
Intelligence Group ApS

Kristen Bernikows Gade 1, 3.,
DK-1105 Copenhagen K

Annual Report for 1 January - 31 December 2016

CVR No 27 68 90 35

The Annual Report was
presented and adopted at
the Annual General
Meeting of the Company on
12/6 2017

Lars Petersen
Chairman

Contents

| | <u>Page</u> |
|--|-------------|
| Management's Statement and Auditor's Report | |
| Management's Statement | 1 |
| Independent Auditor's Report | 2 |
| Company Information | |
| Company Information | 5 |
| Management's Review | 6 |
| Financial Statements | |
| Income Statement 1 January - 31 December | 7 |
| Balance Sheet 31 December | 8 |
| Statement of Changes in Equity | 10 |
| Notes to the Financial Statements | 11 |

Management's Statement

The Executive Board and Board of Directors have today considered and adopted the Annual Report of Intelligence Group ApS for the financial year 1 January - 31 December 2016.

The Annual Report is prepared in accordance with the Danish Financial Statements Act.

In our opinion the Financial Statements give a true and fair view of the financial position at 31 December 2016 of the Company and of the results of the Company operations for 2016.

In our opinion, Management's Review includes a true and fair account of the matters addressed in the Review.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Copenhagen, 31 May 2017

Executive Board

Jesper Uno Dam Nielsen
CEO

Board of Directors

Mikkel Hagedorn
Chairman

Jesper Uno Dam Nielsen

Paw Daniel Munoz Saxgren

Jens Storkfelt

Jonas von Barnekow Benzon
Hemmingsen

Jakob Korsby Kofoed

Independent Auditor's Report

To the Shareholders of Intelligence Group ApS

Opinion

We have audited the Financial Statements of Intelligence Group ApS for the financial year 1 January - 31 December 2016, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies. The Financial Statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2016 and of the results of the Company's operations for the financial year 1 January - 31 December 2016 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the additional requirements applicable in Denmark, 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.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is 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, Management is responsible for assessing the 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 in preparing the Financial Statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Independent Auditor's Report

Auditor's 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 an auditor's report 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 and the additional requirements applicable in Denmark 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.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Financial Statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.

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 identify during our audit.

Independent Auditor's Report

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financials Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Copenhagen, 31 May 2017

Deloitte

Statsautoriseret Revisionspartnerselskab

CVR No 33 96 35 56

Kim Takata Mücke
State Authorised Public Accountant

Morten Jarlbo
State Authorised Public Accountant

Company Information

The Company

Intelligence Group ApS
Kristen Bernikows Gade 1, 3.
DK-1105 Copenhagen K

CVR No: 27 68 90 35
Financial period: 1 January - 31 December
Municipality of reg. office: Copenhagen

Board of Directors

Mikkel Hagedorn, Chairman
Jesper Uno Dam Nielsen
Paw Daniel Munoz Saxgren
Jens Storkfelt
Jonas von Barnekow Benzon Hemmingsen
Jakob Korsby Kofoed

Executive Board

Jesper Uno Dam Nielsen

Auditors

Deloitte
Statsautoriseret Revisionspartnerselskab
Weidekampsgade 6
DK-0900 København C

Management's Review

Key activities

The Entity's activity is directly or indirectly to carry on sales and marketing activities in a wider sense, activities within trade and services and any other activities deemed related thereto by the Management.

Development in the year

The income statement of the Company for 2016 shows a profit of TDKK 2,336, and at 31 December 2016 the balance sheet of the Company shows equity of TDKK 2,947.

Subsequent events

No events materially affecting the assessment of the Annual Report have occurred after the balance sheet date.

Income Statement 1 January - 31 December

| | Note | 2016 TDKK | 2015 TDKK |
|--|------|---------------|---------------|
| Gross profit/loss | | 15.241 | 14.312 |
| Staff expenses | 1 | (12.117) | (10.750) |
| Depreciation, amortisation and impairment of intangible assets and property, plant and equipment | 2 | (34) | (68) |
| Profit/loss before financial income and expenses | | 3.090 | 3.494 |
| Financial income | 3 | 2 | 14 |
| Financial expenses | 4 | (27) | (15) |
| Profit/loss before tax | | 3.065 | 3.493 |
| Tax on profit/loss for the year | 5 | (729) | (824) |
| Net profit/loss for the year | | 2.336 | 2.669 |

Distribution of profit

Proposed distribution of profit

| | | |
|--------------------------------|--------------|--------------|
| Proposed dividend for the year | 2.336 | 2.669 |
| | 2.336 | 2.669 |

Balance Sheet 31 December

Assets

| | Note | 2016 TDKK | 2015 TDKK |
|--------------------------------------|------|---------------|--------------|
| Acquired licenses | | 0 | 33 |
| Intangible assets | 6 | 0 | 33 |
| Leasehold improvements | | 0 | 1 |
| Property, plant and equipment | 7 | 0 | 1 |
| Fixed assets | | 0 | 34 |
| Trade receivables | | 2.454 | 3.160 |
| Contract work in progress | | 4 | 53 |
| Receivables from group enterprises | | 7.797 | 4.567 |
| Other receivables | | 3 | 0 |
| Deferred tax asset | | 332 | 5 |
| Prepayments | | 1 | 9 |
| Receivables | | 10.591 | 7.794 |
| Currents assets | | 10.591 | 7.794 |
| Assets | | 10.591 | 7.828 |

Balance Sheet 31 December

Liabilities and equity

| | Note | 2016 TDKK | 2015 TDKK |
|--|----------|---------------|--------------|
| Share capital | | 156 | 156 |
| Retained earnings | | 455 | 455 |
| Proposed dividend for the year | | 2.336 | 2.669 |
| Equity | 8 | 2.947 | 3.280 |
| Prepayments received from customers | | 1.656 | 1.158 |
| Trade payables | | 19 | 43 |
| Payables to group enterprises | | 1.563 | 67 |
| Corporation tax | | 368 | 233 |
| Other payables | | 4.038 | 3.047 |
| Short-term debt | | 7.644 | 4.548 |
| Debt | | 7.644 | 4.548 |
| Liabilities and equity | | 10.591 | 7.828 |
| Contingent assets, liabilities and other financial obligations | 9 | | |
| Related parties | 10 | | |
| Accounting Policies | 11 | | |

Statement of Changes in Equity

| | Share capital | Retained | Proposed | Total |
|--------------------------------------|---------------|------------|------------------|--------------|
| | TDKK | earnings | dividend for the | TDKK |
| | TDKK | TDKK | year | TDKK |
| | TDKK | TDKK | TDKK | TDKK |
| Equity at 1 January | 156 | 455 | 2.669 | 3.280 |
| Ordinary dividend on treasury shares | 0 | 0 | (2.669) | (2.669) |
| Net profit/loss for the year | 0 | 0 | 2.336 | 2.336 |
| Equity at 31 December | 156 | 455 | 2.336 | 2.947 |

Notes to the Financial Statements

| | 2016 | 2015 |
|---|---------------|---------------|
| | TDKK | TDKK |
| 1 Staff expenses | | |
| Wages and salaries | 10.510 | 10.028 |
| Pensions | 565 | 569 |
| Other social security expenses | 92 | 119 |
| Other staff expenses | 950 | 34 |
| | <u>12.117</u> | <u>10.750</u> |
| Average number of employees | <u>16</u> | <u>16</u> |
| 2 Depreciation, amortisation and impairment of intangible assets and property, plant and equipment | | |
| Amortisation of intangible assets | 33 | 45 |
| Depreciation of property, plant and equipment | 1 | 23 |
| | <u>34</u> | <u>68</u> |
| 3 Financial income | | |
| Interest received from group enterprises | 0 | 12 |
| Exchange adjustments | 2 | 2 |
| | <u>2</u> | <u>14</u> |
| 4 Financial expenses | | |
| Other financial expenses | 23 | 10 |
| Exchange adjustments, expenses | 4 | 5 |
| | <u>27</u> | <u>15</u> |
| 5 Tax on profit/loss for the year | | |
| Current tax for the year | 1.049 | 822 |
| Deferred tax for the year | (327) | 0 |
| Adjustment of tax concerning previous years | 7 | 2 |
| | <u>729</u> | <u>824</u> |

Notes to the Financial Statements

6 Intangible assets

| | Acquired licenses <u>TDKK</u> |
|---|-------------------------------------|
| Cost at 1 January | <u>224</u> |
| Cost at 31 December | <u>224</u> |
| Impairment losses and amortisation at 1 January | 191 |
| Amortisation for the year | <u>33</u> |
| Impairment losses and amortisation at 31 December | <u>224</u> |
| Carrying amount at 31 December | <u>0</u> |

7 Property, plant and equipment

| | Leasehold improvements <u>TDKK</u> |
|---|--|
| Cost at 1 January | <u>220</u> |
| Cost at 31 December | <u>220</u> |
| Impairment losses and depreciation at 1 January | 219 |
| Depreciation for the year | <u>1</u> |
| Impairment losses and depreciation at 31 December | <u>220</u> |
| Carrying amount at 31 December | <u>0</u> |

8 Equity

The share capital consists of 156 shares of a nominal value of DKK 1,000. No shares carry any special rights.

There have been no changes in the share capital during the last 5 years.

Notes to the Financial Statements

9 Contingent assets, liabilities and other financial obligations

Contingent liabilities

The Company participates in a Danish joint taxation arrangement in which WPP Holding Denmark A/S serves as the administration company. According to the joint taxation provisions of the Danish Corporation Tax Act, the Company is, therefore, liable from the financial year 2013 for income taxes etc for the jointly taxed companies and from 1 July 2012 also for obligations, if any, relating to the withholding of tax on interest, royalties and dividend for the jointly taxed companies.

10 Related parties

Name and registered office of the Parent preparing consolidated financial statements for the largest group:

| <u>Name</u> | <u>Place of registered office</u> |
|-------------|---|
| WPP Plc. | 27 Farm Street, W17 5RJ, London, England. |

The Group Annual Report of may be obtained at the following address: www.wppinvestor.com

Notes to the Financial Statements

11 Accounting Policies

The Annual Report of Intelligence Group ApS for 2016 has been prepared in accordance with the provisions of the Danish Financial Statements Act applying to enterprises of reporting class B as well as selected rules applying to reporting class C.

The accounting policies applied remain unchanged from last year.

The Financial Statements for 2016 are presented in TDKK.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable that future economic benefits attributable to the asset will flow to the Company, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Company, and the value of the liability can be measured reliably.

Assets and liabilities are initially measured at cost. Subsequently, assets and liabilities are measured as described for each item below.

Recognition and measurement take into account predictable losses and risks occurring before the presentation of the Annual Report which confirm or invalidate affairs and conditions existing at the balance sheet date.

Leases

All leases are considered operating leases. Payments made under operating leases are recognised in the income statement on a straight-line basis over the lease term.

Translation policies

Transactions in foreign currencies are translated at the exchange rates at the dates of transaction. Exchange differences arising due to differences between the transaction date rates and the rates at the dates of payment are recognised in financial income and expenses in the income statement. Where foreign exchange transactions are considered hedging of future cash flows, the value adjustments are recognised directly in equity.

Receivables, payables and other monetary items in foreign currencies that have not been settled at the balance sheet date are translated at the exchange rates at the balance sheet date. Any differences between the exchange rates at the balance sheet date and the rates at the time when the receivable or the debt arose are recognised in financial income and expenses in the income statement.

Fixed assets acquired in foreign currencies are measured at the transaction date rates.

Notes to the Financial Statements

11 Accounting Policies (continued)

Income Statement

Gross profit/loss

With reference to section 32 of the Danish Financial Statements Act, revenue has not been disclosed in the Annual Report.

Revenue

Consultancy is included in revenue based on the stage of completion so that revenue corresponds to the sales value of the work performed in the financial year (the percentage-of-completion method).

Revenue is measured at the consideration received and is recognised exclusive of VAT and net of discounts relating to sales.

Cost of sales

Cost of sales comprises consumed direct expenses to achieve the revenue for the year.

Other external expenses

Other external expenses comprise indirect production costs and expenses for premises, sales and distribution as well as office expenses, etc.

Staff expenses

Staff expenses comprise wages and salaries as well as payroll expenses including social security contributions, pension contributions etc.

Amortisation, depreciation and impairment losses

Amortisation, depreciation and impairment losses relating to intangible assets, property, plant and equipment comprise amortisation, depreciation and impairment losses for the financial year, calculated on the basis of the residual values and useful lives of the individual assets and impairment testing as well as gains and losses from the sale of property, plant and equipment.

Notes to the Financial Statements

11 Accounting Policies (continued)

Financial income and expenses

Other financial income comprises interest income, including interest income on receivables from group enterprises, net foreign exchange gains, as well as tax relief under the Danish Tax Prepayment Scheme etc.

Other financial expenses comprise interest expenses, including interest expenses on payables to group enterprises, net foreign exchange losses, as well as tax surcharge under the Danish Tax Prepayment Scheme etc.

Tax on profit/loss for the year

Tax for the year consists of current tax for the year and changes in deferred tax for the year. The tax attributable to the profit for the year is recognised in the income statement, whereas the tax attributable to equity transactions is recognised directly in equity.

The Company is jointly taxed with the other WPP companies in Denmark. The tax effect of the joint taxation is allocated to enterprises in proportion to their taxable incomes.

Balance Sheet

Intangible assets

Intellectual property rights acquired are measured at cost less accumulated amortisation. Intellectual property rights acquired is amortised on a straight-line basis over its useful life, which is 3-5 years.

Intellectual property rights etc are written down to the lower of recoverable amount and carrying amount.

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and less any accumulated impairment losses.

Cost comprises the cost of acquisition and expenses directly related to the acquisition up until the time when the asset is ready for use.

Depreciation based on cost reduced by any residual value is calculated on a straight-line basis over the expected useful lives of the assets, which are:

| | |
|------------------------|-----------|
| Leasehold improvements | 3-5 years |
|------------------------|-----------|

Depreciation period and residual value are reassessed annually.

Notes to the Financial Statements

11 Accounting Policies (continued)

Impairment of fixed assets

The carrying amounts of intangible assets and property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment other than that expressed by amortisation and depreciation.

If so, the asset is written down to its lower recoverable amount.

Cash pool

The company is part of a cash pool scheme with other Danish WPP companies. Consequently, a considerable portion of the Company's bank deposits and debt is included in receivables from and payables to group enterprises, respectively.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less provisions for bad debts.

Contract work in progress

Contract work in progress regarding service is measured at selling price of the work performed calculated on the basis of the stage of completion. The stage of completion is measured by the proportion that the contract expenses incurred to date bear to the estimated total contract expenses. Where it is probable that total contract expenses will exceed total revenues from a contract, the expected loss is recognised as an expense in the income statement.

Where the selling price cannot be measured reliably, the selling price is measured at the lower of expenses incurred and net realisable value.

Payments received on account are set off against the selling price. The individual contracts are classified as receivables when the net selling price is positive and as liabilities when the net selling price is negative.

Expenses relating to sales work and the winning of contracts are recognised in the income statement as incurred.

Prepayments

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

Dividend

Dividend distribution proposed by Management for the year is disclosed as a separate equity item.

Notes to the Financial Statements

11 Accounting Policies (continued)

Deferred tax assets and liabilities

Deferred income tax is measured using the balance sheet liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes on the basis of the intended use of the asset and settlement of the liability, respectively.

Deferred tax assets are measured at the value at which the asset is expected to be realised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities within the same legal tax entity.

Deferred tax is measured on the basis of the tax rules and tax rates that will be effective under the legislation at the balance sheet date when the deferred tax is expected to crystallise as current tax. Any changes in deferred tax due to changes to tax rates are recognised in the income statement or in equity if the deferred tax relates to items recognised in equity.

Current tax receivables and liabilities

Current tax liabilities and receivables are recognised in the balance sheet as the expected taxable income for the year adjusted for tax on taxable incomes for prior years and tax paid on account. Extra payments and repayment under the on-account taxation scheme are recognised in the income statement in financial income and expenses.

Financial debts

Debts are measured at amortised cost, substantially corresponding to nominal value.

Prepayments received from customers

Prepayments received from customers comprise amounts received from customers prior to delivery of the goods or service agreed.