

**WPP 2008 Limited**  
(Registered number: 05537577)

**Annual Report and financial statements**

**for the year ended 31 December 2019**

**Registered office address:**

Sea Containers House  
18 Upper Ground  
London,  
SE1 9GL,  
United Kingdom.



**WPP 2008 Limited**  
**(Registered number: 05537577)**

**Annual Report and financial statements**

**for the year ended 31 December 2019**

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**WPP 2008 Limited**  
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## **Strategic report for the year ended 31 December 2019**

The Directors present their Strategic report on WPP 2008 Limited (the 'Company') for the year ended 31 December 2019.

### **Principal activities**

The Company is a member of the WPP plc Group (the 'Group'). The Company's principal activity is to act as an intercompany financing company.

### **Future developments**

The Directors do not envisage any major change to the nature of the business in the foreseeable future.

### **Review of business**

The Company made neither a profit nor a loss for the year ended 31 December 2019 (2018: neither a profit nor a loss).

The Directors are of the opinion that the current level of activity and performance is sustainable due to continued support from WPP. Further details are provided in the 'Going concern and liquidity risk' section.

### **Dividends**

In the current or prior year no dividend was proposed to the holders of any shareholding of the Company.

### **COVID-19**

The coronavirus pandemic is adversely affecting and is expected to continue to adversely affect the Group's business, revenues, results of operations, financial condition and prospects.

Due to the non-trading activities of the Company, the Directors do not expect a significant impact on the results of operations or financial condition of the Company in the short term.

### **Going concern and liquidity risk**

The Directors believe that preparing the financial statements on the going concern basis is appropriate.

The Directors have assessed the potential impact that the global outbreak of Covid-19 has had on the liquidity, performance and financial position of the Company for at least the next 12 months from the date at which the financial statements have been signed.

As the Company is not trading with a limited number of transactions, there is no expected impact to the financial position of the Company as a result of Covid-19.

The Company is a subsidiary of WPP plc and is therefore subject to the overall WPP plc financing arrangements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

After making enquiries, the Directors believe that there are reasonable expectations that the Company has adequate resources to continue in operational existence with low liquidity risk for at least the next 12 months from the date of signing the financial statements.

### **Financial risk management and principal risks and uncertainties**

The Directors of the Company have considered the principal risks and uncertainties affecting the Company as at 31 December 2019 and up to date of this report. As the Company is non-trading and with a limited number of transactions, the Directors believe that the Company has no principal risks and uncertainties other than going concern and liquidity. Going concern and liquidity risk are discussed above.

WPP 2008 Limited  
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**Strategic report for the year ended 31 December 2019**

**Key performance indicators (KPIs)**

	2019	2018	Change
	£'000	£'000	%
<b>Net liabilities</b>	(171,994)	(171,994)	0%

The Company is a wholly owned subsidiary of WPP plc. For this reason, the Company's Directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of WPP plc, which includes this Company, is discussed in the Group's annual report, which does not form part of this report. The financial statements of WPP plc are available at [www.wppinvestor.com](http://www.wppinvestor.com).

**Directors' duty to promote the success of the Company**

The Directors' of the Company, as those of all UK companies, must act in accordance with section 172 of the UK Companies Act 2006. The Directors are of the opinion that they have acted fairly and in good faith to promote the success of the Company for the benefits of its members.

The Directors' have carried out these duties and have made decisions and undertaken short and long term strategies to maintain its financial performance and position. The Directors' continue to recognise the importance of maintaining its high standards of business conduct and reputation.

The Directors are of the opinion that the remaining details of how they meet their duty is in line with those reflected by the Directors of WPP plc in their Annual report. Refer to pages 104-105 of the Annual report of WPP plc available at [wpp.com](http://wpp.com) for more information on how the Group directors meet their duty.

**Post balance sheet events**

In the period since 31 December 2019, the emergence and spread of Covid-19 has impacted the Group and its clients. The coronavirus pandemic is adversely affecting and is expected to continue to adversely affect our business, revenues, results of operations, financial condition and prospects.

The Company is continuing to monitor and review its liquidity and working capital. We are constantly reviewing cash outflows and receipts to monitor our position.

It is clear that the impact of Covid-19 on the business will be significant, but it is not possible at this stage to quantify the depth or duration of the impact.

Approved by the Board and signed on its behalf by,



D Conaghan  
Director

21 September 2020

**WPP 2008 Limited**  
**(Registered number: 05537577)**

## **Directors' report for the year ended 31 December 2019**

The Directors present their annual report and unaudited financial statements for the Company for the year ended 31 December 2019.

### **Directors and their interests**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements unless otherwise stated, were as follows:

D Conaghan	(Appointed on 21 December 2019)
A Payne	(Appointed on 21 December 2019)
S Winters	(Resigned on 6 December 2019)
C Van Der Welle	

No Director had, during the year or at the end of the year, any material interest in any contract of significance to the Company's business.

### **Directors' indemnity**

Each of the Directors benefits from a third party qualifying indemnity given by the Company in respect of liabilities incurred by the Director in the execution and discharge of their duties. The provision remains in force throughout the financial year and up until the date of the report.

### **Statement of Directors' responsibilities**

The Directors are responsible for preparing the Annual Report including 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), 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK accounting standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

**WPP 2008 Limited**  
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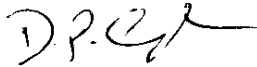
**Directors' report for the year ended 31 December 2019**

**Items in the Strategic report:**

The following items have been included in the Strategic report on pages 1 and 2:

- principal activities and future developments;
- review of business;
- dividends paid or declared;
- post balance sheet events;
- going concern statement; and
- principal risks and uncertainties.

Approved by the Board and signed on its behalf by,



D Conaghan  
Director

21/9/20

WPP 2008 Limited  
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**Balance sheet**  
**As at 31 December 2019**

	Notes	2019 £'000	2,018 £'000
<b>Current liabilities</b>			
Trade and other payables	6	(171,994)	(171,994)
Total current liabilities		(171,994)	(171,994)
<b>Net current liabilities</b>		(171,994)	(171,994)
<b>Total assets less current liabilities</b>		(171,994)	(171,994)
<b>Total liabilities</b>		(171,994)	(171,994)
<b>Net liabilities</b>		(171,994)	(171,994)
<b>Equity</b>			
Share capital	7	125,529	125,529
Share premium		1,213,921	1,213,921
Other reserves		31,060	31,060
Accumulated losses		(1,542,506)	(1,542,506)
<b>Shareholder's deficit</b>		(171,994)	(171,994)

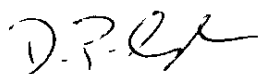
During the financial year and preceding financial year, the Company undertook no accounting transactions. Consequently, the Company made neither a profit, a loss nor any other recognised gains or losses during the year or prior year. The Company has therefore not prepared an income statement or separate statement of other comprehensive income.

For the year ended 31 December 2019, 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 of the Companies Act 2006;
- the directors' acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and preparation of financial statements.

The financial statements on pages 4 to 8 were approved by the Board of Directors on 21/9/20 and signed on its behalf by:



D Conaghan  
Director

WPP 2008 Limited  
(Registered number: 05537577)

**Statement of changes in equity  
for the year ended 31 December 2019**

	Share capital	Share premium	Other reserves	Accumulated losses	Total
	£'000	£'000	£'000	£'000	£'000
As at 1 January 2018, 31 December 2018 and 31 December 2019	125,529	1,213,921	31,060	(1,542,506)	(171,994)



**WPP 2008 Limited**  
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## **Notes to the financial statements for the year ended 31 December 2019**

### **1 Presentation of the financial statements**

#### **General information**

The Company is a private Company, limited by shares and is incorporated in the United Kingdom under the Companies Act 2006. The Company is registered in England and Wales. The address of the registered office is Sea Containers House 18 Upper Ground London, SE1 9GL, United Kingdom.

The Company's principal and business activities, future development and a review of its performance and position are set out in the Strategic report on Pages 1 and 2.

### **2 Summary of significant accounting policies**

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

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

The financial statements have been prepared in accordance with Financial Reporting Standard 100 Application of Financial Reporting Requirements ("FRS 100") and Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

These financial statements have been prepared on the going concern basis under the historical cost convention and in accordance with the Companies Act 2006. Please see the "Going concern and liquidity risk" section in the strategic report for the going concern assessment of the Company.

#### **Disclosure exemptions adopted**

In preparing these financial statements the Company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore these financial statements do not include:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payments' (details of the number and weighted-average exercise prices of share options, and how the fair value of goods or services received was determined);
  - IFRS 7, 'Financial instruments: disclosures';
  - Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities);
  - Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
    - (i) paragraph 79(a) (iv) of IAS 1;
    - (ii) paragraph 73(e) of IAS 16 Property, plant and equipment;
    - (iii) paragraph 118(e) of IAS 38 Intangible assets (reconciliations between the carrying amount at the beginning and end of the period);
    - (iv) paragraph 62(a) and (b) of IAS 40 Investment property;
  - The following paragraphs of IAS 1, 'Presentation of financial statements':
    - 10(d) (statement of cash flows)
    - 10(f) (a balance sheet as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or make a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements);
    - 16 (statement of compliance with all IFRS);
    - 38A (requirements for minimum of two primary statements, including cash flow statements);
    - 38B-D (additional comparative information);
    - 40A-D (requirements for a third balance sheet);
    - 111 (cash flow statement information), and
    - 134 - 136 (capital management disclosures).
  - IAS 7, 'Statement of cash flows'
  - Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
  - Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation); and
  - The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more wholly owned members of a group.
  - Paragraph 134 and 135 of IAS 36 'Impairment of assets'
- Second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from contracts with customers.

These financial statements are separate financial statements. The company is exempt from the preparation and delivery of consolidated financial statements because it is included in the Group accounts of WPP plc. These are available at [www.wppinvestor.com](http://www.wppinvestor.com).

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The Directors believe that there are no significant accounting judgements or critical estimates that apply to the Company.

#### **Amendments to International Financial Reporting Standards (IFRSs) and the new interpretations that are mandatorily effective for the current year**

In the current year, the Company has applied a number of amendments to IFRSs or IFRIC interpretations issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2019. No new accounting standards have had a material impact on the Company for the year ended 31 December 2019. The other amendments to accounting standards or IFRIC interpretations have not had any material impact on the disclosures or on the amounts reported in these financial statements.

**WPP 2008 Limited**  
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**Notes to the financial statements for the year ended 31 December 2019**

**2 Summary of significant accounting policies (continued)**

**2.02 Ultimate and immediate parent company**

The Company is a wholly owned subsidiary of the ultimate parent Company WPP plc, a Company incorporated in Jersey, is the Company's ultimate parent undertaking and controlling party. The largest group of undertakings for which group financial statements are prepared and which include the results of the Company are the consolidated financial statements of WPP plc. The registered address of WPP plc is Queensway House, Hilgrove Street, St Helier, Jersey, JE1 1ES. Copies of the consolidated financial statements can be obtained from [www.wppinvestor.com](http://www.wppinvestor.com). The smallest group of undertakings for which group financial statements are prepared and which include the results of the Company are the consolidated financial statements of WPP Jubilee Limited, registered in the England and Wales. The registered address of WPP Jubilee Limited is Sea Containers House, 18 Upper Ground, London, SE1 9GL, United Kingdom. The immediate parent undertaking is WPP Jubilee Limited. These financial statements are separate financial statements.

**2.03 Foreign currency translation**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the 'functional currency'). The functional and presentation currency of the Company is Pounds Sterling (£).

**2.04 Trade and other payables**

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Trade and other payables are initially recognised at fair value and then held at amortised cost using the effective interest method. Long-term payables are discounted where the effect is material.

**2.05 Share capital**

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

**4 Employees**

The Company has no employees (2018: nil).

**5 Directors' remuneration**

During the year, the Directors of the Company were remunerated as executives of the Group. They received no remuneration in respect of their services to the Company (2018: £nil).

WPP 2008 Limited  
(Registered number: 05537577)

Notes to the financial statements for the year ended 31 December 2019

6 Trade and other payables

	2019	2018
	£'000	£'000
<b>Amounts falling due within one year</b>		
Amounts owed to Group undertakings	171,994	171,994
	<b>171,994</b>	<b>171,994</b>

The amounts owed to Group undertakings were unsecured, interest free, had no fixed date of repayment and were repayable on demand.

7 Share capital

	2019	2018	2019	2018
	Number of shares	Number of shares	£	£
<b>Issued and fully paid</b>				
Deferred non-voting shares of 10p (2018: 10p)	20	20	2	2
Ordinary shares of 10p each (2018: 10p each)	1,255,293,440	1,255,293,440	125,529,344	125,529,344
Special voting shares of 100p (2018: 100p)	1	1	1	1
	<b>1,255,293,461</b>	<b>1,255,293,461</b>	<b>125,529,347</b>	<b>125,529,347</b>

8 Post balance sheet events

In the period since 31 December 2019, the emergence and spread of Covid-19 has impacted the Group and its clients. The coronavirus pandemic is adversely affecting and is expected to continue to adversely affect our business, revenues, results of operations, financial condition and prospects.

The Company is continuing to monitor and review its liquidity and working capital. We are constantly reviewing cash outflows and receipts to monitor our position.

It is clear that the impact of Covid-19 on the business will be significant, but it is not possible at this stage to quantify the depth or duration of the impact.

9 Related party transactions

As a wholly owned subsidiary of the ultimate parent Company, WPP plc, advantage has been taken of the exemption afforded by FRS 101 'Reduced Disclosure Framework' not to disclose any related party transactions with other wholly owned members of the Group, or information around remuneration of key management personnel compensation.