised in the period in which the service is rendered. This includes wages and salaries, social security contributions, pension contributions, bonuses and termination benefits.

Where payments of amounts due are outstanding at the end of the reporting period, an accrual is recognised. Where payments have been made in advance prior to the end of the reporting period, a prepayment is recognised.

The Company participates in the Group's defined contribution pension scheme. The amounts charged to the profit and loss account in respect of pension costs and other post-retirement benefits are the contributions payable in the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments on the balance sheet.

Equity-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based upon estimation of the number of shares which will eventually vest, with a corresponding increase in equity. Fair value is measured by reference to the market value of the Group's shares, adjusted as necessary for the terms and conditions of the award, or an appropriate option pricing model, depending on the nature of the award.

Cash-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of the cash-settled share-based payments is expensed on a straight-line basis over the vesting period, based upon estimation of the number of shares which will eventually vest and a corresponding liability will be recognised for that settlement. Fair value is measured by reference to the market value of the Group's shares, adjusted as necessary for the terms and conditions of the award, or an appropriate option pricing model, depending on the nature of the award.

Notes (continued)**1 Accounting policies (continued)****1.4 Leases**

The Company has applied IFRS 16 *Leases* as follows:

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to restore the underlying asset, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and
- penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, to the extent that the right-of-use asset is reduced to nil, with any further adjustment required from the remeasurement being recorded in profit or loss.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for lease of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Notes (continued)**1 Accounting policies (continued)****1.6 Taxation**

The tax expense represents the sum of the current tax and deferred tax for the period.

Current tax

The current tax charge is based on taxable profit for the period. Taxable profit differs from profit before tax as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised.

Deferred tax is charged or credited to the profit and loss account, except when it relates to items charged or credited directly to equity in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.7 Goodwill

Goodwill arising on an acquisition of a business represents any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, less any non-controlling interest. Goodwill is carried at the cost established at the date of acquisition of the business less accumulated impairment losses, if any, and is not amortised.

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units (CGU) to which goodwill has been allocated. The value in use calculation is performed at least annually and requires the Directors to estimate the future cash flows expected to arise from the CGU and a suitable discount rate in order to calculate present value.

Should the value in use be lower than the carrying value, the resultant impairment loss is first allocated to goodwill, then to remaining assets of the CGU pro rata based on their carrying amount. No asset is impaired below its own recoverable amount. The impairment loss is recognised immediately in separately disclosed items in the profit and loss account. Impairment losses on goodwill cannot be reversed in subsequent periods.

1.8 Other intangible assets

Intangible assets acquired in a business combination, and recognised separately from goodwill, include brands and customer relationships. These are initially recognised at their fair value at the acquisition date. Subsequently, they are reported at cost less accumulated amortisation and any impairment losses.

Customer conversion costs associated with enabling customers to receive its processing services are capitalised and amortised over the average life of the customer.

Amortisation is recognised on a straight-line basis over the estimated useful economic life. The estimated useful economic lives and the amortisation method are reviewed at the end of each reporting period, with any changes being accounted for on a prospective basis.

The useful lives applied by the Company are as follows:

- | | |
|--------------------------|---------------|
| - Customer relationships | 3 to 20 years |
| - Brands | 7 to 10 years |
| - Software & licences | 3 to 10 years |
| - Customer conversion | 3 to 5 years |

Notes (continued)**1 Accounting policies (continued)****1.8 Other intangible assets (continued)**

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets. These costs include directly attributable employee costs. However, any costs incurred in the research phase or as maintenance are expensed as incurred.

1.9 Tangible assets

Tangible assets are initially recognised at cost and include all expenditure directly attributable to bringing the asset to the location and working condition for its intended use. Subsequent measurement is at cost less accumulated depreciation and impairment losses.

Subsequent expenditure is capitalised only when it is probable that it will give rise to future benefits i.e. maintenance expenditure is excluded but enhancement costs that meet the criteria are capitalised.

Tangible assets are depreciated to their residual value over their useful life on a straight-line basis. Estimates of the useful life and residual value, as well as the method of depreciation, are reviewed as a minimum at the end of each reporting period. Any changes are classified as a change in accounting estimate and so are applied prospectively.

The useful lives applied by the Company are as follows:

- | | |
|--------------------------------|---------------|
| - Leasehold improvements | 5 to 20 years |
| - Terminals | 3 to 5 years |
| - Computers & office equipment | 3 to 5 years |

Depreciation begins when an asset is ready for use and ceases on the disposal of the asset, classification as held for sale or the end of its useful life, whichever is the sooner.

The gain or loss on disposal is the difference between the net proceeds received and the carrying amount of the asset.

1.10 Impairment of other intangible and tangible assets

The Company assesses its other intangible assets and tangible assets for indicators of impairment at least annually. If such indicators exist, the recoverable amount of the asset (or its cash-generating unit if the asset does not generate largely independent cash flows) is estimated. The recoverable amount of an asset is the higher of its fair value less costs of disposal and its value in use. Value in use is the present value of the future cash flows from the asset or the cash-generating unit, discounted at the appropriate pre-tax rate.

The Company recognises any impairment loss resulting from these reviews in separately disclosed items in the profit and loss account. Impairment losses may be reversed in subsequent periods. However, the revised carrying value of the asset may not exceed the carrying value had the original impairment not arisen.

1.11 Cash and cash equivalents

Cash and cash equivalents comprise cash and demand deposits with banks, together with short-term highly liquid investments that are readily convertible to known amounts of cash and subject to insignificant risk of change in value.

1.12 Trading assets and liabilities***Merchant float, scheme debtors and merchant creditors***

Merchant float, scheme debtors and merchant creditors represent intermediary balances arising in the merchant settlement process.

Merchant float represents surplus cash balances that the Company holds on behalf of its customers, when the incoming amount from the card schemes or networks precedes when the funding to customers falls due. The funds are held in a fiduciary capacity and are stated separately from the Company's own cash in the balance sheet.

Scheme debtors consist primarily of:

- Receivables from the card networks for transactions processed on behalf of customers, where that customer is a member of that particular network;
- Receivables from the card networks for transactions where they have funded customers in advance of receipt of card association funding (by exception); and
- Other net receivables from the schemes.

Notes (continued)**1 Accounting policies (continued)****1.12 Trading assets and liabilities (continued)**

Merchant creditors consist primarily of:

- Liabilities to customers for transactions that have been processed but not yet funded by the card networks, where they are a member of that particular scheme or network;
- Liabilities to customers for transactions where it is holding funding from the members under the sponsorship agreement but has not funded customers on behalf of the sponsoring bank; and
- Merchant reserves and the fair value of the Company's guarantees of cardholder chargebacks. These are amounts held as deposits from customers, either from inception of Worldpay's working relationship with them, or accrued throughout the relationship due to payment issues arising or potential chargebacks.

Debtors

Debtors are initially recognised at fair value in the period to which they relate. They are subsequently held at amortised cost, less any provision for bad or doubtful debts. Provisions for bad or doubtful debts are presented net with the related receivable on the balance sheet. Trade receivables primarily include amounts due from merchants for services provided to process transactions between the cardholder and an acquiring bank.

Creditors

Creditors are recognised initially at fair value in the period to which they relate. They are subsequently held at amortised cost using the effective interest rate method. They are derecognised when payment has been made.

1.13 Provisions

The Company recognises a provision for a present obligation resulting from a past event when it is probable that it will be required to transfer economic benefits to settle the obligation, and the amount of the obligation can be estimated reliably.

1.14 Financial instruments

Financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- They include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- Where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

1.15 Capital contribution reserve

The capital contribution reserve represents the capital contribution made by Worldpay Group Limited in respect of share options issued to employees of the Company over the shares of Worldpay Group Limited and is equivalent to the cumulative charge recognised under IFRS 2.

1.16 Foreign exchange reserve

The foreign exchange reserve includes the cumulative effect of translating the results and financial position of the Irish branch into the presentation currency of the Company.

Notes (continued)**2 Turnover**

	2020	2019
	£m	£m
Transaction service charges	1,334.3	1,737.9
Treasury management & foreign exchange services	78.7	147.4
Terminal rental fees	44.0	51.6
Ancillary income	73.2	84.7
Interchange fees	(720.3)	(1,024.1)
Scheme fees	(277.9)	(286.4)
	<u>532.0</u>	<u>711.1</u>

All turnover is generated within the United Kingdom.

3 Operating profit

	2020	2019
	£m	£m
<i>Operating profit for the year is stated after charging:</i>		
Amortisation of intangible assets	121.8	118.5
Depreciation of right of use assets (note 13)	3.4	17.5
Depreciation of other tangible fixed assets	30.7	18.5
Operating lease rental charges	-	0.4
Bad debt charge and similar charges	48.1	39.3
Research & development expenditure	11.0	27.8
	<u></u>	<u></u>

For the year ending 31 December 2020 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies, consequently, there was no auditor's remuneration (2019: £nil)

4 Employee numbers and costs

	2020	2019
The average number of employees (including Directors) during the period was:		
Staff	<u>3,260</u>	<u>3,469</u>
Their aggregate remuneration comprised:	2020	2019
	£m	£m
Wages and salaries (including redundancy costs)	252.2	239.6
Social security costs	22.5	25.3
Pension costs	11.8	30.0
Share based payments	7.0	14.4
	<u>293.5</u>	<u>309.3</u>

Included in the amounts disclosed above are £117.0m (2019: 77.3m) of staff costs that were capitalised within intangible assets.

Notes (continued)**5 Directors' remuneration**

The Directors of the Company do not receive specific remuneration for services to this Company nor is it possible to accurately apportion the total remuneration paid to the Directors of the Worldpay Group among the companies of the Group.

6 Visa Europe***Disposal of Visa Europe shares***

On 21 June 2016, the Company disposed of its interest in Visa Europe to Visa Inc. and received a mixture of cash and non-cash consideration valued at €1,051.3m. The consideration is made up of €589.7m up-front cash, €405.4m of Series B preferred shares in Visa Inc. and €56.2m deferred cash which was received in the prior year. €547.5m of the up-front cash consideration and all of the preferred shares may be reduced by any final settlement of potential liabilities relating to ongoing interchange-related litigation involving Visa Europe. On disposal of the Visa Europe shares, the Company along with the other former members of Visa Europe, entered into a Litigation Management Deed (LMD). Under this arrangement, potential losses from Visa Europe interchange litigation will be set against the preferred shares, through adjusting the ratio of conversion to ordinary shares. A Loss Sharing Agreement (LSA) entered into by Worldpay, along with the ten other largest UK members of Visa Europe, provides a second level of protection to Visa Inc., capped at the €547.5m of up-front cash consideration.

Contingent Value Rights (CVRs)

The holder of the CVR (a separate class of share capital in the Company) is entitled to 90% of the net post-tax proceeds of the disposal in accordance with the terms of the CVR (subject to the Company's right of retention), with Worldpay retaining 10% of the net proceeds. The settlement of the CVR liability could take up to 12 years dependant on the settlement of the claims under the LSA.

The CVR is non-voting and is not convertible into ordinary shares. Given the nature of the CVR, it is classified as a financial liability recognised initially at fair value and subsequently at amortised cost, with the gain or loss recognised in 'Finance costs – CVR liabilities' in the Company's profit and loss account.

Transactions in 2020

On 17 September 2020, the Group executed an amendment ("the amendment") with the CVR holder to pay approximately one-third of the cash consideration component of the CVR liability, or €156.5m and \$7.9m, to the CVR holder upon amendment execution and to pay the remaining approximately two-thirds of the cash consideration on 12 October, 2027, subject to reduction due to losses incurred by Visa Inc. relating to the litigation. The partial payment of the cash consideration was recorded as a reduction of the CVR liability. The amendment also removed the segregated cash requirement resulting in no restricted cash recorded at 31 December 2020, as compared to £399.3m recorded at 31 December 2019. Additionally, as Visa Inc. releases preferred stock for conversion into common stock, over time and subject to any losses incurred by Visa Inc. relating to the litigation, 90% of the net-of tax proceeds from the sale of the common stock will be paid to the CVR holder in accordance with the amendment.

In October 2020 Visa Inc. released a portion of the aforementioned preferred stock that was converted into common stock. The group sold the common stock for \$552m and paid 90% of the net-of-tax proceeds of \$403m to the CVR holder. The sale of stock and related payment to the CVR holder was recorded as a reduction of the CVR related assets and CVR liability, respectively, for the year ended 31 December 2020.

Accounting treatment***Consideration from disposal of Visa Europe shares***

Cash at bank and in hand includes £Nil in relation to the CVR holder. All balances have been revalued to period end rates in the Company's balance sheet as at 31 December 2020.

The preference shares received on disposal of the interest in Visa Europe has been recognised as a financial asset in debtors. It has been recognised at fair value initially and has been classified as fair value through profit and loss. Subsequent movements on the fair value of the preferred shares are recognised in interest receivable and similar income and the movement on the CVR liability is recognised in interest payable and similar charges in the Company's profit and loss account. The value of the Visa Inc. preference shares is based on the expected conversion ratio which will be adjusted by Visa Inc. based on the potential losses from Visa Europe interchange litigation under the LMD. Any excess of potential losses from Visa Europe interchange litigation under the LSA has been included in provisions.

Notes (continued)**6 Visa Europe (continued)**

When measuring the fair values of the financial asset – Visa Inc. preference shares as well as the LSA liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Visa Inc. preference shares are classified as Level 3 as the valuation is dependent upon both the value of Visa Inc. ordinary shares, which have a quoted price, and the conversion ratio which will be adjusted for potential losses from Visa Europe interchange litigation under the LMD, for which there are no identical transactions with regularly available market prices. The LSA liability is classified as Level 3 due to the lack of identical transactions with regularly available market prices.

In order to fair value the Visa Inc. preference shares and the LSA liability as at 31 December 2020, the Directors have considered all new information available to them since the 2019 Annual report and financial statements was published including public announcements and disclosures made by Visa Inc. The Visa Inc. 10K for the year ended 30 September 2020 stated that they do not expect the total damages sought in the outstanding claims that have been issued to be less than one billion Euros. The Directors have considered a range of potential outcomes, including the likely value of the potential level of losses from Visa Europe interchange litigation that the Company may be liable for, and calculated a weighted average and have concluded that the estimates and assumptions applied to the LMD and LSA should remain consistent with the prior year.

It is reasonably possible that, if the Visa Europe interchange litigation progresses within the next financial year and more information becomes available about the likely value of the potential losses, changes in assumptions determining the fair value could require a material adjustment to the carrying amount of the Visa Inc. preference shares and the LSA liability. The uncertainties inherent in the determination of the fair value of the Visa Inc. preference shares and the LSA liability will not be resolved until the obligations under the LMD and LSA are extinguished which is dependent upon final resolution of all related claims.

CVR liability

The CVR liability has been classified as a financial liability recognised initially at fair value and subsequently at amortised cost based on a re-estimation of future cash-flows, with any changes being recognised in interest payable and similar charges in the profit and loss account.

Conclusion

Based on the above, the following has been recognised in the Company's financial statements:

Balance sheet	2020	2019
	£m	£m
Non-current assets		
Financial assets – Visa Inc. preference shares	51.5	359.5
Current Assets		
Cash at bank and in hand	5.8	56.1
Current Liabilities		
Current tax liabilities	(8.1)	(0.6)
Accruals	(0.3)	(0.3)
Financial liabilities – CVR liabilities – cash	(5.3)	(51.1)
Financial liabilities – CVR liabilities - dividends	(0.5)	-
Financial liabilities – CVR liabilities – shares	(37.6)	(314.3)
Deferred tax liabilities	(9.8)	(61.1)
Net CVR Liabilities	(4.3)	(11.8)

Notes (continued)**6 Visa Europe (continued)**

Income Statement	2020	2019
	£m	£m
Fair value (loss)/gain on Visa Inc. preference shares	118.4	189.2
Foreign exchange gains / (losses)	(5.0)	(2.8)
Dividend income on Visa Inc. preference shares	3.9	3.6
Interest income on deferred consideration	-	5.3
CVR finance costs	(42.8)	(178.7)
Profit before taxation	74.5	16.6
Tax charge CT	(81.3)	(0.7)
Tax charge DT	51.3	8.7
Profit after taxation	44.5	24.6

Sensitivity analysis

The fair value of the 'Financial assets – Visa Inc. preference shares and related component of the CVR liabilities is sensitive to significant estimates and inputs. At the reporting date, the Directors have assessed that reasonably possible changes to key assumptions could result in a reduction of the valuation of the preference shares to nil. Changes to the value of the Visa Inc. preference shares have an offsetting impact in the value of the related component of the CVR liabilities.

7 Interest receivable and similar income

	2020	2019
	£m	£m
Interest receivable from other Group companies	2.0	3.9
Dividend income on Visa Inc. preference shares (note 6)	3.9	3.6
Fair value gain on Visa Inc. preference shares (note 6)	118.4	189.2
Interest income on deferred consideration (note 6)	-	5.3
Foreign exchange gains	86.5	4.2
	210.8	206.2

8 Interest payable and similar charges

	2020	2019
	£m	£m
Interest payable to other Group companies	5.1	0.9
Interest payable on external borrowings	1.3	0.6
Interest expense for leasing arrangements	1.0	0.6
Bank charges	1.2	3.8
Foreign exchange loss on Visa Europe transaction (note 6)	5.0	178.7
CVR finance costs (note 6)	42.8	2.8
	56.4	187.4

9 Taxation*Recognised in the profit and loss account*

	2020	2020	2019	2019
	£m	£m	£m	£m
<i>Current tax</i>				
UK corporation tax charge for the year	116.6		2.5	
Adjustments in respect of prior periods	(3.4)		-	
Total current tax charge		113.2		2.5

Notes (continued)**9 Taxation (continued)**

<i>Deferred tax</i>		
Charge for the year	(53.4)	39.2
Effect of changes in tax rates	9.3	(4.1)
Adjustments in respect of prior periods	(47.6)	(27.7)
Total deferred tax charge	(91.7)	7.4
Tax on profit	21.5	9.9

Reconciliation of effective tax rate

	2020 £m	2019 £m
Profit	304.0	284.3
Tax charge using the UK corporation tax rate of 19.00% (2019: 19.00%)	57.8	54.0
Effect of changes in tax rates	9.3	(4.1)
Non-deductible expenses	1.5	49.5
Income not taxable	(1.0)	(10.2)
Current tax adjustment in respect of prior periods	(3.4)	-
Deferred tax adjustment in respect of prior periods	(47.6)	(27.7)
Visa Europe non-deductible CVR obligations	(1.4)	-
Share Options	6.3	-
Group relief claimed from other Group companies for nil consideration	-	(51.6)
Total tax charge for the year	21.5	9.9

Factors affecting future tax charges

A reduction in the UK corporation tax rate from 19% to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020, and this change was substantively enacted on 17 March 2020. The UK deferred tax asset as at 31 December 2020 has been calculated at 19% (2019: 17%). An increase in the UK corporation rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021. This will increase the Company's future current tax charge accordingly.

10 Dividends

	2020 £m	2019 £m
Dividend on ordinary £1 shares of £ NIL per share (2019: £0.2917)	-	301.5
	-	301.5

11 Goodwill

	£m
Cost and net book value	
At 1 January 2020	603.1
Foreign exchange movement	14.7
At 31 December 2020	617.8

Notes (continued)**12 Other intangible assets**

	Customer conversions £m	Customer relationships £m	Software & licences £m	Total £m
Cost				
At 1 January 2020	3.6	326.0	783.5	1,113.1
Additions	2.2	-	150.7	152.9
Disposals	-	-	(91.9)	(91.9)
	<u>5.8</u>	<u>326.0</u>	<u>842.3</u>	<u>1174.1</u>
At 31 December 2020	<u>5.8</u>	<u>326.0</u>	<u>842.3</u>	<u>1174.1</u>
Amortisation				
At 1 January 2020	(1.2)	(213.7)	(263.1)	(478.0)
Amortisation charge for the year	(1.5)	(5.9)	(114.2)	(121.6)
Disposals	-	-	91.9	91.9
	<u>(2.7)</u>	<u>(219.6)</u>	<u>(285.4)</u>	<u>(507.7)</u>
At 31 December 2020	<u>(2.7)</u>	<u>(219.6)</u>	<u>(285.4)</u>	<u>(507.7)</u>
Net book value				
At 31 December 2019	2.4	112.3	520.4	635.1
	<u>3.1</u>	<u>106.4</u>	<u>556.9</u>	<u>666.4</u>
At 31 December 2020	<u>3.1</u>	<u>106.4</u>	<u>556.9</u>	<u>666.4</u>

At 31 December 2020, £57.3m (2019: £54.9m) of intangible assets under the course of construction are shown within software & licences. These assets are not yet being amortised. £53.6m was transferred from assets under construction to software and licences during the period.

13 Tangible assets

	Leasehold improvements £m	Right of use assets £m	Computers & other equipment £m	Total £m
Cost				
At 1 January 2020	17.0	34.7	209.9	261.6
Additions	0.2	-	5.7	5.9
	<u>17.2</u>	<u>34.7</u>	<u>215.6</u>	<u>267.5</u>
At 31 December 2020	<u>17.2</u>	<u>34.7</u>	<u>215.6</u>	<u>267.5</u>
Depreciation and impairment				
At 1 January 2020	(13.0)	(3.4)	(128.3)	(144.7)
Depreciation charge for the year	(0.8)	(3.5)	(30.0)	(34.3)
Impairment to Right of use asset	-	(4.0)	-	(4.0)
	<u>(13.8)</u>	<u>(10.9)</u>	<u>(158.3)</u>	<u>(183.0)</u>
At 31 December 2020	<u>(13.8)</u>	<u>(10.9)</u>	<u>(158.3)</u>	<u>(183.0)</u>
Net book value				
At 31 December 2019	4.0	31.3	81.6	116.9
	<u>3.4</u>	<u>23.8</u>	<u>57.3</u>	<u>84.5</u>
At 31 December 2020	<u>3.4</u>	<u>23.8</u>	<u>57.3</u>	<u>84.5</u>

Notes (continued)**13 Tangible assets (continued)**

At 31 December 2020, £6.7m (2019: £23.6m) of tangible assets under the course of construction are shown within computers & other equipment. These assets are not yet being amortised.

When assets under the course of construction become available for use, they are analysed as to whether the initial classification as either computers and office equipment within property, plant and equipment, or computer software within intangible assets remains the most appropriate. For assets brought into use in 2020, it was determined that the most appropriate classification was computer software for £4.9m of such assets (2019: £26.2m) and these have been allocated accordingly.

14 Debtors

	2020 £m	2019 £m
Trade receivables	286.4	212.6
Provision for bad and doubtful debts	(111.8)	(76.3)
	<u>174.6</u>	<u>136.3</u>
Amounts owed from Group companies	1,657.1	963.1
Scheme debtors	202.5	314.4
Other debtors	5.4	6.3
Corporation tax	17.1	19.2
Prepayments and accrued income	85.1	101.5
Financial assets – Visa Inc. preference shares (note 6)	51.5	359.5
	<u>2,193.3</u>	<u>1,900.3</u>

Debtors include financial assets – Visa Inc. preference shares of £51.5m (2019: £359.5m) and deferred consideration of £nil (2019: £nil). Amounts owed from Group companies are unsecured and repayable on demand.

15 Creditors: amounts falling due within one year

	2020 £m	2019 £m
Lease liabilities	7.7	10.7
Trade payables	13.4	63.4
Merchant creditors	636.8	661.0
Amounts owed to Group companies	1,562.8	1,045.0
Other creditors	-	45.2
Accruals and deferred income	175.1	151.9
	<u>2,395.8</u>	<u>1,977.2</u>

Included in Amounts owed to Group companies are £43.4m (2019: £365.4m) of financial liabilities relating to the Contingent Value Rights (note 6). Amounts owed to Group companies are unsecured and repayable on demand.

16 Creditors: amounts falling due after one year

	2020 £m	2019 £m
Lease liabilities	33.2	38.9
	<u>33.2</u>	<u>38.9</u>

Notes (continued)**17 Deferred tax assets / (liabilities)**

	Accelerated capital allowances £m	Provisions / Other £m	Intangible assets £m	Visa Europe £m	Total £m
At 1 January 2020	21.1	13.2	(58.1)	(102.9)	(126.7)
Adjustments in respect of prior years	(2.6)	(0.5)	9.0	41.8	47.7
Charge to the profit & loss account	0.6	(9.1)	1.2	51.3	44.0
At 31 December 2020	19.1	3.6	(47.9)	(9.8)	(35.0)
<i>Analysis of balance</i>					
Deferred tax asset	19.1	3.6	-	-	22.7
Deferred tax liability	-	-	(47.9)	(9.8)	(57.7)
At 31 December 2020	19.1	3.6	(47.9)	(9.8)	(35.0)

18 Provisions for liabilities

	Dilapidations provisions £m	Total £m
At 1 January 2020	2.3	2.3
Additions	1.8	1.8
At 31 December 2020	4.1	4.1
<i>Analysis of balance</i>		
Amounts falling due within one year	4.1	0.6
Amounts falling due after more than one year	-	1.7
At 31 December 2020	4.1	2.3

The provision for Loss Share Agreement related to the Visa Europe transaction (note 6). Dilapidations provisions arise on the inception of new property leases and will be settled at the end of the relevant lease terms.

19 Share capital

	No.	£m
Allotted, called up and fully paid		
At 1 January & 31 December 2020	1,033,629,020	1,033.6

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

There is a single CVR share in issue of £1. This share has the characteristics of a financial liability and is therefore not recognised within equity. It carries no voting rights unless with regard to matters relating to the winding up of the Company in which case the holder is entitled to one vote.

Notes (continued)**20 Share premium**

	£m
At 1 January 2020	89.9
Issue of shares to EBT	(2.6)
	87.3

21 Leases

Leases as lessee

Leased assets and liabilities recognised represents contracts entered into by the Company for its office properties, IT equipment and terminals. Lease terms are negotiated on an individual basis and contain a range of different terms and conditions. The Balance Sheet and the Income Statement show the following amounts in respect of leases during the year ended 31 December 2020:

Right of use assets

	£m
Carrying Amount	
At 1 January 2020	31.3
Additions	-
Impairment of right of use	(4.0)
Depreciation Charge	(3.5)
At 31 December 2020	23.8

The following amounts have been recognised in profit or loss for which the Company is a lessee:

	£m
2020 - Leases under IFRS 16	
Interest expense on lease liabilities	1.0
	1.0
2019 - Leases under IFRS 16	
Interest expense on lease liabilities	2.1
Expenses relating to short-term leases	0.5
	2.6

Lease liabilities are presented in the balance sheet as follows:

	2020 £m	2019 £m
Current	3.7	10.7
Non-current	33.2	38.9
	36.9	49.6

Notes (continued)

22 Related parties

Transactions between the Company and other wholly owned members of the same Group have not been disclosed, in accordance with the provisions of FRS 101. There were no transactions with other related parties.

23 Ultimate parent company and controlling party

Worldpay Finance Ltd is the Company's immediate parent company. Fidelity National Information Services, Inc., a US domiciled corporation, is the ultimate parent company and controlling party.

Fidelity National Information Services, Inc., a company incorporated in the United States of America, is the undertaking that heads the smallest and largest group of companies for which consolidated financial statements are prepared. The Directors consider Fidelity National Information Services, Inc. to be the ultimate controlling party and ultimate parent company. Copies of the financial statements of Fidelity National Information Services, Inc. can be obtained from 601 Riverside Avenue, Jacksonville, Florida 32204, USA.

24 Event Subsequent to balance sheet date

Visa Europe

On 30 September 2021, Visa reached a confidential settlement with Sainsbury's. The details of this settlement have not been disclosed and the Directors consider this to be a non-adjusting subsequent event.