Kantar Global Holdings S.à.r.l.
31 December 2020
Walker Guidelines - Additional Disclosures

Strategy

Kantar's strategic objective is to generate significant sustainable growth through a combination of services, products and technologies with existing clients, acquiring new clients, through acquisitions and through a focus on investing in automation and operating improvements to drive competitiveness.

We aim to deliver this through the following business principles:

Winning with our clients – We are more ambitious for our business. We are creating the right environment to deliver on that ambition both in the short-term and the long-term.

Simplifying the business – We are making things easier for our clients and our people by simplifying our ways of working and how we are structured. The more efficient we are, the more effective we will be.

Investing for our future – We are investing in our people, capabilities, and technology to create a step-change in how we deliver for our clients and ensure Kantar is a great place to work.

Business Model

Kantar is the world's leading data, insights, and consulting company. We help clients understand people and inspire growth.

Kantar is a data and evidence-based business providing insights and actionable recommendations to clients, worldwide. We have a complete, unique, and rounded understanding of people around the world: how they think, feel and act, globally and locally in over 90 markets. We don't just help clients understand what's happened, we tell them why and how they can shape the future.

We understand what makes people tick. We're proud to be helping change the world in which we all live. Our clients are diverse. We inspire, inform and work with them to create strategies whatever their objectives – improving brand awareness, attracting more consumers, increasing brand penetration, financial success, or growing peoples' confidence in public services.

We collect our data digitally and share our insights in real time – at scale and at speed. We have self-service solutions which return results the same day as well as deep diagnostic ones which take longer. We use artificial intelligence and machine learning to make existing offerings faster and cheaper as well as to offer new services which couldn't have been dreamt of a few years ago.

Offerings mainly include:
- TV ratings measurements ("Media")
- Consumer panels ("Worldpanel")
- Media and creative effectiveness measurement
- Custom research around brand performance, tracking and ad/product effectiveness
- Panel Provision Business (Profiles): high-end privacy-compliant online panel, selling internally and to external enterprises
- Specialist research focused on Public Sector. Health division sale completed in April 2021.

Future Developments

Kantar will continue to expand by developing present client relationships with further geographical growth and breadth of service offering, as well as by working with new clients. As part of the sustainable growth strategy Kantar is planning to focus on panel and syndicated data and invest in data analytics and platform based products. Numerator has been acquired to accelerate growth in this area. Numerator blends proprietary data, including a digital panel of over one million U.S. consumers, with advanced technology to create unique insights that help companies understand their customers in real time and identify growth opportunities. In addition, to enable the Kantar Group to increase focus on its identified growth priorities we disposed of the global health division to Cerner in an all-cash transaction for $375 million.

Key Performance Indicators (KPIs)

The Group measures its performance through the following KPIs.

	Year ended 31 December 2020	Period from 13 September to 31 December 2019
Revenue ($m)	**2,838**	286
EBITDA ($m)	438	69
Operating loss ($m)	(211)	(36)
Net debt ($m)	3,123	-

For further information, please refer to the Operating and Financial Review in our 2020 Annual Report.
https://www.kantar.com/investor-relations/financial-announcement/kantar-groups-2020-audited-financial-statements

We have chosen not to disclose non-financial KPIs, which we believe are commercially sensitive. In all other aspects the Directors consider the 2020 Annual Report together with this addendum to comply with the Guidelines for Disclosure and Transparency in Private Equity.

We define EBITDA as profit for the period before: (i) interest and taxation; (ii) investment writedowns; (iii) amortisation and impairment of acquired intangible assets; (iv) gains/(losses) on disposal of investments and subsidiaries; (v) associate income/(loss); (vi) minority interests; (vii) restructuring and transformation costs; (viii) share of exceptional losses/(gains) of associates; (ix) depreciation of property, plant and equipment; (x) amortisation of other intangible assets; (xi) depreciation of right-of-use assets; (xii) severance; (xiii) one-off items; and (xiv) removal of share-based compensation.

Net debt is reflected at its aggregate principal amounts, less cash and cash equivalents, and does not reflect debt issuance costs or accrued interest expense.

Employees, Inclusion and Diversity

2020 saw the unimaginable impact of the COVID-19 pandemic that endangered public health and forced national, market, and social shutdowns around the world.

This has had drastic impacts on the way we work, most notably the virtual work-from-home reality for many office staff, the need to sustain collaboration and connectivity and the impact on our mental health and wellbeing. We have also adapted the way we operate, for example, access to our panellists had to move for some work from face to face to online or telephone and conducting fieldwork in a different way, such as, support panellists using our technology like media measurement meters. For further information on COVID-19: Update on Business Impact & Mitigation Measures please refer to our website - https://www.kantar.com/company-news/ad-hoc-financial-announcement-covid-19

At Kantar, we are committed to creating an inclusive workplace where a wide range of backgrounds, styles and thinking can come together to inspire our people, our clients and society. Understanding people is at the heart of what we do, and it starts from within. Through creating a culture of belonging, we can create an environment where everyone is empowered to succeed and can bring their whole selves to work.

A diverse workforce drives innovation and creativity, enabling us to support our clients in their understanding of their customers and address business challenges through the lens of Inclusion and Diversity.

This is a continuous journey. We must constantly review our current environment and how we can ensure an equal and inclusive workplace for all in the future.

We achieve this at Kantar through a mix of global initiatives and the work of our Inclusion and Diversity Steering Committees. In 2020, Kantar's Inclusion and Diversity strategy continued to focus on Talent, Leadership and Client strategic pillars.

Our governance framework is designed to maximise the global impact of strategic efforts and to empower solutions for local community issues across our markets.

A Global Inclusion and Diversity Strategy Council partners with the Executive Committee to ensure inclusion and diversity priorities are representative of Kantar's business strategy and to help embed a culture, policy and practices that support and accelerate identified inclusion and diversity goals. An Advisory Panel, consisting of select internal and external experts, sits alongside the Global Strategy Council to provide guidance and support to shape our solutions and approaches.

This is supported by Inclusion and Diversity Steering Committees in 38 markets that develop and deliver against a plan specific to the needs of their market, assist with the implementation of global strategy and initiatives, and advises local employee resource groups and communities.

They have spearheaded a variety of initiatives including the delivery of unconscious bias training, online speakers and micro-inequities workshops as well as the development of flexible working policies.

In addition, we set up a new quarterly exchange called the Inclusion and Diversity Collaboration Café, which brings together colleagues from across the business who have an interest in driving Kantar's Inclusion and Diversity activities. The sessions are designed to provide greater visibility on global inclusion and diversity activities, to explore opportunities on where we can support and solve issues together, and to share best practice and celebrate successes. We aim to create an environment where everyone feels valued and part of a shared mission.

27k employees - 53% women and 43% men - across 76 countries, contribute to the work of numerous divisions and functions at Kantar. We represent a variety of races and ethnicities, gender identities, sexual orientations, age, and ways of thinking. Our rich experiences and diversity drive our ability to understand people and meet our clients' challenges. The Board of Directors has 7 members, 3 of which are women and 4 of which are men. Key management personnel are members of the Executive Committee who have group-wide authority and responsibility for planning, directing and controlling activities of the Group, in 2020 this consisted of 9 members of which there was 1 woman and 8 men.

For further details about Employees, Inclusion and Diversity please refer to our website which includes our Inclusion and Diversity Annual Report - https://www.kantar.com/about/inclusion-and-diversity

Environment

Kantar recognises that as a global company, our activities have an impact on the environment. As a service provider, our environmental footprint mainly stems from our office operations and business travel. Given the restrictions associated with the Covid pandemic, relatively little business travel was undertaken in 2020. When restrictions ease, we expect business travel to increase although not to the same levels as prior years given increased use of e-conferencing and other collaboration technology. We can also have a positive impact on the environment through our relationships with responsible suppliers and clients who share our views and aspirations.

We support and comply with all environmental legislation and advocate a precautionary approach with regard to environmental concerns.

Our objectives are to reduce our impact on the environment by:

- Reducing energy use, thereby reducing greenhouse gas emissions. We support innovative technical solutions as well as empowering our staff to make real changes
- Minimising our waste by reducing the amount we print and recycling at all opportunities

In 2020 we launched our Kantar Sustainable Transformation Practice. We work with organisations, helping them develop sustainability and purpose-driven business strategies and helping them lead their consumers on a sustainable consumption journey. The practice identifies the economic opportunity in generating a sustainable economic recovery in a post-pandemic world as well as the key 'fuels' and 'frictions' across the spectrum of sustainability challenges in order to meaningfully define and powerfully activate their sustainability strategy.

Community Impact

At Kantar, we believe in bringing positive change in this extraordinary world.

We know more about this extraordinary world than anyone else. We help our clients better understand people and turn this insight into action to inspire growth. But we also want to help everyone to grow and flourish, by building an inclusive and diverse society, creating positive impact in the communities we live and work in, ensuring we operate as a sustainable business, and encouraging our employees to take opportunities to support local causes and global initiatives.

Our 'Extraordinary People' Community Impact programme includes volunteering and pro bono efforts, fundraising activities, and our global partnership with Special Olympics… all of which deliver positive change in over 90 countries.

Our partnership with Special Olympics
At Kantar, we know the world is not just extraordinary, it is hugely varied. In the work we do (and the way we do it) we know the importance of inclusion and diversity. So we are very proud to be global partners of Special Olympics, the global movement that unleashes the human spirit through the transformative power of inclusion through sport, leadership development, health advocacy, school engagement and youth leadership. We help in their mission to end the ongoing discrimination against people with intellectual disabilities and create an inclusive world for all by supporting their Global Youth Leadership programme, which brings together youth leaders with and without intellectual disabilities at nearly 200 global, national, and local summits. These summits give youth leaders a platform to discuss and implement inclusion-based projects in their own communities, creating a generational shift in schools and communities around the world.

Giving time: Volunteering
Kantar employees make a positive difference to the communities we are based in. Around the world, we give our time and our expertise to local organisations who need our help. Globally, Kantar funds at least two paid days off each year for every employee, to volunteer for non-profit organisations we feel passionately about. During our annual global Extraordinary People Week, every Kantar office takes part in volunteering and fundraising activities to give back to local communities.

Discrimination, human rights, and modern slavery

We conduct our business in a way that protects and respects the human rights of all our stakeholders. We do not tolerate any form of discrimination and ensure that opportunities are open equally to all regardless of age, gender, disability, gender identity, sexual orientation, cultural background, and belief.

Our Codes of Conduct prohibit any form of modern slavery or child labour and we apply the same requirements of ethical conduct to our contractors, suppliers, and partners.

To access our full Code of Conduct and other policies, please refer to the corporate governance section of our website - https://www.kantar.com/corporate-governance

Forward-looking statements and risk factors

Various statements contained in this report constitute "forward-looking statements" within the meaning of the securities laws of certain applicable jurisdictions. All statements other than statements of historical fact included in this report, including, without limitation, statements regarding our future financial position and results of operation, trends or developments affecting our financial condition and results of operation or the markets in which we operate, strategy, outlook and growth prospects, anticipated investments, costs and results, future plans and potential for growth, projects to enhance efficiency, impact of governmental regulations or actions, competition in areas of our business, litigation outcomes and timetables, future capital expenditures, liquidity requirements, capital resources, the successful integration of acquisitions and objectives of management for future operations or plans to launch new or expand existing operations, may be deemed to be forward-looking statements. When used in this quarterly report, the words "believe," "anticipate," "should," "intend," "assume," "plan," "may," "will," "expect," "estimate," "positioned," "strategy" and similar expressions may identify these forward-looking statements, but the absence of these words does not necessarily mean that a statement is not forward-looking. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements or industry results to be materially different from those contemplated, projected, forecasted, estimated, or budgeted, whether expressed or implied, by these forward-looking statements. For a more comprehensive review of the risks and uncertainties refer to the "Forward-Looking Statements and Risk Factors" section of our 2020 Annual Report.