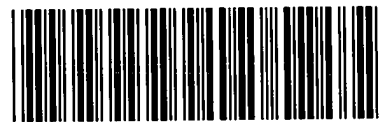


**Group Strategic Report, Directors' Report and
Audited Consolidated Financial Statements for the Year Ended 31 December 2020**
for
QS QUACQUARELLISYMONDS LIMITED

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for the Year Ended 31 December 2020**

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QS QUACQUARELLISYMONDS LIMITED

**Company Information
for the Year Ended 31 December 2020**

DIRECTORS:	N Quacquarelli B D Sowter Y Muto J Turner
SECRETARY:	M Wait
REGISTERED OFFICE:	1 Tranley Mews Fleet Road Hampstead London NW3 2DG
REGISTERED NUMBER:	02563879 (England and Wales)
AUDITORS:	Johnson Smith & Co Ltd Chartered Accountants and Statutory Auditors Centurion House London Road Staines-Upon-Thames Surrey TW18 4AX
BANKERS:	HSBC Bank Plc 176 Camden High Street London NW1 8QL

**Group Strategic Report
for the Year Ended 31 December 2020**

The board of directors have pleasure in presenting the strategic report of the QS Quacquarellisymonds Limited Group for the year ended 31 December 2020.

REVIEW OF BUSINESS

The principal activity of the company and its subsidiary undertakings is as a global provider of international higher education student recruitment and performance insight solutions. The business is headquartered in the United Kingdom, with satellite offices across the world.

Results and performance

The results of the Group for the year, as set out on pages 12 and 13, show a decline in revenue due to the impact of the COVID-19 pandemic. Overall turnover decreased 17% year on year, and gross profits decreased by 10%. However, due to tight cost control and receipt of support from governments, profit on ordinary activities before tax increased to £3.5m (2019: £2.3m). Shareholders' funds grew to £16.8m (2019: £13.4m).

Events:

The Digital & Events business area remains the largest revenue generating part of the group, though it has been most impacted by the Covid-19 pandemic, as a number of physical fairs had to be cancelled and virtual fairs introduced to replace the remaining diarised physical events.

Enrolment and Intelligence:

QS Enrolment Solutions in the UK benefitted from the full year impact of contracts won in 2019 and high enrolment levels, which helped to offset the reduced enrolment volumes in Australia, where we were also eligible for government grants to support the business. Increased cost efficiencies have seen the business reach profitability.

The QS Intelligence Unit business area has continued its year on year growth with strong performances in Reporting, Evaluation, and Consulting helping to offset revenue reductions in Conferences.

The technology business, QS Unisolution, made further progress in 2020 with new product enhancements improving customer satisfaction and renewal levels and enabling the business to reach profitability.

Group operating profit levels have been strong due to tight cost controls being implemented and government support for those parts of the business that were most impacted by COVID-19.

The leadership team was strengthened with the promotion of Jessica Turner to Group Managing Director, and with the recruitment of Claire Whittingham as Managing Director: QS Digital & Events, Tim Edwards as Chief Marketing Officer, and the promotion of Jason Newman to the position of Chief Commercial Officer.

Key performance indicators ('KPIs')

The Group has made significant progress throughout the year in relation to key elements of strategy, despite the lower level of turnover. The Board monitors the progress of the Group by reference to the following KPIs:

	2020	2019 as restated
Turnover	£32.3m	£38.9m
Return on capital employed	21.0%	17.5%
Earnings before interest and tax	£3.5m	£2.4m

Business environment

The Group offers differentiated products and services in the higher education field and is building on market leading positions in several segments to grow profitability for the long term. The impact of technology is significant in delivering solutions to the higher education sector and this has been a key focus for investment in recent years and will continue.

Strategy

The Group's success is dependent on the delivery of a high quality service for existing products, combined with organic growth fuelled by innovative new services. The Group continues to invest in existing service delivery and in the development of complimentary new services to meet the needs of higher education clients around the world. Acquisitions, joint ventures, and partnerships are also being considered to support growth in relevant fields.

**Group Strategic Report
for the Year Ended 31 December 2020**

PRINCIPAL RISKS AND UNCERTAINTIES

The Group focuses on providing quality services to universities, business schools and other Higher Education (HE) stakeholders. The Group faces competitive pressure from a variety of organisations across different business units. The Group manages this risk by offering a diverse set of services, with strong synergies, across six main areas: Insight, Reputation, Events, Digital, Enrolment Solutions, and SaaS based technology solutions.

The Group manages complex product programmes with demanding requirements against a fluctuating customer base. This requires co-ordination of all the functions available within the organisation, the external supply chain and other partners. Failure to achieve programme goals would have significant financial and reputational implications for the Group. These implications include the risk of impairment of the carrying value of the Group's intangible assets. The Group seeks continuous improvement of all its processes and employs project management controls to ensure that both technical and business objectives are achieved. All major programmes are subject to Board approval and are reviewed regularly by the Board with a particular focus on emerging risks and the effective mitigation of previously identified threats.

The principal risks and uncertainties, including financial risks, facing the Group are set out below:

Global Pandemic Risk

The COVID-19 global pandemic continues to have a significant impact as measures taken by various governments to contain the virus have affected economic activity. In response we have been providing market insight and have adapted our products to best meet the needs of our customers at this time and for the foreseeable future.

We have taken a number of health and safety measures to minimise the risk of the COVID-19 virus for our staff (for example social distancing and working from home).

Industry and market risk

Changes in governmental grants and other funding to Universities may influence the Group's revenue and therefore future performance would be affected. The Board undertakes periodic reviews to identify similar underlying changes in the market to mitigate such risks.

Despite the travel challenges, the introduction of online teaching provision by institutions worldwide has meant the international student recruitment market remained strong in terms of candidate demand, as candidates continued to make plans for their future, whether studying online or in country.

Credit risk

The credit control department of the Group ensures that appropriate assessments are made of potential customers prior to any sales being made or any service contract being signed. Management regularly reviews outstanding receivables and debtors recovery plans.

Cash flow/ liquidity risk

The Group has sufficient funds to cover its cash outflows for a significant time. The Group has been investing heavily in technology which is absorbing a proportion of our free cash flow. The Group has significant cash reserves and no debt.

Price risk

Future revenues remain sensitive to any changes in consultancy charges, events attendance charges and advertising rates. The Group performs periodical market reviews and pricing structure reviews to ensure that all charges and rates are competitive.

Foreign Exchange risk

The Group has risk from the movement of currency markets, as the majority of business is invoiced in either US dollars or Euros, whilst the majority of the cost base is incurred in GBP Sterling. In 2020 the movements in foreign currency markets following the UK's departure from the EU have continued to impact positively on the company's financial results. The hedging strategy introduced to reduce the exposure of the business to sudden currency movements has been maintained through 2020.

**Group Strategic Report
for the Year Ended 31 December 2020**

QS QUACQUARELLISYMONDS LIMITED SECTION 172(1) STATEMENT COMPLIANCE

Section 172(1) of the Companies Act 2006 states that a director of a company must act in the way he/she considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

- a. The likely consequences of any decision in the long term
- b. The interests of the company's employees
- c. The need to foster the company's business relationships with suppliers, customers and others
- d. The impact of the company's operations on the community and the environment
- e. The desirability of the company maintaining a reputation for high standards of business conduct, and
- f. The need to act fairly as between members of the company.

This statement details how the Group complies with Section 172(1) - how we engage with, and have due regard for the interests of our key stakeholders.

The vision of the Group is to enable motivated people anywhere in the world to fulfil their potential through educational achievement, international mobility, and career development.

For the Group to achieve this, we have to make sufficient profit from our trading operations to reward our staff, sustain our commercial vitality, and finance future product development. These principles are the core fundamentals that underpin the Group's strategic direction. In setting the strategic direction of the Group, Directors also take into account the principal risks facing the business.

Decision-making at the Board: All matters which under the Group's governance arrangements are reserved for decision by the Directors are presented at Board meetings. Directors are briefed on any potential impacts and risks for our customers, staff, and other stakeholders including our suppliers, the community and environment and how they are to be managed. The Directors take these factors into account before making a final decision which together they believe is in the best interests of the Group and its stakeholders.

Stakeholders: Our key stakeholders are:

- Our staff, as the development and delivery of products which meet the needs of our customers sits with them.
- Higher education institutions and institutional leadership globally, including our customers, as we look to provide insight on performance, support their objectives and build long term relationships that enable us to deliver on our mission.
- The end users of our services, the students and potential students, whose views we seek to tailor our offerings and insight to give them the best information to make their further education choices.
- Our investors and shareholders, whose support is vital to provide the scrutiny of the decisions made by the leadership team to ensure the business remains in sound financial health.
- Our suppliers, whose products and services we use to provide a quality experience to our customers.
- Our community, as we look to deliver our mission and give more motivated people around the world the opportunity to develop through higher education.

How we engage and foster strong relationships with some of our key stakeholders:

Staff - Officevibe surveys, All Hands Calls, Global Wellness Team, Diversity & Inclusion initiatives, LinkedIn Learning provision, 7Geese Recognition Centre, QS Applaud awards.

Higher education institutions and institutional leadership, including our customers – Insight led thought leadership, Rankings, Higher Education Conferences and Publications, Surveys and User groups.

Students - International Student survey, Production of Rankings, Recruitment Events, Enrolment enquiry management.

Investors and shareholders - Monthly Board reporting, Annual statutory accounts, Quarterly shareholder reporting.

Suppliers - Strategic partnerships, Repeat bookings, Timely payments.

**Group Strategic Report
for the Year Ended 31 December 2020**

Community - Company funded days for charity initiatives, support for Hackney Pirates and Plan International, scholarships funded through QS World Merit.

Long-term sustainability

We aim to make sufficient profit to sustain the Group's commercial vitality and to enable longer term investment in our products to be made. This is balanced against the needs of our customers, staff and other stakeholders and the community to ensure we are conducting all our business relationships with integrity. The long-term sustainability of the Group is at the forefront of decision-making, particularly in response to the impact on international higher education of COVID-19. The Group has taken measures to prevent modern slavery and human trafficking in its business and supply chains.

Community and environment

In 2020, as part of its commitment to sustainability, QS continued to operate as a certified CarbonNeutral® Company, reflecting our efforts to reduce our impact on the environment through a range of efficiency initiatives and offsetting unavoidable emissions through a verified carbon offset forestry project in Brazil.

Business Conduct

The Group aims to conduct all its business relationships with integrity and courtesy, and operates a Code of Conduct which sets out expectations of appropriate behaviour. Anti bribery training is a core training module that all staff have to complete upon joining the Group, and for all sales staff to retake at regular intervals thereafter.

Acting fairly as between the Group's members

Where employment regulations and practice across the Company's global subsidiaries permit, all relevant staff are included in annual discretionary bonus schemes, to reward our people for their contribution to the success of the Group.

FUTURE DEVELOPMENTS

At this stage, we believe that there will continue to be impact from COVID-19 on our business and results in 2021, as travel restrictions and border closures continue to impact the ability of students to travel to international institutions. We will continue to follow the various national policies and advice in each of the countries in which we operate to ensure the health and safety of our staff whilst continuing to refine our product mix to provide the most relevant solutions for our customers. We anticipate the adaptations we have already made will ensure an uptick in our revenues and profitability in 2021.

APPROVED BY THE BOARD AND SIGNED ON ITS BEHALF:


.....
N Quacquarelli - Director

Date: 22 June 2021

**Directors' Report
for the Year Ended 31 December 2020**

The directors have pleasure in presenting the report and the financial statements of the group for the year ended 31st December 2020.

DIVIDENDS

No dividend was paid during the year ended 31 December 2020.

RESEARCH AND DEVELOPMENT

Expenditure on research is written off in the profit and loss account of the year and development is capitalised and then amortised in the years ahead.

TRADING ACTIVITIES

2020 was a year of rapid transformation as the group adapted its products to respond to the challenges created by the COVID-19 global pandemic. This was most notable in our Events area, as we swiftly implemented a virtual Event format for our 121 events and our Fairs, along with a virtual Conferences format for our Conference business. We also continued to make improvements to the student facing website properties. Information related products have seen growth after a brief drop in Q2 when the global lockdown occurred and institutions diverted their attention to focus internally on managing through the crisis. The Unisolution software product sales continued to grow during 2020, and Enrolment Solutions product revenues grew in the UK following the contract wins in 2019 and the UK government keeping the borders open for international education, whereas in Australia revenues declined due to the lower volume of international enrolments, though Australian government support was made available to help offset these revenue reductions.

We have taken a number of measures to minimise the risk of the COVID-19 virus for our staff (for example social distancing and working from home) and will continue to follow the various national policies and advice in each of the countries in which we operate.

There was a financial impact to the business from the COVID-19 pandemic, as we had to cancel a number of physical events and Conferences in March and April 2020 and migrate subsequent events and Conferences to a virtual format. This resulted in lower revenues but also reduced our Cost of Sales. Tight cost focus and government support enabled a strong overall profit performance.

There has been no notable impact of Brexit on the performance of the group, as the group operates as a global business and continues to win new customers and support existing customers around the world.

EVENTS SINCE THE END OF THE YEAR

Following the financial year end, the COVID-19 global pandemic continues to have a significant impact as measures taken by various governments to contain the virus have affected economic activity. In response we continue to provide market insight and have adapted our products to best meet the needs of our customers at this time and for the foreseeable future.

We will continue to refine our product mix to provide the most relevant solutions for our customers. We anticipate these adaptations will ensure a return to revenue growth and continued profitability improvements in 2021 and beyond.

DIRECTORS

N Quacquarelli, B D Sowter and Y Muto held office during the whole of the period from 1 January 2020 to the date of this report. J Turner was appointed as a director on 29 April 2021.

**Directors' Report
for the Year Ended 31 December 2020**

FINANCIAL INSTRUMENTS

The group has no financial instruments apart from cash, trade debtors and trade creditors, all arising in the normal course of business. There are foreign subsidiaries of the group and such exposure is considered. In 2020 some hedging of foreign currency balances continued as earnings are spread across the US Dollar, the Euro and GBP, whilst costs are primarily in GBP. The main financial risks to which the group is exposed include liquidity risk, cash flow risk and credit risk. These risks are managed by ensuring sufficient liquidity is available to meet foreseeable needs.

FINANCIAL RISK MANAGEMENT AND OBJECTIVE

The group faces the financial risk of meeting its current and non-current obligations which it mitigates efficiently and effectively managing its cash flow and credit control.

CASH FLOW/LIQUIDITY RISK, PRICE RISK AND CREDIT RISK

The group manages above mentioned risks by taking various effective measures as disclosed in Strategic Report.

DIRECTORS LIABILITIES

The group has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain at the date of this report.

FOREIGN EXCHANGE EFFECTS ON RESULTS

Foreign currency movements have had a positive impact on the Group's financial results in 2020 due to the strong US Dollar and Euro, the currencies in which the majority of our revenues are billed.

GOING CONCERN

Taking into consideration the strong cash position of the group, the changes to our product portfolio to adapt to a post-COVID-19 environment, and having reviewed the initial financial scenario planning for 2022 and 2023 that has been carried out, the directors are satisfied that, at the time of approving the financial statements, and despite the uncertainties that COVID-19 has introduced, there is not a material uncertainty that may cast significant doubt upon the entity's ability to continue as a going concern, and so it is appropriate to adopt the going concern basis in preparing the financial statements.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group 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 accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

**Directors' Report
for the Year Ended 31 December 2020**

AUDITORS

The auditors, Johnson Smith & Co Ltd, will be proposed for re-appointment at the forthcoming Annual General Meeting.

APPROVED BY THE BOARD AND SIGNED ON ITS BEHALF:


.....
N Quacquarelli - Director

Date: 22 June 2021

Report of the Independent Auditors to the Members of QS QUACQUARELLISYMONDS LIMITED

Opinion

We have audited the financial statements of QS QUACQUARELLISYMONDS LIMITED (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2020 which comprise the Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 31 December 2020 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Directors' Report, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of QS QUACQUARELLISYMONDS LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page seven, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our audit complies with ISAs (UK) and includes the following audit procedures likely to disclose irregularities or fraud in transactional or reporting material under audit review.

-Identify and assess material misstatements and if found, obtain audit evidence sufficient to determine whether they are due to fraud or error. Our audit takes account that the risk of not detecting fraud is greater than for material misstatement, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

-Understand the internal controls relevant to the audit and take account of that knowledge in designing audit procedures that are effective, including for the detection of any fraud or irregularities.

- Evaluate the appropriateness of accounting policies and estimates, and related disclosures made by the directors.

- Assess whether there is any material uncertainty in relation to events or conditions that may cast significant doubt on the group reporting as a going concern.

- Evaluate the appropriate presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieve fair presentation.

- Evaluated the conduct of operations in relation to laws and other regulations including but not limited to, intellectual property, commercial trading, data protection, money laundering, and employment. Our evaluation took account of whether any non-compliance would have a material effect on the financial statements.

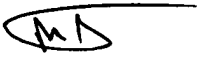
**Report of the Independent Auditors to the Members of
QS QUACQUARELLISYMONDS LIMITED**

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we may identify during our audit.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Maurice Brooks (Senior Statutory Auditor)
for and on behalf of Johnson Smith & Co Ltd
Chartered Accountants and Statutory Auditors
Centurion House, London Road
Staines-Upon-Thames
Surrey TW18 4AX

Date: 22.06.2021

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Consolidated Statement of Comprehensive Income
for the Year Ended 31 December 2020

	Notes	31.12.20 £	31.12.19 as restated £
REVENUE	3	32,275,565	38,910,991
Cost of sales		<u>(2,104,664)</u>	<u>(5,396,174)</u>
GROSS PROFIT		30,170,901	33,514,817
Administrative expenses		<u>(28,164,787)</u>	<u>(31,183,748)</u>
		2,006,114	2,331,069
Other operating income	4	<u>1,514,524</u>	<u>20,411</u>
GROUP OPERATING PROFIT	7	3,520,638	2,351,480
Share of operating loss in Joint ventures		-	(309)
Interest receivable and similar income		<u>4,663</u>	<u>983</u>
		3,525,301	2,352,154
Interest payable and similar expenses	9	<u>(46)</u>	<u>(3,222)</u>
PROFIT BEFORE TAXATION		3,525,255	2,348,932
Tax on profit	10	<u>(361,622)</u>	<u>(16,895)</u>
PROFIT FOR THE FINANCIAL YEAR		3,163,633	2,332,037
OTHER COMPREHENSIVE INCOME			
Foreign currency variance		155,328	(258,570)
Income tax relating to other comprehensive income		<u>-</u>	<u>-</u>
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX		<u>155,328</u>	<u>(258,570)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR			<u><u>2,073,467</u></u>
Prior year adjustment	12	<u>321,270</u>	
TOTAL COMPREHENSIVE INCOME SINCE LAST ANNUAL REPORT		<u><u>3,640,231</u></u>	
Profit attributable to: Owners of the parent		<u><u>3,163,633</u></u>	<u><u>2,332,037</u></u>
Total comprehensive income attributable to: Owners of the parent		<u><u>3,640,231</u></u>	<u><u>2,073,467</u></u>

The notes form part of these financial statements

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Consolidated Balance Sheet
31 December 2020

	Notes	31.12.20 £	31.12.19 as restated £
FIXED ASSETS			
Intangible assets	14	5,403,175	5,805,565
Goodwill:	14		
Goodwill – positive		51,948	77,027
Goodwill – (negative)		<u>(3,869,388)</u>	<u>(4,442,693)</u>
Property, plant and equipment	15	751,105	973,491
Investments	16		
Interest in joint venture		<u>63,153</u>	<u>63,153</u>
		<u>2,399,993</u>	<u>2,476,543</u>
CURRENT ASSETS			
Debtors: amounts falling due within one year	17	12,726,944	18,892,354
Cash at bank and in hand		<u>20,448,608</u>	<u>12,617,336</u>
		33,175,552	31,509,690
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	18	<u>(18,713,444)</u>	<u>(20,458,787)</u>
NET CURRENT ASSETS		<u>14,462,108</u>	<u>11,050,903</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		16,862,101	13,527,446
PROVISIONS FOR LIABILITIES	20	<u>(108,538)</u>	<u>(92,844)</u>
NET ASSETS		<u>16,753,563</u>	<u>13,434,602</u>
CAPITAL AND RESERVES			
Called up share capital	21	100,066	100,066
Share premium		9,513,264	9,513,264
Capital redemption reserve		10,500	10,500
Retained earnings		<u>7,129,733</u>	<u>3,810,772</u>
SHAREHOLDERS' FUNDS		<u>16,753,563</u>	<u>13,434,602</u>

The notes form part of these financial statements

Consolidated Balance Sheet - continued
31 December 2020

The financial statements were approved and authorised for issue by the Board of Directors and authorised for issue on 22 June 2021 and were signed on its behalf by:


.....
N Quacquarelli - Director

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Company Balance Sheet
31 December 2020

		31.12.20	31.12.19
		£	as restated £
FIXED ASSETS			
Intangible assets	14	1,476,700	1,762,592
Property, plant and equipment	15	132,599	184,915
Investments	16	<u>4,359,914</u>	<u>4,359,914</u>
		<u>5,969,213</u>	<u>6,307,421</u>
CURRENT ASSETS			
Debtors: amounts falling due within one year	17	13,915,620	16,454,743
Debtors: amounts falling due after more than one year	17	6,286,663	6,062,744
Cash at bank and in hand		<u>9,050,043</u>	<u>6,384,699</u>
		29,252,326	28,902,186
CREDITORS			
Amounts falling due within one year	18	<u>(16,186,288)</u>	<u>(17,689,054)</u>
NET CURRENT ASSETS		<u>13,066,038</u>	<u>11,213,132</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		19,035,251	17,520,553
PROVISIONS FOR LIABILITIES	20	<u>(13,284)</u>	<u>(20,609)</u>
NET ASSETS		<u>19,021,967</u>	<u>17,499,944</u>
CAPITAL AND RESERVES			
Called up share capital	21	100,066	100,066
Share premium		9,513,264	9,513,264
Capital redemption reserve		10,500	10,500
Retained earnings		<u>9,398,137</u>	<u>7,876,114</u>
SHAREHOLDERS' FUNDS		<u>19,021,967</u>	<u>17,499,944</u>
Company's profit for the financial year		<u>1,522,023</u>	<u>2,462,204</u>

The financial statements were approved by the Board of Directors and authorised for issue on 22 June 2021 and were signed on its behalf by:


.....
N Quacquarelli - Director

The notes form part of these financial statements

Consolidated Statement of Changes in Equity
for the Year Ended 31 December 2020

	Called up share capital £	Retained earnings £	Share premium £	Capital redemption reserve £	Total equity £
Balance at 1 January 2019	100,066	1,737,305	9,513,264	10,500	11,361,135
Changes in equity					
Total comprehensive income	-	1,752,197	-	-	1,752,197
Balance at 31 December 2019	100,066	3,489,502	9,513,264	10,500	13,113,332
Prior year adjustment	-	321,270	-	-	321,270
As restated	100,066	3,810,772	9,513,264	10,500	13,434,602
Changes in equity					
Total comprehensive income	-	3,318,961	-	-	3,318,961
Balance at 31 December 2020	100,066	7,129,733	9,513,264	10,500	16,753,563

**Company Statement of Changes in Equity
for the Year Ended 31 December 2020**

	Called up share capital £	Retained earnings £	Share premium £	Capital redemption reserve £	Total equity £
Balance at 1 January 2019	100,066	5,413,910	9,513,264	10,500	15,037,740
Changes in equity					
Total comprehensive income	-	2,462,204	-	-	2,462,204
Balance at 31 December 2019	<u>100,066</u>	<u>7,876,114</u>	<u>9,513,264</u>	<u>10,500</u>	<u>17,499,944</u>
Changes in equity					
Total comprehensive income	-	1,522,023	-	-	1,522,023
Balance at 31 December 2020	<u>100,066</u>	<u>9,398,137</u>	<u>9,513,264</u>	<u>10,500</u>	<u>19,021,967</u>

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Consolidated Cash Flow Statement
for the Year Ended 31 December 2020

		31.12.20	31.12.19
		£	as restated £
Cash flows from operating activities			
Cash generated from operations	1	10,052,615	3,562,424
Interest paid		(46)	(3,222)
Tax paid		<u>(367,130)</u>	<u>45,273</u>
Net cash from operating activities		<u>9,685,439</u>	<u>3,604,475</u>
Cash flows from investing activities			
Purchase of intangible fixed assets		(1,678,167)	(2,091,544)
Purchase of tangible fixed assets		(180,663)	(318,715)
Purchase of fixed asset investments		-	(54,691)
Sale of tangible fixed assets		-	1,737
Interest received		<u>4,663</u>	<u>983</u>
Net cash from investing activities		<u>(1,854,167)</u>	<u>(2,462,230)</u>
Increase in cash and cash equivalents		7,831,272	1,142,245
Cash and cash equivalents at beginning of year	2	<u>12,617,336</u>	<u>11,475,091</u>
Cash and cash equivalents at end of year	2	<u><u>20,448,608</u></u>	<u><u>12,617,336</u></u>

The notes form part of these financial statements

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Notes to the Consolidated Cash Flow Statement
for the Year Ended 31 December 2020

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	31.12.20	31.12.19 as restated
	£	£
Profit before taxation	3,525,255	2,348,932
Depreciation charges	1,800,385	1,888,323
Loss on disposal of fixed assets	158,372	5,786
Finance costs	46	3,222
Finance income	<u>(4,663)</u>	<u>(983)</u>
	5,479,395	4,245,280
Decrease/(increase) in trade and other debtors	6,546,518	(1,278,240)
(Decrease)/increase in trade and other creditors	<u>(1,973,298)</u>	<u>595,384</u>
Cash generated from operations	<u><u>10,052,615</u></u>	<u><u>3,562,424</u></u>

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 December 2020

	31.12.20	1.1.20
	£	£
Cash and cash equivalents	<u><u>20,448,608</u></u>	<u><u>12,617,336</u></u>

Year ended 31 December 2019

	31.12.19 as restated	1.1.19
	£	£
Cash and cash equivalents	<u><u>12,617,336</u></u>	<u><u>11,475,091</u></u>

3. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.1.20 £	Cash flow £	At 31.12.20 £
Net cash			
Cash at bank and in hand	<u>12,617,336</u>	<u>7,831,272</u>	<u>20,448,608</u>
	<u>12,617,336</u>	<u>7,831,272</u>	<u>20,448,608</u>
Total	<u><u>12,617,336</u></u>	<u><u>7,831,272</u></u>	<u><u>20,448,608</u></u>

The notes form part of these financial statements

**Notes to the Consolidated Financial Statements
for the Year Ended 31 December 2020**

1. COMPANY INFORMATION

QS Quacquarellisymonds Limited is a private limited company incorporated in England. The Registered Office is 1 Tranley Mews, Fleet Road, London, NW3 2DG (CRN: 02563879).

STATEMENT OF COMPLIANCE

The consolidated financial statements have been prepared in compliance with FRS 102 as it applies to the financial statements of the Company for the year ended 31 December 2020. There were no material departures from the standard.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

The financial statements are presented in Sterling (£) which is the functional currency of the company. The amounts in financial statements are rounded up to the nearest pound.

The parent company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirement of Section 33 Related Party Disclosures paragraph 33.7.
- the requirement of Section 11 Financial Instruments Disclosures paragraph 11.41.
- the requirement of Section 7 Statement of Cash Flows.

Basis of consolidation

The Group financial statements include the financial statements of the company and all of its subsidiary undertakings made up to 31 December each year, consolidated using the acquisition accounting method. A subsidiary is an entity controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of the entity so as to derive benefits from its activities. Any subsidiary undertakings, joint ventures or associates sold or acquired during the year are included up to, or from, the dates of change of control. All intra-group transactions, balances, income and expenses are eliminated on consolidation.

All intra-Group transactions, balances, income and expenses are eliminated on consolidation. Adjustments are made to eliminate the profit or loss arising on transactions with associates to the extent of the Group's interest in the entity.

In the parent company financial statements investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Going concern

The financial statements have been prepared assuming the group will continue as a going concern. Under the going concern assumption, a group is ordinarily viewed as continuing in business for the foreseeable future with neither the necessity of liquidity, nor ceasing trading or seeking protection from creditors pursuant to laws or regulations. In assessing whether the going concern assumption is appropriate, management takes into account all available information for the foreseeable future, in particular for the twelve months from the date of approval of the financial statements. Management have a reasonable expectation that the group has adequate resources to continue in its operational exercises for the foreseeable future and has adopted the going concern basis of accounting in preparing the financial statements.

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

2. ACCOUNTING POLICIES - continued

Goodwill and intangibles

The Group establishes a reliable estimate of the useful life of goodwill and intangible assets arising on business combinations. This estimate is based on a variety of factors such as the expected use of the acquired business, the expected usual life of the cash generating units to which the goodwill is attributed, any legal, regulatory or contractual provisions that can limit useful life and assumptions that market participants would consider in respect of similar businesses.

Trademarks and domain names have finite useful lives and are carried at cost less any accumulated amortisation and any accumulated impairment losses. All intangible assets are amortised over their useful economic life.

The method of amortisation reflects the pattern in which the assets are expected to be consumed, if the pattern cannot be determined reliably, the straight line method is used.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Domain name and licences	- Straight line basis over 5 - 10 years
Trade Marks	- Straight line basis over 5 - 10 years
Software Development	- Straight line basis over 3 - 10 years

Useful economic life

The assets' useful economic life is reviewed and adjusted if appropriate, at each balance sheet date. If there are indicators that the residual value or useful life of an intangible asset has changed since the most recent annual reporting period previous estimates shall be reviewed and, if current expectations differ, the residual value, amortisation method or useful life shall be amended. Changes in the expected useful life or the expected pattern of consumption of benefit shall be accounted for as a change in accounting estimate.

Property, plant and equipment

Property, furniture and equipment, and computer equipment are stated at cost less accumulated depreciation and reviewed annually for impairment. At the balance sheet date property, furniture and equipment, and computer equipment are reviewed and items which are scrapped during the year are derecognised.

Depreciation and amortisation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold Improvements	- 25% on straight line
Furniture, Fittings & Equipment	- 25% on straight line
Computer Equipment	- 25% on straight line
Website development	- 25% to 33.3% on straight line

Subsequent additions and major components:

Subsequent costs, including major inspections, are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that economic benefits associated with the item will flow to the company and the cost can be measured reliably. The carrying amount of any replaced component is derecognised. Major components are treated as a separate asset where they have significantly different patterns of consumption of economic benefits and are depreciated separately over its useful life.

Derecognition:

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss and included in other operating (losses)/gains.

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

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

2. **ACCOUNTING POLICIES - continued**

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Research and development

Development expenditure is capitalised in accordance with the accounting policy given below. Initial capitalisation of costs is based on management's judgement that technical and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalised management makes assumptions regarding the expected future cash generation of the assets, discount rates to be applied and the expected period of benefits.

Expenditure on research is written off against profits in the year in which it is incurred.

Hire purchase, operating lease and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company, and hire purchase contracts, are capitalised in the balance sheet and are depreciated over their useful lives. The capital elements of future obligations under the leases and hire purchase contracts are included as liabilities in the balance sheet.

The interest elements of the rental obligations are charged in the profit and loss account over the period of the leases and hire purchase contracts and represent a constant proportion of the balance of capital repayments outstanding.

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

2. ACCOUNTING POLICIES - continued

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

Employee benefits

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

Short term benefits

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

Interest income

Interest income is recognised using the effective interest rate method.

Dividend income

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

Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances and investments in commercial paper, are initially recognised at transaction price.

Financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual agreement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all its liabilities.

Share capital

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

Distributions to equity holders

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

Cash and cash equivalents

Cash and cash equivalents in the Group balance sheet consist of cash at bank and short-term deposits with an original maturity of three months or less.

Joint ventures

A jointly controlled entity is a joint venture that involves the establishment of a corporation, partnership or other entity in which each venturer has an interest. The entity operates in the same way as other entities, except that a contractual arrangement between the venturers establishes joint control over the economic activity of the entity. An investment in Joint Venture is initially recognised at a transaction costs and subsequently adjusted to reflect the group's share of total comprehensive income and equity of the joint controlled entity in the consolidation statements after taking into account any impairment of its investments in jointly controlled entities by the equity method.

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

2. ACCOUNTING POLICIES - continued

Revenue recognition

Revenue is recognised to the extent that the group obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty. The following considerations are also taken into account before revenue is recognised:

Sale of services

For Digital and Events, events revenues are recognised in the month that the event has taken place. Digital advertising and services are recognised evenly over the period that the service is provided. For the Intelligence Unit, Analytics and Evaluation products are recognised as subscription services, whilst Conferences and Publication revenues are recognised in the month of the conference or when a publication is launched. For Unisolution, the software licence is recognised evenly over the licence period. Set up and other one off fees are recognised immediately. For Enrolment Solutions products, management fees are recognised evenly over the duration of the contract, whilst success fees payable on enrolment numbers are accrued across the period of the delivery of the service based on our best estimate of likely enrolment levels. Amounts received in advance are deferred until the period in which the obligation of service has been met. The group recognises revenue when the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Deferred income

Deferred income represents revenue billed for which the income will be recognised in a future period when the services are delivered.

Short-term debtors and creditors

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.

Acquisitions

The company accounts for acquisitions in accordance with FRS 102 which requires the acquiree's identifiable assets, liabilities and contingent liabilities to be recognised at fair value at acquisition date. In assessing fair value at acquisition date, management make their best estimate of the likely outcome where the fair value of an asset or liability may be contingent on a future event. In certain instances, the underlying transaction giving rise to an estimate may not be resolved until some years after the acquisition date.

Foreign currencies

Group

Each entity in the group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. The assets and liabilities of overseas subsidiary undertakings are translated into the presentational currency at the rate of exchange ruling at the balance sheet date. Income and expenses for each statement of comprehensive income are translated at exchange rates at the dates of transaction. All resulting exchange differences are recognised in other comprehensive income.

Company

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Provisions

(i.) A provision is recognised where the company has a legal or constructive obligation as a result of past event and it is possible that an outflow of economic benefit would be required to settle the obligation.

(ii.) Contingencies

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

2. **ACCOUNTING POLICIES - continued**

Contingent liabilities are not recognised. Contingent liabilities arise as a result of past events when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Grants

Grants are accounted for under the accrual model and classified either as a grant relating to revenue (revenue-based grant) or a grant relating to assets (capital-based grants). Grants which relate to revenue are recognised in income in the period the related costs are incurred by the entity for which the grant is intended to compensate. For grants which are received by the entity for compensation for expenses or losses which have already been incurred, the grant is recognised in income when it is received or receivable provided that the terms of the grant do not impose future performance-related conditions. Any grants that are received before the revenue recognition criteria are met are recognised in the entity's financial statements as a liability. Government grants in relation to tangible fixed asset are credited to profit and loss account over the useful lives of the related assets, whereas those in relation to expenditure are credited when the expenditure is charged to profit and loss.

Critical accounting judgements and estimation uncertainty

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

Key accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future in respect of the below listed aspects. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk and could cause material adjustment to the carrying amounts of assets and liabilities are addressed within the year:

- Determination of useful life of non current assets
- Revenue recognition
- Receivables
- Deferred income
- Investment in Joint Ventures

Refinement in accounting policies

In 2020, the Enrolment Solutions business refined its revenue recognition policy to align with the operational data as to when the companies meet their performance obligation for the relevant intakes within the financial year 1st January to 31st December. This resulted in changes in revenue recognition for only two subsidiaries, QS Enrolment Solutions Ltd and QS Enrolment Solutions (Australia) Pty Ltd. A retrospective restatement of the accounts has been applied.

Related party transactions

The company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned.

3. **REVENUE**

The revenue and profit before taxation are attributable to the one principal activity of the group.

An analysis of revenue by class of business is given below:

	31.12.20	31.12.19 as restated
	£	£
Events	7,746,948	15,147,272
Enrolment and intelligence	<u>24,528,617</u>	<u>23,763,719</u>
	<u>32,275,565</u>	<u>38,910,991</u>

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

3. **REVENUE - continued**

An analysis of revenue by geographical market is given below:

	31.12.20	31.12.19 as restated
	£	£
UK - Sales	25,946,066	30,709,276
Overseas - Sales	<u>6,329,499</u>	<u>8,201,715</u>
	<u>32,275,565</u>	<u>38,910,991</u>

4. **OTHER OPERATING INCOME**

	31.12.20	31.12.19 as restated
	£	£
Other operating income	362,378	20,411
Government grants	<u>1,152,146</u>	<u>-</u>
	<u>1,514,524</u>	<u>20,411</u>

Government grants

The other operating income includes grants received as a result of UK and overseas Government financial packages to support employers impacted by the COVID-19 pandemic. For the UK, this relates to the Coronavirus Job Retention Scheme (CJRS).

5. **EMPLOYEES AND DIRECTORS**

	31.12.20	31.12.19 as restated
	£	£
Wages and salaries	16,292,930	16,186,235
Social security costs	1,645,187	1,778,523
Other pension costs	<u>646,293</u>	<u>533,379</u>
	<u>18,584,410</u>	<u>18,498,137</u>

The average number of employees during the year was as follows:

	31.12.20	31.12.19 as restated
Directors	2	2
Management, IT & administrative	128	113
Research, sales & marketing	397	394
Finance and human resources	<u>50</u>	<u>46</u>
	<u>577</u>	<u>555</u>

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020**

5. EMPLOYEES AND DIRECTORS - continued

The average number of employees by undertakings that were consolidated during the year was 577 (2019 - 555).

The average number of employees of QS Quacquarellisymonds Ltd during the year was as follows:

	31.12.20	31.12.19
Directors	2	2
Management, IT & administrative	15	17
Research, sales & marketing	97	100
Finance and human resources	<u>14</u>	<u>17</u>
	<u>128</u>	<u>136</u>

6. DIRECTORS' EMOLUMENTS

	31.12.20	31.12.19 as restated
	£	£
Directors' remuneration	<u>523,880</u>	<u>585,430</u>

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	<u>1</u>	<u>1</u>
------------------------	----------	----------

Information regarding the highest paid director is as follows:

	31.12.20	31.12.19 as restated
	£	£
Emoluments etc	219,085	217,232
Pension contributions	<u>5,850</u>	<u>5,544</u>

7. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	31.12.20	31.12.19 as restated
	£	£
Hire of plant and machinery	653	6,577
Depreciation - owned assets	385,392	421,909
Loss on disposal of fixed assets	158,372	5,786
Goodwill amortisation	(548,226)	(440,131)
Patents and licences amortisation	35,359	38,770
Trade Marks amortisation	286,500	286,500
Software development costs amortisation	1,641,360	1,581,275
Rent	929,073	1,110,931
loss/(Gain) on currency translation	(145,673)	(3,806)
Bad debts recovered	(254,139)	(29,533)
Software development costs	348,915	196,924
Directors' pension contributions	<u>12,016</u>	<u>31,208</u>

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

8. GROUP AUDITORS' REMUNERATION

	31.12.20	31.12.19
	£	£
Fees payable to Group auditors for audit of financial statements	10,500	10,500
Fees payable to Group auditors for audit of the parent company's financial statements	11,500	11,500
Accountancy fees	12,500	12,500
Other services	<u>3,450</u>	<u>3,450</u>
Total remuneration to the Group auditors	<u>37,950</u>	<u>37,950</u>

9. INTEREST PAYABLE AND SIMILAR EXPENSES

	31.12.20	31.12.19
	£	as restated £
Bank interest	46	26
Interest on late payment of corporation tax	<u>-</u>	<u>3,196</u>
	<u>46</u>	<u>3,222</u>

10. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	31.12.20	31.12.19
	£	as restated £
Current tax:		
UK corporation tax	224,357	185,916
Overseas tax	<u>370,728</u>	<u>199,746</u>
Total current tax	595,085	385,662
Deferred tax	<u>(233,463)</u>	<u>(368,767)</u>
Tax on profit	<u>361,622</u>	<u>16,895</u>

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

10. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	31.12.20	31.12.19 as restated
	£	£
Profit before tax	<u>3,525,255</u>	<u>2,348,932</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	669,798	446,297
Effects of:		
Expenses not deductible for tax purpose	308,668	299,296
Capital allowance in excess of depreciation	17,002	20,182
Research and development tax credit	(231,450)	(153,885)
Intangible software development costs	(252,237)	(230,907)
Deferred tax	(233,463)	(368,767)
Adjustment related to previous year's over provision	-	(74,909)
Net foreign tax	<u>83,304</u>	<u>79,588</u>
Total tax charge	<u>361,622</u>	<u>16,895</u>

Tax effects relating to effects of other comprehensive income

	Gross	31.12.20 Tax	Net
	£	£	£
Foreign currency variance	<u>155,328</u>	<u>-</u>	<u>155,328</u>
	Gross	31.12.19 Tax	Net
	£	£	£
Foreign currency variance	<u>(258,570)</u>	<u>-</u>	<u>(258,570)</u>

11. **INDIVIDUAL STATEMENT OF COMPREHENSIVE INCOME**

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

12. PRIOR YEAR ADJUSTMENT

In 2020, the Enrolment Solutions business refined its revenue recognition policy to align with the operational data as to when the companies meet their performance obligation for the relevant intakes within the financial year 1st January to 31st December. This resulted in changes in revenue recognition for only two subsidiaries, QS Enrolment Solutions Ltd and QS Enrolment Solutions (Australia) Pty Ltd. To aid comparability, the Group has recognised the net effect of these changes in the measurement of its revenue which has resulted into a retrospective adjustment to 2019 revenue, accrued income, deferred income and corporation tax amounts. The accounts have been restated to incorporate the impact of above adjustments. The change has resulted in higher profits after tax at 31 December 2019 of £321,270.

The impact of this restatement is shown below:

Impact on Financial Statements	2019 Reported £	Adjustments £	2019 Restated £
Balance Sheet			
Sales	38,502,547	408,444	38,910,991
Prepayments and accrued income	5,387,906	192,053	5,579,959
Accruals and deferred income	17,432,877	(216,391)	17,216,486
UK corporation tax	124,996	60,920	185,916
Corporation tax liability	230,064	60,920	290,954
Deferred tax asset	598,210	(26,254)	571,956
Deferred tax	395,021	(26,254)	368,767

13. PROVISIONS

Provisions are recognised when the Group has a present obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation. Provisions are measured at the directors' best estimate of the expenditure required to settle the obligation at the balance sheet date, and are discounted to present value where the effect is material.

14. INTANGIBLE FIXED ASSETS

Group

	Goodwill £	Patents and licences £	Trade Marks £	Software development costs £	Totals £
COST					
At 1 January 2020	(5,120,728)	571,656	2,865,000	11,070,568	9,386,496
Additions	-	-	-	1,678,167	1,678,167
Eliminated on disposal	-	(120,416)	-	(90,084)	(210,500)
At 31 December 2020	(5,120,728)	451,240	2,865,000	12,658,651	10,854,163
AMORTISATION					
At 1 January 2020	(755,062)	284,810	2,578,500	5,838,349	7,946,597
Amortisation for year	(548,226)	35,359	286,500	1,641,360	1,414,993
Eliminated on disposal	-	(30,105)	-	(63,057)	(93,162)
At 31 December 2020	(1,303,288)	290,064	2,865,000	7,416,652	9,268,428
NET BOOK VALUE					
At 31 December 2020	(3,817,440)	161,176	-	5,241,999	1,585,735
At 31 December 2019	(4,365,666)	286,846	286,500	5,232,219	1,439,899

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

14. INTANGIBLE FIXED ASSETS - continued

Group

The asset's useful economic life is reviewed and adjusted if appropriate, at each balance sheet date. Amortisation of intangible fixed assets is included in administrative expenses.

Cost or valuation	Positive goodwill £	Negative goodwill £	Total goodwill £
At 1 January 2020	250,818	(5,371,546)	(5,120,728)
Additions on acquisition of subsidiary	-	-	-
Adjustments	-	-	-
At 31 December 2020	250,818	(5,371,546)	(5,120,728)
Amortisation			
At 1 January 2020	173,791	(928,850)	(755,062)
Provision for year	<u>25,082</u>	<u>(573,308)</u>	<u>(548,226)</u>
At 31 December 2020	<u>198,873</u>	<u>(1,502,158)</u>	<u>(1,303,288)</u>
Net book value			
At 31 December 2020	<u>51,945</u>	<u>(3,869,388)</u>	<u>(3,817,445)</u>
At 31 December 2019	<u>77,027</u>	<u>(4,442,693)</u>	<u>(4,365,666)</u>

The carrying amounts of goodwill allocated to acquisitions as follows:

	£
Positive goodwill - UK & other global subsidiaries	51,945
Negative goodwill - arising on 2017 acquisition of subsidiary undertakings.	<u>(3,869,388)</u>
	<u>(3,817,445)</u>

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

14. INTANGIBLE FIXED ASSETS - continued

Company	Patents and licences £	Trade Marks £	Software development costs £	Totals £
COST				
At 1 January 2020	206,702	2,865,000	3,265,259	6,336,961
Additions	-	-	875,240	875,240
Eliminated on disposal	<u>(120,416)</u>	<u>-</u>	<u>-</u>	<u>(120,416)</u>
At 31 December 2020	<u>86,286</u>	<u>2,865,000</u>	<u>4,140,499</u>	<u>7,091,785</u>
AMORTISATION				
At 1 January 2020	82,777	2,578,500	1,913,092	4,574,369
Amortisation for year	17,258	286,500	767,063	1,070,821
Eliminated on disposal	<u>(30,105)</u>	<u>-</u>	<u>-</u>	<u>(30,105)</u>
At 31 December 2020	<u>69,930</u>	<u>2,865,000</u>	<u>2,680,155</u>	<u>5,615,085</u>
NET BOOK VALUE				
At 31 December 2020	<u>16,356</u>	<u>-</u>	<u>1,460,344</u>	<u>1,476,700</u>
At 31 December 2019	<u>123,925</u>	<u>286,500</u>	<u>1,352,167</u>	<u>1,762,592</u>

The asset's useful economic life is reviewed and adjusted if appropriate, at each balance sheet date. Amortisation of intangible fixed assets is included in administrative expenses.

15. PROPERTY, PLANT AND EQUIPMENT

Group	Leasehold improvements £	Fixtures and fittings £	Computer equipment £	Totals £
COST				
At 1 January 2020	879,552	408,301	2,423,665	3,711,518
Additions	18,297	13,597	148,769	180,663
Disposals	<u>(128,424)</u>	<u>(121,197)</u>	<u>(263,717)</u>	<u>(513,338)</u>
At 31 December 2020	<u>769,425</u>	<u>300,701</u>	<u>2,308,717</u>	<u>3,378,843</u>
DEPRECIATION				
At 1 January 2020	352,406	277,431	2,108,190	2,738,027
Charge for year	163,731	40,356	181,305	385,392
Eliminated on disposal	<u>(128,424)</u>	<u>(119,054)</u>	<u>(248,203)</u>	<u>(495,681)</u>
At 31 December 2020	<u>387,713</u>	<u>198,733</u>	<u>2,041,292</u>	<u>2,627,738</u>
NET BOOK VALUE				
At 31 December 2020	<u>381,712</u>	<u>101,968</u>	<u>267,425</u>	<u>751,105</u>
At 31 December 2019	<u>527,146</u>	<u>130,870</u>	<u>315,475</u>	<u>973,491</u>

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

15. PROPERTY, PLANT AND EQUIPMENT - continued

Company

	Leasehold improvements £	Fixtures and fittings £	Computer equipment £	Totals £
COST				
At 1 January 2020	195,551	178,797	363,196	737,544
Additions	-	325	52,445	52,770
Disposals	(128,424)	(118,309)	(230,910)	(477,643)
At 31 December 2020	<u>67,127</u>	<u>60,813</u>	<u>184,731</u>	<u>312,671</u>
DEPRECIATION				
At 1 January 2020	153,090	161,223	238,316	552,629
Charge for year	16,782	8,624	56,673	82,079
Eliminated on disposal	(128,424)	(116,166)	(210,046)	(454,636)
At 31 December 2020	<u>41,448</u>	<u>53,681</u>	<u>84,943</u>	<u>180,072</u>
NET BOOK VALUE				
At 31 December 2020	<u>25,679</u>	<u>7,132</u>	<u>99,788</u>	<u>132,599</u>
At 31 December 2019	<u>42,461</u>	<u>17,574</u>	<u>124,880</u>	<u>184,915</u>

16. FIXED ASSET INVESTMENTS

Group

	Interest in joint venture £
COST	
At 1 January 2020 and 31 December 2020	<u>63,153</u>
NET BOOK VALUE	
At 31 December 2020	<u>63,153</u>
At 31 December 2019	<u>63,153</u>

Company

	Shares in group undertakings £	Interest in joint venture £	Totals £
COST			
At 1 January 2020 and 31 December 2020	<u>4,305,123</u>	<u>54,791</u>	<u>4,359,914</u>
NET BOOK VALUE			
At 31 December 2020	<u>4,305,123</u>	<u>54,791</u>	<u>4,359,914</u>
At 31 December 2019	<u>4,305,123</u>	<u>54,791</u>	<u>4,359,914</u>

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

16. **FIXED ASSET INVESTMENTS - continued**

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiaries

QS Unisolution Limited

Registered office: 1 Tranley Mews, Fleet Road, London, NW3 2DG

Nature of business: Supply of software and online solutions.

	%
Class of shares:	holding
Ordinary	100.00

QS Unisolution GmbH

Registered office: Wankelstrasse 14, 70563 Stuttgart, Germany.

Nature of business: Supply of software and online solutions.

	%
Class of shares:	holding
Ordinary	100.00

QS France Sarl

Registered office: 151 Rue Saint Denis, Paris. France. 75002

Nature of business: Provision of services relating to student recruitment and performance insight.

	%
Class of shares:	holding
Ordinary	100.00

QS Asia Quacquarellisymonds Pte Limited

Registered office: 18 Sin Ming Lane, 06-10/11 Midview City, Singapore 573960

Nature of business: Provision of services relating to student recruitment and performance insight.

	%
Class of shares:	holding
Ordinary Shares	100.00

QS Quacquarelli Symonds (USA) Limited

Registered office: 1675 Broadway 20th floor, New York, NY 10019. USA

Nature of business: Provision of services relating to student recruitment and performance insight.

	%
Class of shares:	holding
Ordinary Shares	100.00

QS Eastern Europe SRL

Registered office: Stirbei Voda Street no 114-116, 3 Floor, Sector 1, Bucharest.

Nature of business: Provision of services relating to student recruitment and performance insight.

	%
Class of shares:	holding
Ordinary shares	100.00

QS Quacquarellisymonds India Private Limited

Registered office: 302 Moti Villa, Azad Road, Near Milan Subway, Vile Parle (East), Mumbai, India. 400057

Nature of business: Provision of services relating to student recruitment and performance insight.

	%
Class of shares:	holding
Ordinary	99.99

QS Quacquarellisymonds Ltd has 99.99% effective control and ownership over QS Quacquarelli Symonds India Private Ltd.

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

16. **FIXED ASSET INVESTMENTS - continued**

QS Enrolment Solutions Limited

Registered office: 1 Tranley Mews, Fleet Road, London, NW3 2DG

Nature of business: Provision of enrolment services to HE Institutions.

	%
Class of shares:	holding
Ordinary	100.00

QS Enrolment Solutions (Australia) Pty Ltd

Registered office: Level 3, 595 Collins Street, Melbourne, VIC 3000. Australia.

Nature of business: Provision of enrolment services to HE Institutions.

	%
Class of shares:	holding
Ordinary	100.00

QS Solutions Sdn. Bhd.

Registered office: Level 5, Unit 1, Block D (4), Menara TH Sentral, Plaza Sentral, Jalan Stesen Sentral 5, 50470 Kuala Lumpur, Malaysia.

Nature of business: Provision of services relating to student recruitment and performance insight.

	%
Class of shares:	holding
Ordinary	100.00

Joint ventures

QS-ERA India Private Limited

Registered office: 132, 3rd floor, 17th cross, 11th main road, Malleshwaram West, Bangalore – 560055, Karnataka, India.

Nature of business: Provision of performance insight to HE Institutions.

	%
Class of shares:	holding
Ordinary	50.00

QS Group has a joint venture agreement with the Educational Rating and Assessment Foundation of Bangalore (India) and set up an Indian company based in Bangalore known as QS-ERA India Private Limited. The financial statements activities of the Group's joint venture are jointly controlled by the participating shareholders. The participating shareholders have rights to the net assets of the joint venture which are jointly controlled by the participating shareholders and through their ordinary equity shareholdings. The country of incorporation is also the principal place of its operations.

QSCRIMSON Limited

Registered office: 1 Tranley Mews, Fleet Road, London, United Kingdom, NW3 2DG. UK

Nature of business: specialist higher education and careers

	%
Class of shares:	holding
Ordinary	50.00

The company entered into a joint venture agreement with Crimson Consulting Limited based in New Zealand and set up a company known as QSCRIMSON Limited. The financial activities are jointly controlled by the participating shareholders. The participating shareholders have rights to the net assets of the joint venture which are jointly controlled by the participating shareholders and through their ordinary equity shareholdings. The country of incorporation is also the principal place of operations.

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

17. DEBTORS

	Group		Company	
	31.12.20	31.12.19 as restated	31.12.20	31.12.19 as restated
	£	£	£	£
Amounts falling due within one year:				
Trade debtors	5,549,258	11,706,043	3,741,215	9,398,406
Amounts owed by group undertakings	-	-	8,912,432	5,365,294
Other debtors	273,591	1,034,395	43,234	481,873
Deferred tax asset	854,315	571,956	-	-
Prepayments and accrued income	<u>6,049,780</u>	<u>5,579,960</u>	<u>1,218,739</u>	<u>1,209,170</u>
	<u>12,726,944</u>	<u>18,892,354</u>	<u>13,915,620</u>	<u>16,454,743</u>
Amounts falling due after more than one year:				
Amounts owed by group undertakings	<u>-</u>	<u>-</u>	<u>6,286,663</u>	<u>6,062,744</u>
Aggregate amounts	<u>12,726,944</u>	<u>18,892,354</u>	<u>20,202,283</u>	<u>22,517,487</u>
Deferred tax asset				
	Group	Company		
	31.12.20	31.12.19 as restated	31.12.20	31.12.19 as restated
	£	£	£	£
Deferred tax	<u>854,315</u>	<u>571,956</u>	<u>-</u>	<u>-</u>

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

17. **DEBTORS - continued**

Trade receivables are continuously monitored and allowances applied against trade receivables consist of both specific and collective impairments based on the Company's historical experiences for the relevant aged category as well as taking into account general economic conditions. Historical loss experience allowances are calculated by line of business in order to reflect the specific nature of the customers.

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

An impairment loss of £nil (2019: £nil) was recognized against trade debtors.

The carrying amounts of the group's debtors are held in the following functional currencies:

Currencies	31.12.20	31.12.19as restated
	£	£
Pound	8,927,543	14,320,208
Euros	748,155	1,267,716
US Dollars	1,826	1,881
Aus Dollars	2,666,124	2,929,923
Others	383,296	372,626
	<u>12,726,944</u>	<u>18,892,354</u>

Forward Contracts

The company enters into forward foreign currency contracts to mitigate the exchange rate risk caused by the cost base being primarily in GBP whilst the majority of sales are billed in USD or Euros. At 31 December 2020, the outstanding contracts all mature within 12 months (2019: 9 months) of the year end. The company is committed to sell US\$ 5,000,000 and Euros 1,200,000 (2019: US\$ 5,400,000 and Euros 900,000).

The forward currency contracts are measured at fair value, which are determined using valuation techniques that utilise observable inputs. The key inputs used in valuing the derivatives are the forward exchange rates for GBP:USD and GBP:EUR. The fair value of the forward-foreign currency contracts liabilities is £165,463 (2019: contract asset of £71,322).

18. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group		Company	
	31.12.20	31.12.19 as restated	31.12.20	31.12.19 as restated
	£	£	£	£
Trade creditors	1,135,081	1,068,106	834,123	761,503
Amounts owed to group undertakings	-	-	2,433,969	1,414,812
Tax	518,939	290,984	25,883	199,905
Social security and other taxes	411,044	355,140	258,573	217,753
VAT	264,711	7,818	-	-
Other creditors	1,242,809	1,520,253	371,657	684,913
Accruals and deferred income	15,140,860	17,216,486	12,262,083	14,410,168
	<u>18,713,444</u>	<u>20,458,787</u>	<u>16,186,288</u>	<u>17,689,054</u>

Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020

18. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR - continued

The carrying amounts of trade and other payables approximate their fair value. The fair values of the derivative financial instruments are calculated by discounting the future cash flows to net present values using appropriate market interest and foreign currency rates prevailing at 31 December 2020.

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

19. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

	Non-cancellable operating leases	
	31.12.20	31.12.19 as restated
	£	£
Within one year	356,384	356,384
Between one and five years	<u>336,000</u>	<u>596,484</u>
	<u>692,384</u>	<u>952,868</u>

Company

	Non-cancellable operating leases	
	31.12.20	31.12.19 as restated
	£	£
Within one year	356,384	356,384
Between one and five years	<u>336,000</u>	<u>596,484</u>
	<u>692,384</u>	<u>952,868</u>

20. PROVISIONS FOR LIABILITIES

	Company	
	31.12.20	31.12.19 as restated
	£	£
Deferred tax	<u>13,284</u>	<u>20,609</u>
Other provisions	<u>-</u>	<u>-</u>
Aggregate amounts	<u>13,284</u>	<u>20,609</u>

QS QUACQUARELLISYMONDS LIMITED (Registered number: 02563879)

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020**

20. PROVISIONS FOR LIABILITIES - continued

Group		Deferred tax £
Balance at 1 January 2020		(571,956)
Timing differences in respect of capital allowances		(233,463)
Previous year's losses and other adjustments		(48,896)
		<hr/>
Balance at 31 December 2020		<u>(854,315)</u>
Company		Deferred tax £
Balance at 1 January 2020		20,609
Timing differences in respect of capital allowances		(7,325)
		<hr/>
Balance at 31 December 2020		<u>13,284</u>

21. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:		Nominal	31.12.20	31.12.19
Number:	Class:	value:		as restated
			£	£
100,066	Ordinary	£1	<u>100,066</u>	<u>100,066</u>

22. CONTINGENT LIABILITIES

QS Asia Quacquarellisymonds Pte Ltd ("QSA") is currently subject to a damages claim relating to an alleged fraud at another company in Singapore. QSA management have received legal advice supporting their opinion that the claim is likely to be defended successfully with no consequent liability to QSA or QS Group.

23. OTHER FINANCIAL COMMITMENTS

At the balance sheet date, the group had not entered into any major contractual obligation.

**Notes to the Consolidated Financial Statements - continued
for the Year Ended 31 December 2020**

24. RELATED PARTY DISCLOSURES

The company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with its parent or with members of the same group that are wholly owned.

In the course of normal operations, related party transactions entered into by the company have been contracted on an arms-length basis.

QS Education Trust is a connected party with QS Quacquarellisymonds Ltd due to common control. During the year, QS Quacquarellisymonds Ltd collected delegate fees of £nil (2019: £nil) on behalf of the QS Education Trust and recharged various administrative expenses amounting to £20,917 (2019: £15,304) to QS Education Trust. At the balance sheet date, QS Education Trust owed a sum of £41,067 (2019: £17,076).

Dunn Limited is a connected company. During the year, Dunn Ltd charged £110,700 (2019: £110,700) to the company for provision of premises facilities under a rental agreement. At the year end date the company owed £nil (2019: £nil) to Dunn Ltd.

Mitsui & Co., Ltd is a significant shareholder of QS Quacquarellisymonds Limited. During the year Mitsui & Co., Ltd charged £42,494 (2019: £20,000) to the company for provision of consultancy services. At the year end date the company owed £4,166 (2019: £nil) to Mitsui & Co., Ltd.

QS Quacquarelli Symonds India Private Limited is a 99.99% subsidiary of QS Quacquarellisymonds Limited with a minority interest of 0.01% . During the year, QS Quacquarelli Symonds India Private Limited charged £3,193,176 for provision of various IT management and consultancy services. At the year end date the company owed £542,090 to QS Quacquarelli Symonds India Private Limited.

Key management includes the directors and members of the senior management team. At the year end date the total key management personnel compensation paid or payable was £1,712,528 (2019: £1,303,818).

The above transactions occurred during the course of normal operations. The related party transactions entered into by the company have been contracted on an arms-length basis.

25. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is N Quacquarelli by virtue of his 59.68% interest in the shareholdings of the company.

26. POST BALANCE SHEET EVENTS

Information relating to the events since the end of year is given in the Directors' Report.