Moneysupermarket.com Group PLC

Annual Report 2010

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Helping every household to make the most of their money

Moneysupermarket.com Group PLC
Annual Report 2010

Our objective is to help every household to make the most of their money.

We do this by providing our customers with a free online service enabling them to compare a wide range of products and to find the one most suited to their needs. Our customers can compare products by price, product features and service.

We provide these services through our two market leading brands, moneysupermarket.com and travelsupermarket.com.

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Our Financial Highlights

- Revenue increased by 9% from £136.9m to £148.9m
  - Second half revenue increased by 13%
- Adjusted EBITDA[1] increased by 14% from £36.0m to £41.0m
  - Second half adjusted EBITDA[1] increased by 32%
- Gross margin increased from 68.9% to 71.3%
- Final dividend of 2.53p per share
- Total dividend for the year of 3.83p per share
- Cash balances of £36.6m at 31 December 2010
- Profit after tax of £7.7m

Our Operational Highlights

- Market leading position and market share maintained
- Significant improvements in the website offering including:
  - New credit card channel launched January 2010
  - New motor insurance channel launched February 2010
  - New home insurance channel launched June 2010
- Direct to site revenue increased from 62% to 67%

1. Certain share option charges relating to Directors, senior management and other employees of the Group arising from when the Group listed or when it was privately owned and costs relating to the acquisition of Financial Services Net Limited have been added back to calculate adjusted EBITDA. A charge for awards made under the Group's Long Term Incentive Plan is included within the adjusted results.

How do we operate?

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Our comparison services offer a compelling proposition both to our customers and to product providers.

Our customers

We provide our customers with a free online service enabling them to search and compare a wide range of products by price, product features and service in one place. Our customers can then choose the product most suited to their needs. This saves our customers valuable time and helps our customers to make the most of their money.

In addition to our comparison services, we help and support our customers to research the product they wish to purchase. This includes news articles, guides, video blogs, web chats and the ability to ask the views either directly of our employees or other customers in our forums.

We also send emails to our customers, enabling them to keep up to date with the latest deals, offers and best buys on a wide range of products.

How are we paid?

Our revenue comes predominantly from fees paid to us by product providers and advertisers when a customer clicks through to their website and actually applies for or purchases a product. It is a success based marketing fee.

Our providers

We work with many of the leading providers in our chosen business areas to ensure our customers get the widest range of products and the best deals.

BRITISH AIRWAYS

your cover
shape it how you want it
insurance from Allianz

lowcostholidays.com
now anyone can go anywhere

mbna

swinton

KwikFit INSURANCE

SCOTTISHPOWER
The Energy People

Hastings DIRECT

privilege

COSMOS holidays

MORE TH>N

RAC

Nationwide
Proud to be different

Thomas Cook
Don't just book it. Thomas Cook it.

RSA

the green insurance company

POST OFFICE

churchill™

Expedia.co.uk

The Hoseasons Group

AMERICAN EXPRESS

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The Money vertical offers customers the opportunity to search for, and compare, financial products including:

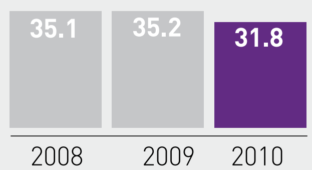
- Loans
- Credit cards
- Savings
- Current accounts

Our providers

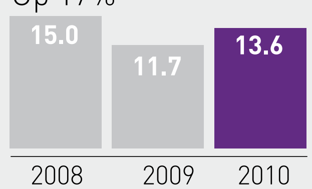
We strive to offer our providers the most cost effective solution to customer acquisition in our chosen business areas. By matching the right customer to the right provider we offer our providers an efficient and completely measurable media tool.

We have considerable volumes of informed customers actively looking for the product most suited to their needs and ready to purchase. This enables product providers and advertisers to target their marketing spend most effectively, typically only incurring a cost if a customer purchases a product.

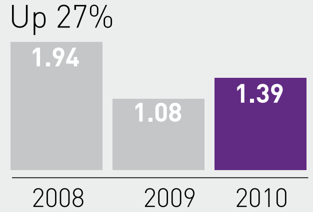
Visitors (m)
Down 10%



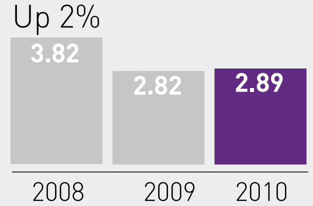
Transactions (m)
Up 17%



Revenue per visitor (£)
Up 27%



Revenue per transaction (£)
Up 2%



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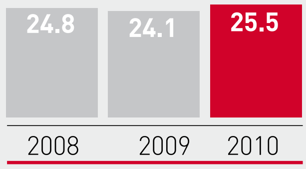
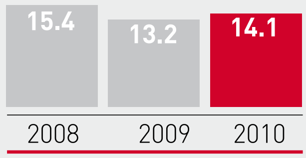
The Insurance vertical offers customers the opportunity to search for, and compare, insurance products including:

- Motor
- Home
- Travel
- Life

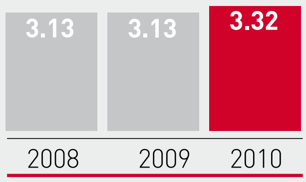
Visitors (m)
Up 6%



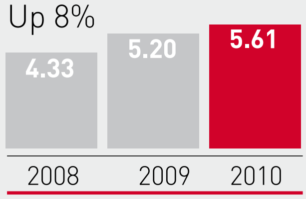
Transactions (m)
Up 7%



Revenue per visitor (£)
Up 6%



Revenue per transaction (£)
Up 8%



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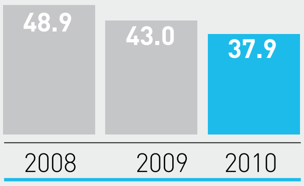
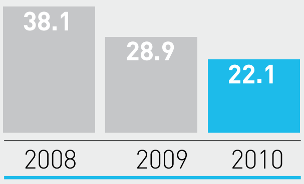
The Travel vertical offers customers the opportunity to search for, and compare, travel products including:

- Flights
- Package holidays
- Car hire
- Hotels

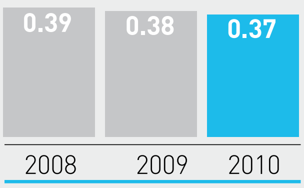
Visitors (m)
Down 12%



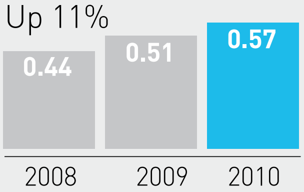
Transactions (m)
Down 23%



Revenue per visitor (£)
Down 3%



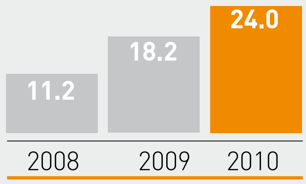
Revenue per transaction (£)
Up 11%



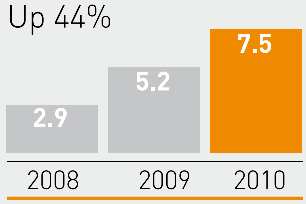
The Home Services vertical offers customers the opportunity to search for, and compare, home services products including:

- Utilities
- Mobile phones
- Shopping
- Broadband

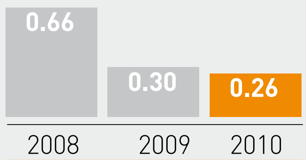
Visitors (m)
Up 32%



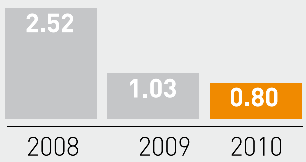
Transactions (m)
Up 44%



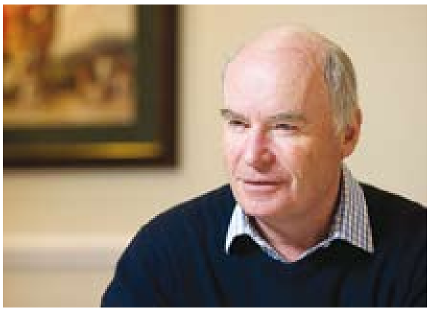
Revenue per visitor (£)
Down 11%



Revenue per transaction (£)
Down 22%



Chairman's Statement



Gerald Corbett
Chairman

Trading improved in the second half of the year with revenue up 13% and adjusted EBITDA up 32% compared to the second half of 2009. This momentum has continued into 2011 which has begun well.

Results

Against a tough economic backdrop in 2009 the new management team stabilised the business – reducing cost, improving our basic business processes and establishing an investment programme in product and brand that would provide a solid platform to return the business to growth.

We saw the benefits of these actions in 2010 in both revenue and profitability. Revenue improved throughout the course of the year and ended the year 9% ahead as a whole having been 5% ahead at the end of the first half of the year. Adjusted EBITDA increased by 14% in the year having been broadly flat at the end of the first half as a result of our front loaded investment programme.

Profitability improved markedly in the second half of the year increasing by 32% over the same period in 2009 as the Group began to see the benefits of its investment programme.

These results reflect the continuing strength and diversity of our business model as our Insurance, Money and Home Services verticals all grew helping to offset the declines experienced in our Travel vertical, which continued to suffer in line with the rest of the travel market and consequently continued to be managed for margin.

Dividend

The Company paid an interim dividend of 1.3p per ordinary share on 17 September 2010, consistent with the interim dividends paid in 2008 and 2009.

During the year, the business continued to generate cash, and we ended the year with cash balances of £36.6m. With the business growing, the Board is recommending a final dividend of 2.53p per ordinary share, a 15% increase on the final dividend paid in 2008 and 2009 (excluding the impact of special dividends). If approved by shareholders at the forthcoming Annual General Meeting, this will bring the total dividend for the year to 3.83p per ordinary share and will be paid on 13 May 2011 to all shareholders on the register at 8 April 2011.

Strategic progress

The 2010 results are a reflection of the implementation of the Group's strategy outlined in early 2010. Having taken decisive action in 2009 in response to the global financial crisis and realigned the cost base, the focus in 2010 has been on growing the business.

We continued to invest during 2010 in opportunities for profitable growth through the launch of enhanced market leading motor insurance, home insurance, savings and credit card channels, together with the acquisition of Financial Services Net Limited which provides a platform for the Group to broaden its brand offering to a wider range of customer segments in the Money and Insurance verticals.

Our strategy will continue to underpin the Group throughout 2011 as we launch further enhanced market leading channels to ensure we deliver the best customer experience through our websites and as we ensure our customers have the tools they need to compare products based on the features that are important to them.

Outlook

The new year has begun well and, whilst we remain alert to the continuing uncertainty in the wider economic environment, we are confident that the worst is behind us and that we will continue to grow in 2011. Our strong market positions and our diversified business model will remain key strengths as economic conditions improve.

Governance and the Board

Since the Group listed on the London Stock Exchange in 2007, our Board and executive governance structures have continually developed and improved. We believe that good governance reduces risk and adds value to the business.

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Following the changes to the Board in early 2009 with the appointment of Peter Plumb as Chief Executive Officer together with the appointments of Graham Donoghue and David Osborne as Executive Directors, in April 2010 the Board appointed Bruce Carnegie-Brown as an additional Non-Executive Director. Bruce has brought a wealth of experience in the financial services sector to the business and has provided greater balance to the Board.

With the implementation of the UK Corporate Governance Code, all of our Directors will retire at this year's Annual General Meeting, and being eligible, will offer themselves for re-election.

Employees

2010 saw valuable additions to our team as we continued to position the business for future growth. The quality of our people continues to be a core strength and I am delighted that we have further enhanced our capabilities in so many parts of the business.

Our results this year are down to the performance of Peter Plumb, his management team and all the employees who continue to build the business. I would like to thank them all for their skill and hard work during the year.

Annual General Meeting

The Annual General Meeting will be held at 11.00am on Wednesday 4 May 2011 at Doubletree by Hilton Chester Hotel, Warrington Road, Hoole, Chester, CH2 3PD and I look forward to seeing you there.

Gerald Corbett
Chairman

Chief Executive's Report

Peter Plumb
Chief Executive Officer

2010 was a good year for the Group, both in terms of financial performance and strategic development. We are in a strong position to take advantage of any opportunities as they arise.

Key strategic priorities

Best Products

- Building strong relationships with providers to ensure our customers get great products tailored to their needs
- Providing our customers with the widest range of products and the best deals
- Ensuring our customers can not get a better deal anywhere else

Review of the year

In 2010 we made good progress against our strategic plan. We benefited from the tough cost cutting measures we took in the first half of 2009 and the investments made in both IT and marketing during the second half of 2009. As a result, the Group's revenue increased in 2010 by 9% from £136.9m to £148.9m and adjusted EBITDA increased by 14% from £36.0m to £41.0m.

Excluding travel, we delivered robust revenue growth of 13% despite the challenging economic conditions during the year. Our motor insurance channel had a particularly strong year despite the competitive market place delivering revenue growth of 18%.

Our customers experienced motor insurance policy inflation of more than 25% as motor insurers acted to recover increased costs of personal injury claims and reduced investment returns. This trend appears to be continuing into 2011.

Our credit cards channel was the second strongest growth driver in 2010. As the year progressed a growing range of credit cards were made available to customers. 2011 starts with more credit card products available than in January 2010. Our home insurance and savings channels also had a good year with strong second half revenue growth after their relaunch.

Our travel business was not immune from the challenging economic conditions. Throughout 2010, as the travel market continued to decline, we managed the business for margin with the consequence that revenue declined by 14% compared to 2009. During the year, we reviewed the travel market, worked with our customers to understand their online travel needs, and rebuilt our package holidays channel ready for its relaunch in January 2011.

Our marketing team continued to drive efficiency through our 2010 campaigns, reducing our overall media investment from 45% of Group revenue in 2009 to 43% of Group revenue in 2010 whilst still delivering 9% revenue growth.

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This was achieved through flat online media spend but increased offline investment focused on building our brand awareness through TV and radio advertising. Our 'haggle hero' campaign, featuring Omid Djalili resonated with the British public as he challenged us all to 'save super amounts of money' at moneysupermarket.com.

As a sector, price comparison remained fiercely competitive, especially in the motor insurance market. However, we stuck to our strategy of only targeting visitors who we were confident would use our services and be profitable to both ourselves and our providers.

Review of the Group's strategic progress during 2010

In last year's report, we outlined the Group's strategy which is also outlined in my report. Although simple, it requires complete focus on building a long term brand and relationships with our customers and providers. The four elements of the Group's strategy are to:

- Build the best shop
- Stock our shop with the best products
- Use data to make life easier for our customers
- Build an every day brand

This strategy has ensured that the Group has remained completely focused as one team on building a successful long term business. During 2010 we have made significant progress against our strategy as outlined below.

Building the best shop

In the second half of 2009 and the first half of 2010 we increased our IT investment programme rebuilding our core channels. New credit cards, savings, home insurance, motor insurance and energy channels were launched during the year.

Our approach has been to engage both providers and customers in the design process, ensuring product features and price can be fully explored by customers, and product benefits can be promoted by providers. Ultimately, customer feedback after launch is what counts, and on these rebuilt channels it has been extremely encouraging, with motor insurance, home insurance and credit cards all being voted market leading.

Stocking our shop with the best products

Our business is based on the 'success fee' marketing model, in which the majority of our providers only pay a fee for customers who purchase their product. We constantly strive to offer the most cost effective route to market for our providers which requires a great understanding of their business models and needs.

Having invested in building a stronger, more experienced sales team, I am pleased to be able to report that our relationships with our key providers are strong. This helped to ensure that we received significant allocations of their marketing spend and were able to secure exclusive market leading deals for our customers across our business. The result was that during 2010 we increased the number of paying providers on the Group's websites.

Using data to make life easier for our customers

We only want our customers to have to enter their details once so that it becomes ever easier for them to make the most of their money and to find the best and most relevant products.

We spent 2010 increasing both our data analysis and customer relationship management (CRM) capabilities. The result of this work is that we now look after data for more than 10 million individuals and talk on a regular basis to many of them through our weekly MoreMoney communication and personalised marketing campaigns.

Chief Executive's Report continued

Key strategic priorities

Best Shop

- Ensuring we deliver the best customer experience through our websites
- Ensuring we are open for business whenever and wherever our customers want to visit us
- Ensuring our customers have the tools they need to compare products based on the features that are important to them

Data

- Protecting data and keeping it safe
- Enabling our customers to store their details to improve their experience when they visit us again

As an indication of the progress we have made, our revenue from our CRM campaigns increased by 74% in 2010 compared to 2009. We will continue to build out our CRM capability in 2011 across our business.

Building an every day brand

Our 2010 offline advertising campaign 'a great deal easier' featuring Omid Djalili as our 'haggle hero' proved to be very successful. Our increased offline investment communicated our breadth and depth of products on both TV and radio.

Online, we continued to optimise our marketing spend. We exited or scaled back a number of portal partnership deals, which although delivering visitor numbers, were uneconomic due to the lower propensity such visitors had to actually use our services and purchase products.

Our investment in paid search also continued to be optimised through our bid management systems resulting in a flat spend, whilst we experimented with Facebook advertising, particularly for financial products.

During 2010 we acquired Financial Services Net Limited (FSN). FSN owns and operates a number of highly relevant financial services websites which provide a platform for the Group to broaden its brand offering to a wider range of customer segments in the Money and Insurance verticals.

2011 strategy

I see no need for a change of strategy in 2011. Our focus on building the best shop and stocking it with the best products has served us well over the past 18 months, we have a strong energised team and a growing brand.

Our continued investment programme means that we enter 2011 with rebuilt package holidays and stocks and shares ISA channels. We have also completed the roll out of our innovative 'smart channels search' tool to all credit card categories, allowing customers to check their likelihood of acceptance before applying for a card – a great service to customers and providers alike.

2011 started with some entertaining new adverts with John Prescott promoting our motor insurance business, and Jedward relaunching travelsupermarket.com after two years off air. This year we are proud to be the new sponsors of ITV's Britain's Got Talent which gives us a unique and exciting opportunity to broaden our brand reach across the UK in a way that standard advertising can not. This is a key component of our brand strategy for this year.

We will continue to build stronger and deeper relationships with our providers ensuring we deliver a valuable and cost effective service to them.

Summary

2010 was a good year for the Group, both in terms of financial performance and strategic development.

Our strong market positions, the clear strategic focus of the Group, the cash generative nature of our business and our diversified business model all provide a solid platform for the Group to grow. We are in a strong position to take advantage of any opportunities as they arise.

Peter Plumb
Chief Executive Officer

Key strategic priorities

Brand

- Focusing on innovative and effective methods of communication to build long term relationships with our customers
- Striving to retain our customers year after year through the provision of excellent customer service
- Investing in effective and targeted marketing, advertising and PR
- Ensuring our customers visit us first when they need help with their household bills

Financial and Business Review

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Financial and Business Review

The Group has presented below an extract of the Consolidated Statement of Comprehensive Income for the years ended 31 December 2010 and 31 December 2009 along with a reconciliation to adjusted EBITDA. Revenue in 2010 was £148.9m (2009: £136.9m) which generated a net profit after tax of £7.7m (2009: £1.9m). The Directors believe that the presentation of an adjusted EBITDA measure will allow users of the financial information to gain a better understanding of the underlying performance of the business.

Extract of Consolidated Statement of Comprehensive Income

for the year ended 31 December 2010

	2010 £000	2009 £000
Revenue	**148,892**	136,874
Cost of sales	**(42,763)**	(42,627)
Gross profit	**106,129**	94,247
Distribution expenses	**(21,621)**	(18,446)
Administrative expenses – excluding Directors' and senior managers' share-based compensation	**(71,920)**	(69,140)
Administrative expenses – Directors' and senior managers' share-based compensation and related costs	**(1,851)**	(4,355)
Administrative expenses	**(73,771)**	(73,495)
Profit from operating activities	**10,737**	2,306
Reconciliation to adjusted EBITDA:		
Profit from operating activities	**10,737**	2,306
Share-based compensation	**554**	4,067
Amortisation of intangible assets	**24,194**	25,200
Costs relating to the acquisition of Financial Services Net Limited	**668**	–
Depreciation	**4,851**	4,436
Adjusted EBITDA	**41,004**	36,009
Adjusted earnings per ordinary share:		
– basic (p)	**5.2**	4.6
– diluted (p)	**5.0**	4.5

Notes

1. Basis of Preparation

The results show the trading results for the years ended 31 December 2010 and 31 December 2009. The following adjustments have been made to arrive at adjusted EBITDA:

- The acquisition of Moneysupermarket.com Financial Group Limited by the Company gave rise to £207.2m of intangible assets. These are to be written off over a period of 3-10 years with a charge of £24.0m and £25.2m expensed in 2010 and 2009 respectively.

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- Certain share option charges relating to Directors, senior management and other employees of the Group arising from the time the Group listed or when it was privately owned have been added back to calculate adjusted EBITDA. A charge for awards made under the Group's Long Term Incentive Plan is included within the adjusted results for 2009 and 2010.
- On 14 October 2010 the Group acquired Financial Services Net Limited. The Group incurred costs of £0.7m in relation to the acquisition including settling both its own and the sellers' professional fees associated with the acquisition. The acquisition also gave rise to £6.1m of intangible assets which are to be written off over a period of 3-10 years, and which gave rise to an amortisation charge of £0.2m in the current period.

Reference is made in the Overview section below to adjusted distribution and administration expenses, and adjusted staff costs. These measures represent the costs charged to the Statement of Comprehensive Income, less the intangible amortisation, pre-listing share option charges and costs incurred in relation to the acquisition of Financial Services Net Limited. The basis for calculating adjusted earnings per share is described on page 21.

Overview

Revenue for the year was £148.9m (2009: £136.9m) generating adjusted EBITDA of £41.0m (2009: £36.0m) with trading improving throughout the course of the year.

During 2010 the Group has continued to focus on developing and enhancing its existing product portfolio, while continuing to develop its brand, building on the momentum of the second half of 2009.

This investment has delivered significant improvements to our website during the year, including new credit cards and savings channels in the Money vertical, new motor and home insurance channels in the Insurance vertical, a new package holidays channel in the Travel vertical, the launch of a new mobile application for vouchers and a new energy channel in the Home Services vertical.

The Group continued to develop its brand proposition, launching a new television advertising campaign featuring comedian Omid Djalili in the first quarter of 2010. This has helped the Group to grow its gross margins as the proportion of direct to site revenue has increased, as detailed below. The Group invested an additional £3.3m in its media campaign in 2010. Offline advertising spend increased to approximately one third of total spend, from around 25% historically. Moving forward, offline marketing is likely to represent a greater part of the total marketing mix.

Financial Performance

Revenue increased by 9% to £148.9m (2009: £136.9m) and adjusted EBITDA increased by 14% to £41.0m (2009: £36.0m). The Group saw solid revenue growth in its Insurance, Money and Home Services verticals, whilst Travel revenue declined in what remains a challenging economic environment for consumers. Revenue improved throughout the course of the year, with fourth quarter UK internet revenue 15% ahead of the same period last year. EBITDA in the second half of the year was 32% ahead of the same period last year.

Group gross margin, at 71.3%, improved by more than two percentage points compared to last year. The Group improved its proportion of direct to site revenue in the year from 62% of revenue to 67% of total revenue.

The adjusted administrative and distribution cost base increased by 11% to £69.9m from £62.7m in the year. Adjusted administrative costs increased by 9% over the prior year to £48.4m. Adjusted staff costs (including contract resource) increased marginally from £26.7m to £27.1m. Headcount decreased from 442 to 420. Distribution expenses increased by £3.2m over the prior year (including an increase of £3.3m in media related costs) as the Group increased the proportion of its marketing budget allocated to offline media.

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The Group invested approximately £2.4m in third party resource to improve its core technology and product in 2010, making a number of significant releases to its product set as referred to above.

Other costs increased by £4.0m over last year as expenditure on, inter alia, television advertising and professional fees increased, together with the increase in the VAT rate to 17.5% which was effective from the beginning of the year. The Group incurred a loss of £0.6m in Germany in 2010 (2009: loss of £1.8m). Following a review of its German business, the Group took the decision in early 2010 to wind down its operations and the costs incurred in 2010 largely reflect closure costs.

Adjusted EBITDA margin increased to 27.5% from 26.3% against the same period last year.

The Group operates its internet business across four vertical markets. These are discussed below:

	Revenue			
	31 December 2010		31 December 2009	
	£000	**%**	£000	%
Money	**44,006**	**30**	38,132	28
Insurance	**84,520**	**57**	75,669	55
Travel	**13,926**	**9**	16,305	12
Home Services	**6,206**	**4**	5,539	4
Other – UK	**71**	**0**	–	0
Total internet UK	**148,729**	**100**	135,645	99
Germany	**130**	**0**	361	0
Total internet	**148,859**	**100**	136,006	99
Intermediary	**33**	**0**	868	1
Total	**148,892**	**100**	136,874	100

Internet business

The Directors use key performance indicators ('KPIs') to assess the performance of the internet business against the Group's strategy. These are reviewed on a regular basis. The principal KPIs for the internet business are as follows:

Visitors

The Group measures the number of visitors to its websites as the number of unique visitors per day per channel, measured on a cumulative basis using cookie-based tracking methodologies.

Transactions

The Group measures transactions at the point in time that the customer leaves the Group's websites having clicked through to a third party website, or in some cases having completed an application form hosted on the Group's websites.

Revenue per visitor ('RPV')

The Group measures the total revenue (including click and other internet revenue) divided by the number of visitors defined above.

Revenue per transaction ('RPT')

The Group measures the click based revenue divided by the total number of transactions defined above.

The relative performance of each of the internet verticals is discussed on the following pages:

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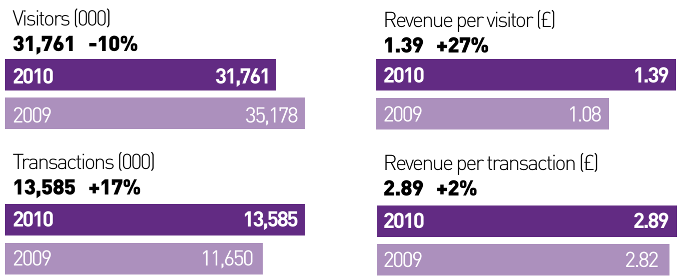

Money

The Money vertical offers customers the ability to search for, and compare, products for, amongst other things, credit cards, current accounts, mortgages, loans, debt solutions, savings accounts and business finance. It also includes elements of the Group's lead business (PAA) and advisory business (MCAT) together with advertising revenue that derives from financial products.

The KPIs for the Money vertical are shown below:

	31 December 2010	31 December 2009	Change
Visitors (000)	**31,761**	35,178	-10%
Transactions (000)	**13,585**	11,650	17%
Revenue (£000) – click based	**39,196**	32,812	19%
Revenue (£000) – other	**4,810**	5,320	-10%
Revenue (£000) – total	**44,006**	38,132	15%
RPV	**£1.39**	£1.08	
RPT	**£2.89**	£2.82	

Total revenue in the Money vertical increased by 15% from £38.1m to £44.0m and click based revenue by 19% from £32.8m to £39.2m. Visitors to the Money vertical were 10% lower than last year. This in part reflects deliberate actions taken by the Group to step away from a number of unprofitable portal partner relationships together with lower levels of consumer confidence, particularly impacting visitors to the Group's credit related channels.

Despite fewer visitors, the transaction count in the Money vertical increased by 17%, helped in part by the product developments referred to above. In particular the improvements made to the credit cards and savings channels in the first half of the year helped drive improved revenue in these channels as consumer conversion increased on both the Group's and providers' websites.

Conditions in the credit markets improved in 2010. Trading during 2009 was characterised by limited provider budgets for the acquisition of credit customers and by very tight credit underwriting criteria. Although underwriting criteria continued to remain challenging for consumers, providers set either much higher or uncapped acquisition budgets, particularly in relation to credit cards customers where revenue grew significantly in 2010 over 2009. In addition, the Group continued to improve its contracted coverage of the money market, with particular focus on the most competitive providers in its key channels. Trading in credit products, defined as total revenue from secured and unsecured loans, credit cards, debt solutions and mortgages excluding impression based advertising revenue, was approximately 18% ahead of the same period last year.

Revenue from other banking products, particularly savings and current accounts was also ahead of the same period last year with strong trading in the second half of the year.

Other revenue, which includes revenue from the sale of leads through PAA, commission based sales through MCAT for mortgages and loans, and advertising revenue, declined by approximately £0.5m, or 10%, over the year. Trading was broadly flat in most categories but in a number of minor areas the Group scaled back lead based activities towards click based revenues or more generally reduced its volumes in certain areas where the business was transacted at lower margins.

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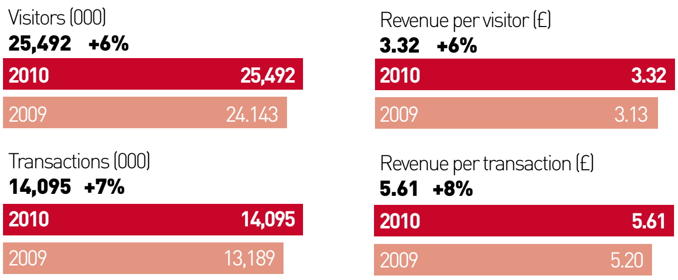

Insurance

The Insurance vertical offers customers the ability to search for, and compare, insurance products for, amongst other things, breakdown, dental, home, life, medical, mortgage payment protection, motor, payment protection, pet and travel insurance. It also includes elements of the Group's lead business (PAA) and advisory business (MCAT) together with advertising revenue that derives from insurance products.

The KPIs for the Insurance vertical are shown below:

	31 December 2010	31 December 2009	Change
Visitors (000)	**25,492**	24,143	6%
Transactions (000)	**14,095**	13,189	7%
Revenue (£000) – click based	**79,040**	68,599	15%
Revenue (£000) – other	**5,480**	7,070	-22%
Revenue (£000) – total	**84,520**	75,669	12%
RPV	**£3.32**	£3.13	
RPT	**£5.61**	£5.20	

Revenue in the Insurance vertical increased by 12% from £75.7m to £84.5m. Click based revenue increased by 15% from £68.6m to £79.0m. Visitors increased by 6% to 25.5m, helped in part by the increased media spend and new media campaign referred to previously.

Revenue grew across most of the vertical's major channels, with solid growth delivered in motor, home and life insurance whilst travel insurance revenue remained flat despite a turbulent travel market. Motor insurance is the largest channel within the Insurance vertical, and was the fastest growing of the Group's major channels.

As in the Money vertical, both the motor and home insurance channels benefited from investment made in site design and usability, which has helped to improve conversion and the average RPV in the Insurance vertical.

Other revenue, which includes revenue from the sale of leads through PAA, commission based sales through MCAT for insurance products, and advertising revenue, declined approximately £1.6m or 22% over the year. This was largely due to changes made to the website as part of the redesign referred to above which reduced the volume of real estate made available for banner advertising delivering an improved consumer experience.

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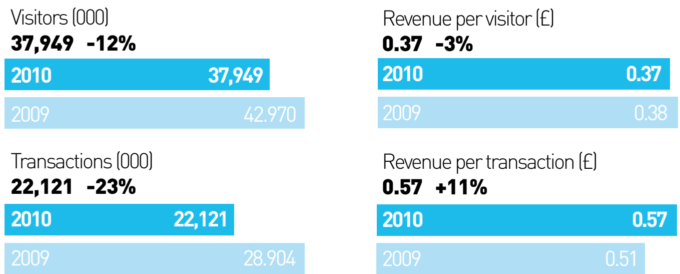


Travel

The Travel vertical offers customers the ability to search for, and compare, amongst other things, airport parking, car hire, flights, hotels and package holidays.

The KPIs for the Travel vertical are shown below:

	31 December 2010	31 December 2009	Change
Visitors (000)	**37,949**	42,970	-12%
Transactions (000)	**22,121**	28,904	-23%
Revenue (£000) – click based	**12,515**	14,768	-15%
Revenue (£000) – other	**1,411**	1,537	-8%
Revenue (£000) – total	**13,926**	16,305	-14%
RPV	**£0.37**	£0.38	
RPT	**£0.57**	£0.51	

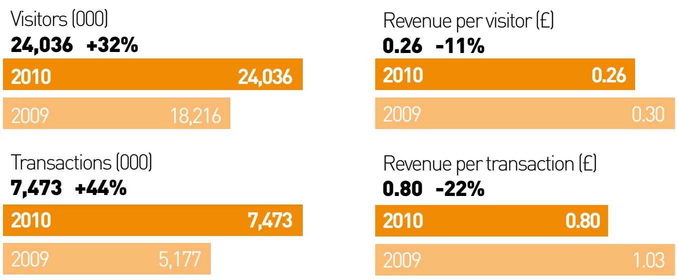
Revenue in the Travel vertical declined by 14% from £16.3m to £13.9m and click based revenue declined by 15% from £14.8m to £12.5m. Visitor levels declined by 12% compared to the same period last year, whilst RPV remained broadly flat.

Revenue in the Travel vertical was impacted as customers continued to reduce discretionary expenditure in response to economic uncertainty. Package holidays revenue did, however, grow fractionally over the same period last year.

Accordingly, the Group continued to manage the Travel vertical for margin, particularly in the first half of the year. Trading improved in the second half relative to the same period last year and the Group has begun to refresh its travel offering commencing with the launch of a new package holidays channel early in the first quarter of 2011, supported by a new media campaign.

Other revenue, representing impression based advertising, fell by 8% due to reduced numbers of visitors compared to the same period last year, together with weaker demand from providers for advertising real estate.

Financial and Business Review continued



Home Services

The Home Services vertical offers customers the ability to search for, and compare, products for broadband, mobile telephones, vouchers, shopping and utilities.

The KPIs for the Home Services vertical are shown below:

	31 December 2010	31 December 2009	Change
Visitors (000)	**24,036**	18,216	32%
Transactions (000)	**7,473**	5,177	44%
Revenue (£000) – click based	**5,994**	5,322	13%
Revenue (£000) – other	**212**	217	-2%
Revenue (£000) – total	**6,206**	5,539	12%
RPV	**£0.26**	£0.30	
RPT	**£0.80**	£1.03	

Revenue in the Home Services vertical increased by 12% from £5.5m to £6.2m in the year. Visitors increased by 32% largely from visitors to the shopping and vouchers channels. Revenue from utilities, which represents the largest channel in the vertical, increased particularly in the second half of the year as utility prices began to increase.

The increase in visitors to the shopping and vouchers channels, which are lower revenue generating channels, reduced the vertical's RPV against the prior period.

Acquisition of Financial Services Net Limited

On 14 October 2010 the Group completed the acquisition of Financial Services Net Limited ('FSN') for an initial consideration of £4.4m, rising to a total consideration of up to £8.8m payable over 3 years depending on the achievement of certain financial targets and the conclusion of outstanding tax matters. Related costs of approximately £0.7m have been expensed in the year.

FSN owns and operates a number of website domains which will provide a platform for the Group to broaden its brand offering to a wider range of customer segments in the Money and Insurance verticals.

All consideration payments have been or will be settled in cash out of existing resources.

Cash Balance and Dividend

As at 31 December 2010 the Group had a cash balance of £36.6m. The Group continued to strengthen its cash position throughout the year after payment of dividends.

Having reviewed the cash required by the business, the Board is recommending a final dividend, subject to shareholder approval, in respect of the year ended 31 December 2010 of 2.53p per ordinary share.

Together with the interim dividend of 1.3p per ordinary share paid on 17 September 2010, this gives a total dividend for the year of 3.83p per ordinary share, reflecting the Board's confidence in the ability of the business to generate cash on an ongoing basis.

The Board is committed to adopting a progressive dividend policy, with ongoing monitoring of the appropriate capital structure.

The ex-dividend date for the final dividend is 6 April 2011, with a record date of 8 April 2011 and a payment date of 13 May 2011. Shareholders have the opportunity to elect to reinvest their cash dividend and purchase existing shares in the Company through a Dividend Reinvestment Plan.

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Tax

The Group tax charge of £3.3m in the Consolidated Statement of Comprehensive Income represents an effective tax rate of 30% (2009: 40%). This is higher than the prevailing rate of 28% due to the tax effect of share based payments, a prior year adjustment arising on deferred tax, and other permanent differences mainly arising from professional fees and non-qualifying depreciation. In addition, the current year has been impacted by losses from its German operation of £0.6m for which a deferred tax asset has not been recognised. In future, the Group expects the underlying effective rate of tax to be close to the standard UK corporation tax rate.

Earnings per ordinary share

Basic statutory earnings per ordinary share for the year to 31 December 2010 was 1.5p (2009: 0.4p). Adjusted basic earnings per ordinary share increased from 4.6p to 5.2p per share. The adjusted earnings per ordinary share is based on profit before tax after adding back intangible amortisation, share-based payment charges arising from pre-listing share options and costs incurred in relation to the acquisition of Financial Services Net Limited. A tax rate of 28% (2009: 28%) has been applied to calculate adjusted profit after tax.

Key contractual arrangements

Moneysupermarket.com Limited, a subsidiary of the Company, is party to contracts and other arrangements which the Directors judge are essential to the Group's business.

As with any internet business the Group is dependent upon its ability to attract customers to its website either directly or through paid search or portal partners, and revenue generated from commercial arrangements with its providers.

The Group uses television advertising to attract customers to its website directly. The Group incurred costs of £18.9m (2009: £15.6m) relating to television and other offline advertising in 2010. The Group has contracts with a number of media agencies to acquire advertising inventory from commercial television companies. The Group typically has a commitment of between 6 and 10 weeks expenditure at any one time. Television and other offline advertising costs represent 87% (2009: 85%) of distribution costs.

The Group uses search engines to acquire traffic via paid search. The Group spent £29.6m (2009: £30.8m) on paid search in 2010. Although there are a number of search engines that operate in the UK, Google is the dominant search engine and accounts for the majority of the Group's spend in this area. The Group has no forward commitment to search engines and manages its spend on a real time basis.

The Group has a number of contracts with portal partners which are not considered to be material with the exception of one portal partner which accounted for 7% (2009: 5%) of Group internet revenue in 2010.

The Group has a number of contracts with providers which are based either on a cost per click basis or a cost per action basis or a hybrid of the two. It also has a number of commercial arrangements based on the number of page impressions served in the case of banner advertising. The Group does not consider it has any material contracts with providers in any one channel. The Group does however frequently deal with providers across a range of different channels managed under different contracts, often to different parts of the same organisation, and occasionally through third party media agencies. At this consolidated channel level, the largest individual provider represented approximately 5% (2009: 4%) of Group internet revenue in 2010.

Principal Risks and Uncertainties

The tables below summarise the material financial and operational risks to the Group and how the Group seeks to mitigate them in the day-to-day running of the business.

Financial risks

Risk area	Potential impact	Mitigation
Significant worsening in credit markets	Financial institutions may reduce the quantum of lending and tighten their acceptance criteria for customers seeking to obtain credit. This may reduce Group revenue. Providers may increase their focus on customer retention rather than acquisition. This may reduce commissions available to price comparison websites.	The Group continues to focus on building strong relationships with providers to ensure the Group is able to provide solutions to the needs of providers and to maximise the opportunities for providers to acquire customers in a cost effective manner.
Reduction of providers	Providers may consolidate, withdraw their products from price comparison websites or reduce their customer acquisition activity via price comparison websites. This may reduce competition for business, customer choice, Group revenue and the customer proposition of price comparison websites.	The Group continues to focus on building strong relationships with providers to ensure the Group is able to provide solutions to the needs of providers and to maximise the opportunities for providers to acquire customers in a cost effective manner.
Revenue assurance	Significant reduction of or a failure to recognise revenue from contracted providers where the Group is remunerated on a cost per action basis.	The Group will continue to perform independent reviews using third parties to gain assurance that the Group is being correctly remunerated for the sales it introduces to contracted providers.
Investment in new areas	Significant investments in new products and services or new geographies fails to make a return.	Investments in new areas typically leverage existing expertise and experience built up over many years. Capital requirements are relatively low and investment is managed in stages such that it is not finally committed until there is good visibility of a return.
Financial services and other markets regulation	The business model in financial services or other lines of business may be compromised by changes to existing regulation or the introduction of new regulation.	The Group has a team of regulatory specialists who work with the business to ensure that it remains compliant with existing regulation and informed of impending regulation. The Group has embraced regulation to date and shares the vision of the regulators generally to make the market more transparent to the end customer.

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Operational risks

Risk area	Potential impact	Mitigation
Competitive environment	Loss of market share and erosion of margins from increased competition.	The Group continues to focus on building market leading products to improve its proposition to customers. This includes investment in customer retention tools and technology including CRM initiatives which deliver additional features and functionality to customers.
Brand perception and reputation	Reduction in customer loyalty with existing customers and an inability to attract new customers if the business fails to maintain its position as a leading price comparison website or if its reputation is negatively impacted by any event, such as the loss or misuse of customer personal data.	Continued investment in television advertising reinforced through press activity will maintain the Group in customers' minds. Rigorous checking of the website through audit and review will maintain the accuracy of the information displayed. Rigorous use of internal controls and testing of the Group's systems will ensure the integrity and robustness of the Group's systems. Additional investment in initiatives increases transparency to the customer helping to protect brand values.
Business continuity, capacity and functionality of IT and systems	Failure to provide adequate service levels to customers or maintain revenue generating services.	The Group maintains two separate data centres with n + 1 redundancy in relation to its core infrastructure to ensure that service is maintained in the event of a disaster at the primary data centre. Developed software is rigorously tested and the Group operates a robust release process which mitigates the likelihood of software being released into a live environment without being fully tested.
Loss of key management	Loss of key management resulting in a lack of necessary expertise or continuity to execute strategy.	Existing key management and new hires are tied in through attractive equity incentive packages and rewarding career structures. In addition, succession plans have been developed for key members of the management team which are regularly reviewed.
Reliance on search engine natural listings	Reduction in gross margin through reduction in revenue derived from search engine optimisation activities.	The Group will continue to invest in sustainable search engine optimisation activities which adhere to search engine guidelines.
Economic environment	Reduction in visitors and revenue from a recession as customers seek to reduce levels of discretionary expenditure.	The Group continues to focus on building a wide range of market leading products to meet customers needs. Customers seeking to reduce levels of discretionary expenditure will also be looking to obtain 'best' value from compulsory products and services. The diversification of the Group both in the number of verticals that it operates in and the range of products and services it provides in each vertical should lessen the impact of a recession upon the Group although it cannot entirely mitigate against it.

Board of Directors and Company Secretary

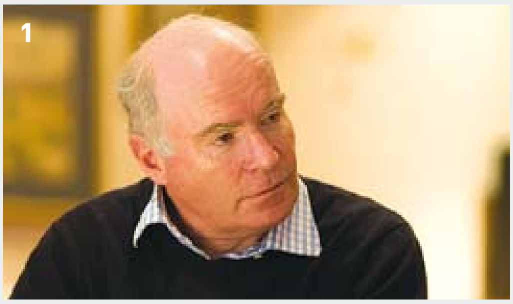
1 Gerald Corbett (a,b,c)
Chairman of the Board and Chairman of the Nomination Committee
Gerald was appointed Chairman of the Board in June 2007. He has been chairman of Britvic plc since November 2005. Gerald is also a non-executive director of Numis Corporation Plc and is chairman of the board of trustees of the Royal National Institute for the Deaf. Gerald was chairman of SSL International plc from 2005 to 2010, a non-executive director of Greencore Group plc from 2004 to 2010, chairman of Woolworths Group plc from 2001 to 2007, chief executive of Railtrack plc from 1997 to 2000 and group finance director of Grand Metropolitan plc from 1994 to 1997.

2 Simon Nixon
Deputy Chairman
Simon co-founded the Group's business in 1993 and since then has been involved in the management and development of the business including the launch of moneysupermarket.com in 1999 and travelsupermarket.com in 2004. Simon was appointed to the Board as Chief Executive Officer in April 2007 and became Deputy Chairman in February 2009.

3 Peter Plumb
Chief Executive Officer
Peter was appointed an Executive Director in January 2009 and became Chief Executive Officer of the Group in February 2009. Prior to joining the Group, Peter was the UK managing director of dunnhumby Limited between 2006 and 2008 and was previously general manager of Europe Disney Consumer Products, international director of Dyson Appliances Limited and held senior commercial roles at PepsiCo International. Peter has an MBA from IMD in Switzerland.

4 Paul Doughty
Chief Financial Officer
Paul joined the Group in 2004 as Chief Financial Officer. He previously had commercial finance experience with Motorola Limited, National Power plc and Morse plc. He is a qualified Chartered Accountant having trained and qualified at Price Waterhouse. Paul was appointed to the Board in April 2007.

5 David Osborne
Marketing Director
David was appointed an Executive Director in February 2009. Between 2005 and 2009, David was UK regional general manager at easyJet. He previously worked in senior marketing roles at ING Direct, Orange, Amazon.co.uk and Diageo.



a Member of the Audit Committee
b Member of the Remuneration Committee
c Member of the Nomination Committee

6 Graham Donoghue
Managing Director, Financial Services

Graham joined the Group in 2008 as Managing Director, Travel and was appointed an Executive Director in February 2009. He was appointed Managing Director, Financial Services in January 2011. Prior to joining the Group, Graham was new media director of TUI Travel plc between 2006 and 2008.

7 Michael Wemms (a,b,c)
Senior Independent Non-Executive Director and Chairman of the Remuneration Committee

Michael was appointed a Non-Executive Director in July 2007. Michael has been a non-executive director of Howden Joinery Group plc since 2006 and Inchcape plc since 2004. He was formerly chairman of the British Retail Consortium between 2004 and 2006, chairman of House of Fraser plc between 2001 and 2006 and a non-executive director of A&D Pharma Holdings N.V. between 2006 and 2008. Michael was previously an executive director of Tesco plc between 1989 and 2000.

8 Rob Rowley (a,b,c)
Independent Non-Executive Director and Chairman of the Audit Committee

Rob was appointed a Non-Executive Director in September 2007. Rob has been a non-executive director of Capital Shopping Centres Group PLC since 2004 where he is the senior independent director and chairs its audit committee. Rob was appointed a non-executive director of Taylor Wimpey plc in January 2010. He was formerly deputy chairman of Cable & Wireless plc between 2003 and 2006 and a non-executive director of Prudential plc between 1999 and 2006 where he chaired its audit committee. Rob was previously at Reuters plc from 1978 to 2001 where he was a director between 1990 and 2001.

9 Bruce Carnegie-Brown (a,b,c)
Independent Non-Executive Director

Bruce was appointed a Non-Executive Director in April 2010. Bruce is non-executive chairman of Conduit Capital Markets Limited and has been a non-executive director of Close Brothers Group plc since 2006 where he is the senior independent director and chairs its remuneration committee. Bruce was appointed a non-executive director of Catlin Group Limited in August 2010 where he is the senior independent director and chairs its remuneration committee. He was previously managing partner of 3i Quoted Private Equity and a member of the 3i Group plc's executive committee, chief executive officer of Marsh Limited between 2003 and 2006 and prior to that was a managing director at JP Morgan.

10 Darren Drabble
Company Secretary and General Counsel

Darren joined the Group as Company Secretary and General Counsel in May 2007. Darren has a corporate and commercial law background originally qualifying as a solicitor with Addleshaw Goddard LLP before working as a senior legal counsel at United Utilities Group PLC.

Corporate Responsibility Report

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The Group operates with an underlying awareness of its wider responsibilities to society.

Communities and charities

The Group's .Community initiative was launched in 2008 and has continued to develop throughout 2009 and 2010. The initiative is focused on providing support to charities located within a few miles of the Group's offices in Ewloe and so support is targeted primarily in Flintshire and Cheshire.

A volunteer group of employees meet each month to review requests for donations from charities and to allocate funds according to agreed donation guidelines. Employees are also active in researching and seeking out local good causes that the Group can help support. The initiative has been effective at harnessing the energy and enthusiasm of the Group's employees to benefit the communities in which it operates.

In 2010 the Group made £2,000 per month available for the .Community initiative. This funding has been channelled via the Charities Aid Foundation, enabling the Group to make gross donations to registered charities.

Over the course of the year the Group has supported 23 charities including:

Clwyd Crimebeat
Welsh Scout Council
Money Advice Trust
Wrexham Group RDA
Claire House
Save The Family
Miles of Smiles
Samantha Dickson Brain Tumour Trust
Pride of Flintshire Children's Awards
Hannah Jones for Brain Tumour Trust
North Wales Super Kids – Denbigh Home Start
The North Wales Chrysalis Trust

In addition to the .Community initiative, the Group and its employees continue to select and support a charity on an annual basis.

The 2010 Charity of the Year was Hope House Childrens' Hospice. The charity runs two centres, in Shropshire and Conwy, serving the North West of England and North Wales. The Hospice provides free care to terminally ill children and their families. Over the course of the year the Group's employees raised £5,729 for Hope House with the Group donating £5,729, bringing the total donated to Hope House during the year to £11,458.

Employees have selected Wales Air Ambulance as its 2011 Charity of the Year. The charity provides emergency air cover for individuals who face life threatening illness or injury via the operation of three helicopters.

Environment

The Group strives to reduce energy and raw material usage to support environmental and financial performance.

The Group has chosen not to set environmental key performance indicators due to its relative size and the limited impact it has on the environment.

Employees

The Group actively encourages employee involvement and consultation and places considerable emphasis on keeping its employees informed of the Group's activities via formal half yearly business performance updates, regular update briefings, regular team meetings, the Group's intranet site which enables easy access to the latest Group information as well as Group policies, and the circulation to employees of relevant information including corporate announcements. This also helps to achieve a common awareness amongst employees of the financial and economic factors affecting the performance of the Group.

The Group has an established employee forum through which nominated representatives ensure that employees' views are taken into account regarding issues that are likely to affect them. A robust employee engagement survey process is also in place to ensure that employees are given a voice in the organisation and that the Group can take action based on employee feedback.

The Group is committed to an equal opportunities policy. The Group aims to ensure that no employee is discriminated against, directly or indirectly, on the grounds of colour, race, ethnic and national origins, sexual orientation or gender, marital status, disability, religion or belief, being part time or on the grounds of age.

The Group recognises the importance of health and safety and the positive benefits to the Group. Therefore the Group's commitment to health and safety makes good business sense. The Group has a health and safety policy which is communicated to all employees through a health and safety handbook, which is regularly reviewed and updated.

Supporting students

In order to build links between the Group and local schools and colleges, work experience and placements are offered to a number of students. In doing so, the Group strives to make work placements positive, challenging and relevant to participants' current studies and their future job prospects.

Customers

The Group is committed to providing a high quality price comparison service to its customers, enabling them to compare a wide range of products in the money, insurance, travel and home services markets, and to find the product most suited to their needs.

To maintain high levels of customer satisfaction, the Group is constantly assessing the views of its customers and undertaking customer testing of its websites and any new developments it makes. The Group provides customers with information from a wide variety of sources such as editorial content, customer and expert reviews, forums and community features to enrich their experience and to help them find the product most suited to their needs.

Directors' Report

The Directors present their report and the Group and Company Financial Statements of Moneysupermarket.com Group PLC (the 'Company') and its subsidiaries (together the 'Group') for the financial year ended 31 December 2010.

Principal activities

The Company is a public limited company incorporated in England, registered number 6160943, with its registered office at Moneysupermarket House, St David's Park, Ewloe, Chester, CH5 3UZ.

The principal activity of the Group is the introduction of business to financial, insurance, travel, home services and other product providers through its websites. The principal activity of the Company is that of a holding company.

A fuller description of business activities is contained within the Financial and Business Review on pages 14 to 21.

Business review

The Chairman's Statement on pages 8 and 9, the Chief Executive's Report on pages 10 to 13, the Financial and Business Review on pages 14 to 21 and the Principal Risks and Uncertainties on pages 22 and 23 provide a detailed review of the Group's activities, likely future developments and principal risks and uncertainties. All the information detailed in those pages is incorporated by reference into this report and is deemed to form part of this report.

As at the date of this report, there have been no important events affecting the business of the Group which have occurred since 31 December 2010.

Corporate governance

The Corporate Governance Report, the Audit Committee Report, the Nomination Committee Report and the Directors' Remuneration Report on pages 31 to 42 are incorporated by reference into this report and are deemed to form part of this report.

Results and dividends

The Group's and Company's audited Financial Statements for the financial year ended 31 December 2010 are set out on pages 44 to 70.

An interim dividend of 1.3p (2009: interim dividend of 1.3p and special dividend of 4.93p) per ordinary share was paid to shareholders on 17 September 2010.

The Directors recommend a final dividend of 2.53p (2009: 7.11p comprising a dividend of 2.2p and special dividend of 4.91p) per ordinary share. If approved by shareholders at the forthcoming Annual General Meeting, this will be paid on 13 May 2011 to shareholders on the register at the close of business on 8 April 2011.

The final dividend, together with the interim dividend paid on 17 September 2010, gives a total dividend for the year of 3.83p (2009: 13.34p) per ordinary share.

Major shareholders

As at the date of this report, the Company had been notified of the following significant holdings of voting rights in its ordinary shares in accordance with the Financial Services Authority's Disclosure and Transparency Rules:

Shareholder	Number of ordinary shares/voting rights notified	Percentage of ordinary share capital notified
Simon Nixon	267,257,021	52.76
Coatue Management LLC	42,946,562	8.43
FIL Limited	25,452,692	5.01
BlackRock Inc	25,408,888	4.99
Capital Research & Management Company	24,480,000	4.93
State Street Nominees Limited	20,581,165	4.14

Share capital and control

The issued share capital of the Company comprises a single class of shares referred to as ordinary shares of 0.02p each. As at 31 December 2010, the issued share capital of the Company was £101,857 comprising 509,288,007 ordinary shares of 0.02p each. Full details of the share capital of the Company and changes to the share capital during the year are set out in note 16 to the Group Financial Statements on pages 61 and 62. All the information detailed in note 16 on pages 61 and 62 is incorporated by reference into this report and is deemed to form part of this report.

At the Annual General Meeting of the Company held on 31 March 2010, shareholders authorised the Directors to allot up to 338,010,000 ordinary shares in the capital of the Company. Directors will seek authority from shareholders at the forthcoming Annual General Meeting to allot up to 339,180,000 ordinary shares.

On a show of hands at a general meeting of the Company, every holder of ordinary shares present in person or by proxy, and entitled to vote, shall have one vote and, on a poll, every holder of ordinary shares present in person or by proxy, and entitled to vote, shall have one vote for every ordinary share held. There are no issued shares in the Company with special rights with regard to control of the Company.

The notice of the Annual General Meeting specifies deadlines for exercising voting rights and appointing a proxy or proxies to vote in relation to resolutions to be passed at the Annual General Meeting. All proxy votes are counted and the numbers for, against or withheld in relation to each resolution are announced at the Annual General Meeting and published on the Company's website after the meeting.

There are no restrictions on the transfer of ordinary shares in the Company other than:

- Certain restrictions may from time to time be imposed by laws and regulations (for example, insider trading laws).
- Pursuant to the Listing Rules of the Financial Services Authority whereby certain Directors, officers and employees of the Group require the approval of the Company to deal in ordinary shares of the Company.

Directors' Report continued

Under the rules of the Moneysupermarket.com Group PLC Share Incentive Plan ('Plan'), eligible employees were provided with the opportunity to receive 'free' shares on the listing of the Company ('Listing') with a value as at the date of Listing of £3,000, and all employees are entitled to purchase ordinary shares in the Company using money deducted from their pre-tax salary. Plan shares are held in trust for participants by Capita IRG Trustees Limited ('Trustees'). Voting rights are exercised by the Trustees on receipt of participants' instructions. If a participant does not submit an instruction to the Trustees, no vote is registered. In addition, the Trustees do not vote on any unawarded or forfeit shares held under the Plan as surplus assets. As at the date of this report, the Trustees held 0.15% of the issued ordinary share capital of the Company.

The Company is not aware of any agreements between shareholders that may result in restrictions on the transfer of securities and/or voting rights.

The Company and Simon Nixon entered into a relationship agreement on 11 July 2007 to regulate the ongoing relationship between them ('Relationship Agreement'). The Company and Simon Nixon have agreed in the Relationship Agreement that Simon Nixon is entitled to appoint (such number including himself) one Non-Executive Director for as long as he holds the beneficial interest in at least 15% of the ordinary shares of the Company, two Non-Executive Directors for as long as he holds the beneficial interest in at least 30% of the ordinary shares of the Company and three Non-Executive Directors for as long as he holds the beneficial interest in at least 50% of the ordinary shares of the Company. The Relationship Agreement will terminate if Simon Nixon holds less than 15% of the ordinary shares of the Company. As at the date of this report, Simon Nixon had not appointed any Non-Executive Directors pursuant to his rights in the Relationship Agreement.

Save in respect of Peter Plumb's service agreement (details of which are set out on page 40) and provisions of the Company's share schemes which may cause options and awards granted to employees under such schemes to vest on a takeover, there are no agreements between the Company and its Directors or employees providing for compensation for loss of office or employment (whether through resignation, purported redundancy or otherwise) that occurs because of a takeover bid.

Save in respect of the Company's share schemes, there are no significant agreements to which the Company is a party that take effect, alter or terminate upon a change of control following a takeover bid.

The Company's Articles of Association may only be amended by a special resolution at a general meeting of shareholders. No amendments are proposed to be made to the existing Articles of Association at the forthcoming Annual General Meeting.

Authority to purchase own shares

At the Annual General Meeting of the Company held on 31 March 2010, shareholders authorised the Company to purchase, in the market, up to 50,753,272 of its own ordinary shares either to be cancelled or retained as treasury shares. As at the date of this report, the Company had not purchased any of its own ordinary shares in the market.

Directors will seek authority from shareholders at the forthcoming Annual General Meeting for the Company to purchase, in the market, up to 50,928,800 of its own ordinary shares either to be cancelled or retained as treasury shares. The Directors will only use this power after careful consideration, taking into account the financial resources of the Company, the Company's share price and future funding opportunities. The Directors will only purchase such shares after taking into account the effects on earnings per share and the interests of shareholders generally.

Research and development

Innovation is important to the future success of the Group and to the delivery of long term value to shareholders. The Group's research and development expenditure is predominantly associated with computer and internet software systems. Successfully developed software is used to develop new products and to improve and extend the functionality and scope of the Group's internet operations.

Going concern

After making appropriate enquiries, the Directors have a reasonable expectation that the Company, and the Group as a whole, have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Financial Statements have been prepared on a going concern basis.

Directors

The following persons were Directors of the Company during the financial year ended 31 December 2010: Gerald Corbett, Simon Nixon, Peter Plumb, Paul Doughty, David Osborne, Graham Donoghue, Michael Wemms, Rob Rowley and Bruce Carnegie-Brown (appointed 15 April 2010). Their biographical details are set out on pages 24 and 25.

Subject to law and the Company's Articles of Association, the Directors may exercise all of the powers of the Company and may delegate their power and discretion to committees.

The Company's Articles of Association give the Directors power to appoint and replace Directors. Under the terms of reference of the Nomination Committee, any appointment to the Board of the Company must be recommended by the Nomination Committee for approval by the Board. The Articles of Association also require Directors to retire and submit themselves for election at the first Annual General Meeting following their appointment and to stand for re-election at least every three years following their election or last re-election.

In accordance with the Company's Articles of Association and the UK Corporate Governance Code, all of the Directors will retire at the forthcoming Annual General Meeting and, being eligible, will offer themselves for election or re-election.

Directors' remuneration

The Remuneration Committee, on behalf of the Board, has adopted a policy that aims to attract and retain the Directors needed to run the Group successfully. Details of the Directors' remuneration is set out in the Directors' Remuneration Report on pages 37 to 42.

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Directors' interests

Details of the Directors' and their connected persons' interests in the ordinary shares of the Company are set out in the Directors' Remuneration Report on pages 37 to 42. No Director has any other interest in any shares or loan stock of any Group company.

The details of transactions with Directors of the Company and related party transactions in the financial year ended 31 December 2010 are set out in note 21 to the Group Financial Statements on pages 65 and 66. During the year, no Director had any material interest in any contract of significance to the Group's business.

Directors' and officers' insurance and indemnities

During the financial year ended 31 December 2010 and up to the date of this report, the Company has maintained liability insurance for its Directors and officers.

The Company has granted indemnities to each of its Directors and the Company Secretary to the extent permitted by law and its Articles of Association. Qualifying third party indemnity provisions and qualifying pension scheme indemnity provisions were in force throughout 2010 and remain in force as at the date of this report in relation to certain losses and liabilities which the Directors or Company Secretary may incur in the course of acting as Directors, Company Secretary or employees of the Company or of any associated company.

Statement of Directors' responsibilities in respect of the Annual Report and the Financial Statements

The Directors are responsible for preparing the Annual Report and the Group and Company Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare Group and Company Financial Statements for each financial year. Under that law they are required to prepare the Group Financial Statements in accordance with IFRSs as adopted by the EU and applicable law and have elected to prepare the Company Financial Statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 Group and Company and of their profit or loss for that period. In preparing each of the Group and Company Financial Statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently.
- Make judgements and estimates that are reasonable and prudent.
- For the Group Financial Statements, state whether they have been prepared in accordance with IFRSs as adopted by the EU.
- For the Company Financial Statements, state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the Company Financial Statements.
- Prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Group and 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 its Financial Statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Under applicable law and regulations, the Directors are also responsible for preparing a Directors' Report, Directors' Remuneration Report and Corporate Governance Report that complies with that law and those regulations.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of Directors' responsibilities pursuant to Disclosure and Transparency Rules 4.1.12

Each of the Directors whose names and functions are set out on pages 24 and 25 confirm that, to the best of their knowledge:

- The Financial Statements, prepared in accordance with the applicable set of accounting standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company and the undertakings included in the consolidation taken as a whole.
- The business review includes a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.

Internal control

The Corporate Governance Report and Audit Committee Report on pages 31 to 35 includes the Board's assessment of the Group's system of internal controls and consideration of the guidance issued by the Turnbull Committee of the Institute of Chartered Accountants of England and Wales.

Employees

The Group places considerable value on the involvement of its employees and uses a number of ways to engage with employees on matters that impact them and the performance of the Group. These include formal half yearly business performance updates by members of the executive management team for all employees, regular update briefings for all employees, regular team meetings, the Group's intranet site which enables easy access to the latest Group information as well as Group policies, and the circulation to employees of results announcements and other corporate announcements. This also helps to achieve a common awareness amongst employees of the financial and economic factors affecting the performance of the Group.

Directors' Report continued

The Group has an established employee forum through which nominated representatives ensure that employees' views are taken into account regarding issues that are likely to affect them. A robust employee engagement survey process is also in place to ensure that employees are given a voice in the organisation and that the Group can take action based on employee feedback.

All employees are able to participate in the Moneysupermarket.com Group PLC Share Incentive Plan which gives employees the opportunity to purchase ordinary shares in the Company using money deducted from their pre-tax salary on a monthly basis. This helps to encourage employee interest in the performance of the Group.

Equal opportunities

The Group is committed to providing equality of opportunity to all employees without discrimination and applies fair and equitable employment policies which seek to promote entry into and progression within the Group. Appointments are determined solely by application of job criteria, personal ability, behaviour and competency.

Disabled persons

Disabled persons have equal opportunities when applying for vacancies, with due regard to their skills and abilities. Procedures ensure that disabled employees are fairly treated in respect of training and career development. For those employees becoming disabled during the course of their employment, the Group is supportive so as to provide an opportunity for them to remain with the Group, wherever reasonably practicable.

In the opinion of the Directors, all employee policies are deemed to be effective and in accordance with their intended aims.

Borrowings

The Group did not have any borrowings during the financial year ended 31 December 2010 (2009: £nil).

Financial risk management

It is the Group's objective to manage its financial risk so as to minimise the adverse fluctuations in the financial markets on the Group's profitability and cash flow. The specific policies for managing each of the Group's main financial risk areas are set out in note 17 to the Group Financial Statements on page 62.

Political and charitable donations

During the financial year ended 31 December 2010, the Group did not make any political donations (2009: £nil) and made charitable donations of £29,729 (2009: £33,379).

Creditor payment policy

It is Group policy to agree terms and conditions for its business transactions with suppliers. Payment is made in accordance with these terms provided the supplier meets its obligations. The average number of trade creditor days outstanding for the Group at 31 December 2010 was 50.8 days (2009: 58.4). The Company is a holding company and therefore had no trade creditors at 31 December 2010 (2009: nil).

Disclosure of information to auditors

The Directors who held office at the date of this report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each such Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information, and to establish that the Company's auditors are aware of that information.

Auditors

KPMG Audit Plc have indicated their willingness to accept reappointment as auditors of the Company. A resolution proposing their reappointment is contained in the notice of the forthcoming Annual General Meeting and will be proposed to shareholders at that meeting.

Annual General Meeting

The forthcoming Annual General Meeting of the Company will be held at Doubletree by Hilton Chester Hotel, Warrington Road, Hoole, Chester, CH2 3PD on Wednesday 4 May 2011 at 11.00am.

The notice convening the forthcoming Annual General Meeting of the Company, with details of the business to be transacted at the meeting and explanatory notes, is set out in a separate circular which has been sent to all shareholders at the same time as this report.

By order of the Board

Darren Drabble
Company Secretary
28 February 2011

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Corporate Governance Report

The Board of Directors ('Board') of Moneysupermarket.com Group PLC ('Company') is committed to high standards of corporate governance and supports the principles laid down in the revised Combined Code on Corporate Governance published in June 2008 by the Financial Reporting Council ('Combined Code'). This Corporate Governance Report describes how the principles of the Combined Code are applied by the Company and reports on the Company's compliance with the Combined Code's provisions.

Compliance

The Board considers that the Company has complied with the provisions of the Combined Code throughout the year ended 31 December 2010 and to the date of this report except as set out below.

Board of Directors

The Board currently has nine members, comprising the Non-Executive Chairman, Gerald Corbett, three Independent Non-Executive Directors, Michael Wemms, Rob Rowley and Bruce Carnegie-Brown, and five Executive Directors, Simon Nixon, Paul Doughty, Peter Plumb, Graham Donoghue and David Osborne. Michael Wemms has been designated as the Senior Independent Non-Executive Director.

The Board normally meets on at least eight occasions in each financial year including a two day strategy conference. To enable the Non-Executive Directors to more freely discuss the performance of the Group's management, the Chairman meets with the Non-Executive Directors at least once each year without the Executive Directors present.

The Board considers that all the Directors are able to devote sufficient time to their duties as Directors. Biographies of the Board are set out on pages 24 and 25 including details of the significant commitments of the Chairman. The Board is satisfied that these appointments do not conflict with the Chairman's ability to carry out his duties and responsibilities effectively for the Group.

Independence/Non-Executive Directors

The Chairman and the Non-Executive Directors bring wide and varied commercial experience to Board and Committee deliberations. The practice of the Company is to appoint Non-Executive Directors for specified terms of three years, subject to a maximum of up to 12 months' notice within that period and also subject to re-election and to Companies Act provisions relating to the removal of a Director. Each of the Non-Executive Directors, including the Chairman, currently holds a letter of appointment reflecting this.

The Board considers that Gerald Corbett was independent on appointment as Chairman and considers Michael Wemms, Rob Rowley and Bruce Carnegie-Brown to be independent, being independent in character and judgement and free from relationships or circumstances which are likely to affect, or could appear to affect, their judgement.

Conflicts of interest

The Company's Articles of Association were amended at the 2008 Annual General Meeting, in line with the Companies Act 2006, to allow the Board to authorise potential conflicts of interest that may arise and to impose limits or conditions, as appropriate, when giving any authorisation. Any decision of the Board to authorise a conflict of interest is only effective if it is agreed without the conflicted Directors voting or without their votes being counted and in making such a decision, the Directors must act in a way they consider in good faith will be most likely to promote the success of the Company.

The Company has established a procedure for the appropriate authorisation to be sought prior to appointment of any new Director or prior to a new conflict arising and for the regular review of actual or potential conflicts of interest. During the year, this procedure was adhered to and operated effectively.

Relationship Agreement

The majority shareholder of the Company is Simon Nixon. The Company and Simon Nixon entered into a relationship agreement on 11 July 2007 to regulate the ongoing relationship between them ('Relationship Agreement'). The principal purpose of the Relationship Agreement is to ensure that the Company is capable of carrying on its business independently of Simon Nixon, and that transactions and relationships with Simon Nixon are at arm's length and on normal commercial terms.

The Company and Simon Nixon have agreed in the Relationship Agreement that Simon Nixon is entitled to appoint (such number including himself as a Director) one Non-Executive Director for as long as he holds the beneficial interest in at least 15% of the ordinary shares of the Company, two Non-Executive Directors for as long as he holds the beneficial interest in at least 30% of the ordinary shares of the Company and three Non-Executive Directors for as long as he holds the beneficial interest in at least 50% of the ordinary shares of the Company. The Relationship Agreement will terminate if Simon Nixon holds less than 15% of the ordinary shares of the Company.

The Relationship Agreement also includes a protocol to be observed in relation to any Non-Executive Director appointed by Simon Nixon to deal with potential conflicts of interest and the provision of confidential information.

As at the date of this report, Simon Nixon had not appointed any Non-Executive Directors pursuant to his rights in the Relationship Agreement.

Division of responsibilities

The positions of Chairman and Chief Executive Officer are not combined, ensuring a clear division of responsibility at the head of the Company. The division of roles and responsibilities between the Chairman and Chief Executive Officer is clearly established, set out in writing and has been approved by the Board.

The Chairman is responsible for leadership of the Board, setting its agenda and monitoring its effectiveness. He ensures effective communication with shareholders and that the Board is aware of the views of major shareholders. He facilitates both the contribution of the Non-Executive Directors and constructive relations between the Executive and Non-Executive Directors.

Corporate Governance Report continued

The Chief Executive Officer is responsible for the day to day running of the Group, carrying out agreed strategy and implementing specific Board decisions.

Role of the Board

The Board is collectively responsible for the Group's performance and meets regularly to review the operation and performance of the Group. The Board has a formal schedule of matters reserved to it for decision making and matters delegated to Committees of the Board which are available on the Group's website at www.moneysupermarket.com. These include the Group's strategy; business plan and annual budget; acquisitions and disposals; and other major investments and capital projects.

There is an established procedure for the preparation and approval each year by the Board of business plans and the annual budget. The Board receives reports on performance against the business plan and budget and reviews any significant variances each time it meets. This information enables business performance to be monitored, evaluated, discussed and challenged where necessary and enables informed, sound decisions to be made. At least one of the Board's regular meetings each year is devoted to reviewing and approving the Group's strategic direction.

Board Committees

The Board has three principal Committees (Audit, Nomination and Remuneration) to which various matters are delegated. The Committees all have formal written terms of reference that have been approved by the Board and are published on the Group's website at www.moneysupermarket.com. They are also available in hard copy form on application to the Company Secretary.

Details of the work of the Audit, Nomination and Remuneration Committees are given in the reports of those Committees on pages 35 to 42.

The Directors who served on each of the Committees during the year are set out below:

Committee	Chairman	Member	Member	Member
Audit	Rob Rowley	Gerald Corbett	Michael Wemms	Bruce Carnegie-Brown
Nomination	Gerald Corbett	Michael Wemms	Rob Rowley	Bruce Carnegie-Brown
Remuneration	Michael Wemms	Gerald Corbett	Rob Rowley	Bruce Carnegie-Brown

Board and Committee attendance

The attendance record of the Directors at scheduled Board and Committee meetings during the year is set out in the following table. The Board scheduled eight meetings during the year and ad hoc conference calls were also convened to deal with specific matters which required attention between scheduled meetings.

	Board	Audit Committee	Nomination Committee	Remuneration Committee
Executive Directors				
Simon Nixon	7	–	–	–
Peter Plumb	8	–	–	–
Paul Doughty	8	–	–	–
Graham Donoghue	8	–	–	–
David Osborne	7	–	–	–
Non-Executive Directors				
Gerald Corbett	8	3	4	5
Michael Wemms	8	3	4	5
Rob Rowley	8	3	4	5
Bruce Carnegie-Brown*	6	2	2	2
Total number of scheduled meetings held	**8**	**3**	**4**	**5**

* Bruce Carnegie-Brown was appointed a Non-Executive Director on 15 April 2010 and attended all of the Board and Committee meetings during the year following his appointment.

The Executive Directors of the Company may attend meetings of the Committees at the invitation of the Chairman of the respective Committee.

Directors

The Company's Articles of Association require that new Directors appointed by the Board must retire and submit themselves for election by shareholders at the next Annual General Meeting following their appointment. The Company's Articles of Association further require that all Directors must retire and submit themselves for re-election at least every three years. In accordance with the UK Corporate Governance Code, all of the Directors will retire at the forthcoming Annual General Meeting and, being eligible, will offer themselves for re-election.

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The Company provides Directors' and officers' insurance cover for the benefit of Directors in respect of claims arising in the performance of their duties. The Company has also granted indemnities to each of its Directors and the Company Secretary to the extent permitted by law and its Articles of Association.

Board evaluation

The Board has established a formal process for the annual evaluation of the performance of the Board, its Committees and individual Directors. Questionnaires were prepared which provided the framework for the evaluation process. Each Director completed the questionnaires commenting on the performance of the other Directors, the Board and each Committee and submitted the completed questionnaires for collation.

Utilising the responses to the questionnaires, the Chairman has conducted interviews with each Director and assessed their individual performance. The Chairman has carried out an evaluation of the performance of the Board as a whole and of each Committee and, led by the Senior Independent Non-Executive Director, the Non-Executive Directors have met and assessed the performance of the Chairman taking into account the views of the Executive Directors.

The conclusions of those evaluations have been presented to the Board by the Chairman and the Senior Independent Non-Executive Director. The evaluation process is designed to cover Board processes, the structure and capability of the Board, strategic alignment, Board dynamics and the skills brought to the Board by each Director.

The Board evaluation process identified strengths and development areas and confirmed that the Board and its Committees were operating effectively. The principal development areas included the need for a greater focus on the Group's competitors and its employees, each of which would become regular agenda items at Board and Committee meetings.

Development

The Chairman and Company Secretary are responsible for preparing and implementing an induction programme for Directors, including business related presentations by senior management below Board level, as well as guidance on their duties, responsibilities and liabilities as a Director of the Company. Every Director has access to appropriate training as required following their appointment and is encouraged to develop their understanding of the Group.

Information

Board members are given appropriate documentation in a timely manner in advance of each Board or Committee meeting. This normally includes a detailed report on current trading and full papers on matters where the Board or Committee will be required to make a decision or give its approval. Specific business related presentations are given by senior management below Board level when appropriate.

The Directors have access to the advice and services of the Company Secretary. The Company Secretary is responsible for ensuring that Board procedures are followed and providing advice to the Board on corporate governance. Both the appointment and removal of the Company Secretary are matters for the Board as a whole.

Directors can, where they judge it necessary to discharge their responsibilities as Directors, obtain independent professional advice at the Company's expense. No such advice was sought by any Director during the year. Directors have the right to require that any concerns they may have are recorded in the appropriate Board or Committee minutes.

Shareholder relations

The Board is committed to establishing and maintaining good communications with shareholders. Senior executives, including the Chairman, Chief Executive Officer and Chief Financial Officer regularly meet with analysts and institutional shareholders to keep them informed of significant developments and to develop an understanding of their views which are reported back to the Board. Formal presentations are given to analysts and shareholders covering the full year and half year results. The Company Secretary deals with questions from individual shareholders.

The results and results presentations, together with all information reported to the market via the regulatory information service, press releases and other shareholder information, are published on the Group's website at www.moneysupermarket.com to be viewed and accessed by all shareholders.

The Senior Independent Non-Executive Director, Michael Wemms, is available to shareholders if they have concerns which contact through the normal channels of Chairman, Chief Executive Officer or Chief Financial Officer has failed to resolve, or for which such contact is inappropriate.

All shareholders will have the opportunity to ask questions at the forthcoming Annual General Meeting. The Chairmen of the Audit, Nomination and Remuneration Committees will be available to answer questions at that meeting. Shareholders may also contact the Chairman, the Chief Executive Officer or, if more appropriate, the Senior Independent Non-Executive Director to raise any issue with one or all of the Non-Executive Directors of the Company.

The Company will prepare separate resolutions on each substantially separate issue at the forthcoming Annual General Meeting. The result of the vote on each resolution will be published on the Group's website after the Annual General Meeting and will be announced via the regulatory information service.

Corporate Governance Report continued

Internal control and risk management

The Board is responsible for the Group's system of internal control and risk management and for reviewing its effectiveness. The system of internal control is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

The key features of the Group's system of internal control and risk management are:

- A comprehensive annual business planning and budgeting process, requiring Board approval, against which the Group's actual performance and any significant variances are regularly reviewed by the Board.
- A schedule of matters reserved for the Board's approval to ensure it maintains control over appropriate strategic, financial, organisational, compliance and capital investment issues.
- An organisation structure with clearly defined lines of responsibility and delegation of authority.
- Regular reviews by management and the Audit Committee of the key risks facing the Group and the actions being taken to mitigate and manage those key risks.
- An annual two day strategy conference to discuss and approve the Group's strategic direction, plans and objectives and the risks to achieving them.

In addition, the Audit Committee receives:

- Reports from the external auditors in relation to the Financial Statements and the material financial reporting judgements contained in them.
- Reports from the external auditors in relation to the system of internal control and the reviews by the external auditors of that system.

The Audit Committee has reviewed the effectiveness of the Group's system of internal control and risk management during the financial year ended 31 December 2010. The Board considers that in the context of the control environment described above, the Group's system of internal control and risk management is effective and satisfactory.

Share capital

Details of the Company's share capital are set out in the Directors' Report on pages 27 and 28.

Compliance with the Combined Code

The Directors consider that during the financial year ended 31 December 2010 and to the date of this report, the Company complied with the Combined Code except as follows:

A.3.2 – During the year at least half the Board, excluding the Chairman, did not comprise Independent Non-Executive Directors. The Directors consider that the Board is of sufficient size and diversity that the balance of skills and experience is considered to be appropriate for the requirements of the Group at the current time.

B.2.1 – Prior to the appointment of Bruce Carnegie-Brown on 15 April 2010, the Remuneration Committee did not comprise at least three Independent Non-Executive Directors.

C.3.1 – Prior to the appointment of Bruce Carnegie-Brown on 15 April 2010, the Audit Committee did not comprise at least three Independent Non-Executive Directors.

D.1.1 – As a result of regular feedback provided to the Board by the Chairman, Chief Executive Officer and Chief Financial Officer following their dialogue with major shareholders, the Senior Independent Non-Executive Director believes he is aware of the views of major shareholders. Unless requested by major shareholders, the Senior Independent Non-Executive Director does not attend meetings with them.

This report was approved by the Board and signed on its behalf by:

Darren Drabble
Company Secretary
28 February 2011

Audit Committee Report

The Audit Committee presents a separate report in relation to the financial year ended 31 December 2010.

Composition of the Audit Committee

The Audit Committee comprises the four Non-Executive Directors, Rob Rowley (Chairman of the Audit Committee), Gerald Corbett, Michael Wemms and Bruce Carnegie-Brown (since 15 April 2010). Rob Rowley, Michael Wemms and Bruce Carnegie-Brown are considered by the Board to be independent. Gerald Corbett was considered by the Board to be independent on appointment. Biographies of the members of the Audit Committee are set out on pages 24 and 25. Rob Rowley is a qualified accountant and was formerly finance director of Reuters plc and chairman of the audit committee at Prudential plc. He is currently chairman of the audit committee at Capital Shopping Centres Group PLC. The Board is satisfied that Rob Rowley has recent and relevant financial experience.

Operation of the Audit Committee

The Audit Committee met on three occasions during the year. Details of the attendance at Audit Committee meetings are set out in the Corporate Governance Report on page 32.

The Chief Executive Officer and Chief Financial Officer, together with the external auditors, will normally attend meetings at the invitation of the Chairman of the Audit Committee. The external auditors are regularly invited by the Audit Committee to advise them of any matters which they consider should be brought to the Audit Committee's attention without the Executive Directors present. The external auditors may also request a meeting with the Audit Committee if they consider it necessary.

The Company Secretary acts as secretary to the Audit Committee. The members of the Audit Committee can, where they judge it necessary to discharge their responsibilities, obtain independent professional advice at the Company's expense.

The Audit Committee's duties include:

- Monitoring the financial reporting process.
- Monitoring the statutory audit of the Group's Financial Statements.
- Reviewing the Group's Financial Statements and the material financial reporting judgements contained in them.
- Monitoring the effectiveness of the Group's internal control and risk management systems.
- Reviewing and monitoring the independence of the external auditors and the provision of additional services to the Group.
- Advising the Board on the appointment and removal of the external auditors and the remuneration and terms of engagement of the external auditors.
- Reviewing the Group's whistle blowing procedures.

The Audit Committee undertakes its activities in line with an annual work plan. The Audit Committee agrees the scope of the audit work and discusses the results of the full year audit and half year review each year.

The terms of reference of the Audit Committee are published on the Group's website at www.moneysupermarket.com and are available in hard copy form on application to the Company Secretary.

During the year, the Audit Committee reviewed the Group's whistle blowing procedures to ensure arrangements are in place to enable employees to raise concerns about possible malpractice or wrongdoing by the Group or any of its employees on a confidential basis. This includes arrangements to proportionately and independently investigate such matters and for appropriate follow-up action.

Internal control and risk management

The Board is responsible for the Group's system of internal control and risk management and for reviewing its effectiveness. The Audit Committee monitors and reviews each year the effectiveness of, and the framework for, the Group's system of internal control and risk management. This includes annual consideration as to whether there is a need to establish an internal audit function.

The Audit Committee undertook a review of the effectiveness of, and the framework for, the Group's system of internal control and risk management, including financial, operational and compliance controls during the year. In addition to this review, the external auditors provided the Audit Committee with comprehensive reports of the results of their controls testing as part of the external audit. On a half yearly basis, the Audit Committee also reviewed the key risks facing the Group and the actions being taken by management to mitigate and manage them.

During the year the Audit Committee considered the need to establish an internal audit function and concluded that the control systems are sufficient for the size and complexity of the Group such that an internal audit function is not required at this time. This will be reviewed in 2011.

Review of the work of the external auditors

Subject to the annual appointment of the external auditors by shareholders, the Audit Committee regularly reviews the relationship between the Group and the external auditors. This review includes an assessment of their performance, cost-effectiveness, objectivity and independence.

The Audit Committee is responsible for ensuring that an appropriate relationship is maintained between the Group and the external auditors. The Group has implemented a policy of controlling the provision of non-audit services by the external auditors in order to ensure that their objectivity and independence is safeguarded. This control is exercised by ensuring that all non-audit services are subject to the prior approval of the Audit Committee. During the year, the Audit Committee continued with the appointment of other accountancy firms to provide certain non-audit services to the Group and anticipates that this will continue in 2011.

The Audit Committee, having considered the external auditors' performance during their period in office, recommends their reappointment. A full breakdown of the audit and non-audit related fees is set out in note 5 to the Group Financial Statements on page 55. The Audit Committee discussed the level of fees and considered them appropriate given the current size of the Group. The Audit Committee is satisfied that the level and scope of non-audit services undertaken by the external auditors does not impair their independence and objectivity.

This report was approved by the Board and signed on its behalf by:

Rob Rowley
Chairman of the Audit Committee
28 February 2011

Nomination Committee Report

The Nomination Committee presents a separate report in relation to the financial year ended 31 December 2010.

Composition of the Nomination Committee

The Nomination Committee comprises the four Non-Executive Directors, Gerald Corbett (Chairman of the Nomination Committee), Michael Wemms, Rob Rowley and Bruce Carnegie-Brown (since 15 April 2010). Rob Rowley, Michael Wemms and Bruce Carnegie-Brown are considered by the Board to be independent. Gerald Corbett was considered by the Board to be independent on appointment. Biographies of the members of the Nomination Committee are set out on pages 24 and 25.

Operation of the Nomination Committee

The Nomination Committee met on four occasions during the year. Details of the attendance at Nomination Committee meetings are set out in the Corporate Governance Report on page 32.

The Nomination Committee's duties include:

- Evaluating the balance of skills, knowledge and experience of the Board.
- Considering the size, structure and composition of the Board.
- Where necessary, considering and recommending to the Board persons who are appropriate for appointment as Directors.
- Ensuring that succession planning for the Board is in place.

The Nomination Committee has a formal, rigorous and transparent procedure for the appointment of new Directors to the Board. The process involves the Nomination Committee interviewing suitable candidates who are proposed by either existing Board members or by an external search company. Careful consideration is given to ensure appointees have enough time available to devote to the role and that the balance of skills, knowledge and experience on the Board is maintained. When the Nomination Committee has identified a suitable candidate, the Chairman of the Nomination Committee will make a recommendation to the Board with the Board making the final decision.

This process was followed during the year in connection with the appointment of Bruce Carnegie-Brown as an additional Non-Executive Director of the Company.

When dealing with the appointment of a successor to the Chairman, the Senior Independent Non-Executive Director will chair the Nomination Committee instead of the Chairman.

During the year, the Nomination Committee reviewed the balance of skills, knowledge and experience of the Board together with the size, structure and composition of the Board, and reviewed the succession plans for the Board.

At the invitation of the Chairman of the Nomination Committee, the Chief Executive Officer, Chief Financial Officer and Human Resources Director may attend meetings of the Nomination Committee. The Company Secretary acts as secretary to the Nomination Committee. The members of the Nomination Committee can, where they judge it necessary to discharge their responsibilities, obtain independent professional advice at the Company's expense.

The terms of reference of the Nomination Committee are published on the Group's website at www.moneysupermarket.com and are available in hard copy form on application to the Company Secretary.

This report was approved by the Board and signed on its behalf by:

Gerald Corbett
Chairman of the Nomination Committee
28 February 2011

Directors' Remuneration Report

This Directors' Remuneration Report has been prepared by the Remuneration Committee and approved by the Board for the financial year ended 31 December 2010. It has been prepared in accordance with the Companies Act 2006. This report provides the Company's statement of how it has applied the principles of good governance relating to Directors' remuneration and is intended to communicate the Company's policies and practices on executive remuneration.

This report will be subject to an advisory shareholder vote at the forthcoming Annual General Meeting. KPMG Audit Plc have audited the content of the report described as 'Audited Information' to the extent required by law.

Remuneration Committee

The Remuneration Committee comprises the four Non-Executive Directors, Michael Wemms (Chairman of the Remuneration Committee), Gerald Corbett, Rob Rowley and Bruce Carnegie-Brown (since 15 April 2010). Michael Wemms, Rob Rowley and Bruce Carnegie-Brown are considered by the Board to be independent. Gerald Corbett was considered by the Board to be independent on appointment. Biographies of the members of the Remuneration Committee are set out on pages 24 and 25.

At the invitation of the Chairman of the Remuneration Committee, the Chief Executive Officer, Chief Financial Officer and Human Resources Director may attend meetings of the Remuneration Committee, except when their own remuneration is under consideration. No Director is involved in determining his or her own remuneration. The Company Secretary acts as secretary to the Remuneration Committee. The members of the Remuneration Committee can, where they judge it necessary to discharge their responsibilities, obtain independent professional advice at the Company's expense.

The Remuneration Committee's duties include:

- Determining and agreeing with the Board the framework and policy for the remuneration of the Chairman, Executive Directors, Company Secretary and executive management team.
- Determining the remuneration package of the Chairman, Executive Directors, Company Secretary and executive management team, including, where appropriate, bonuses, incentive payments and pension arrangements within the terms of the agreed framework and policy.
- Determining awards under the Company's long term incentive schemes.

The Remuneration Committee met on five occasions during the year. Details of the attendance at Remuneration Committee meetings are set out in the Corporate Governance Report on page 32.

The Remuneration Committee's terms of reference are published on the Group's website at www.moneysupermarket.com and are available in hard copy form on application to the Company Secretary.

Advisors

During the year, the Remuneration Committee received advice from Towers Watson and MM&K Limited, each of whom are independent remuneration consultants, in connection with remuneration matters including market comparison salary benchmarking data and best practice, and the development of the Group's performance related remuneration policy – with Towers Watson taking over as advisors during the year. Towers Watson is a member of the Remuneration Consultants Group and is committed to that group's voluntary code of practice for remuneration consultants in the UK. Neither Towers Watson nor MM&K Limited has any other connection or relationship with the Group. Neither Towers Watson nor MM&K Limited provided any other services to the Group during the financial year ended 31 December 2010.

Remuneration policy and objectives

The remuneration policy with respect to the Executive Directors has been designed to provide market competitive remuneration relative to a peer group of UK companies of similar size and scope to the Group.

The principal objective of the remuneration policy is to provide market competitive levels of remuneration in a form and amount necessary to attract, retain and motivate Executive Directors of appropriate calibre and experience, and that will reward successful execution of the Group's short term and long term strategy. The Remuneration Committee believes that this requires:

- The provision of mid-market base salaries with appropriate leverage to reward sustained exceptional performance provided stretching and demanding performance conditions are met.
- A reward structure that balances short term and long term performance.
- Competitive incentive arrangements that are underpinned by a balance of financial and operational performance metrics to provide both a focus on business performance and alignment with the interests of shareholders.

The Remuneration Committee believes that the remuneration of Executive Directors should provide an appropriate balance between fixed and variable (performance related) pay elements with a significant proportion of potential total remuneration being performance related elements. For target performance in 2011 it is anticipated that approximately 60% of total remuneration for Executive Directors will be performance related.

The Remuneration Committee will continue to review the remuneration policy to ensure it remains consistent with best remuneration practice and is aligned to shareholders' interests. The Remuneration Committee believes the policy described above, which applied in 2010, remains appropriate and that it will continue in 2011.

Components of remuneration

The main components of the remuneration packages of the Executive Directors consist of the following elements.

Directors' Remuneration Report continued

Base salary

Base salary for each Executive Director is reviewed annually by the Remuneration Committee, taking account of the Director's performance, experience and responsibilities; the annual salary review budget for the Group; business performance; and remuneration levels at a peer group of UK companies of similar size and scope to the Group. When determining Executive Director's base salaries, the Remuneration Committee also has regard to the remuneration and employment terms and conditions including levels of pay for Group employees.

Performance related bonus

Targets are approved by the Remuneration Committee at the beginning of each year and are aligned to internal targets and strategic business objectives.

For 2010, up to 125% of base salary for Peter Plumb and 100% of base salary for each of the other Executive Directors (excluding Simon Nixon) were payable for the achievement of target performance. For the achievement of exceptional performance targets a maximum bonus of 175% of base salary for the Chief Executive Officer and 150% of base salary for each of the other Executive Directors (excluding Simon Nixon) were payable.

In setting bonus targets, the Remuneration Committee seeks to link targets to areas of the business in which the Executive Directors have particular influence and responsibility, while also seeking to maintain a keen team ethos. The Executive Directors' bonuses are based on a variety of individual and team objectives (which for 2010 comprised between 30% to 40% of the total bonus) and financial targets (which for 2010 comprised between 60% to 70% of the total bonus). The bonus that resulted from the delivery of these objectives was reviewed by the Remuneration Committee based on its view of the Executive Director's overall performance.

The core targets for the 2010 bonus included the delivery of returns to shareholders through an adjusted EBITDA financial target and increases to the proportion of direct to site visitors, the total number of visitors and employee engagement through the individual and team objectives.

For 2010, performance against the adjusted EBITDA financial target exceeded target performance and the individual and team objectives were partially met. Bonus awards for the Executive Directors ranged from 95% to 134% of base salary.

The bonus structure for the Executive Directors for 2011 was reviewed and it was felt appropriate to place greater emphasis on financial targets (which for 2011 will comprise 80% of the total bonus) and to increase the bonus potential for Paul Doughty from 100% to 110% of base salary for target performance and from 150% to 160% of base salary for the maximum potential bonus. The individual and team objectives will also be different to reflect the key strategic objectives of the Group in 2011.

Long Term Incentive Plan

Conditional nil cost share awards are made by Appleby Trust (Jersey) Limited, as trustee of the Company's Employee Benefit Trust, following recommendations made by the Board. The levels of award and the performance conditions are recommended and reviewed by the Remuneration Committee annually.

The awards normally vest at the end of the three year performance period, subject to the achievement of the performance conditions and continued employment. Awards lapse to the extent that the performance conditions are not achieved.

The maximum award that can be made to an employee in any financial year is the equivalent of 200% of an employee's annual base salary, calculated on the basis of the market price of the Company's shares at the date of grant.

In 2010, awards under the Long Term Incentive Plan were made to 38 employees of the Group and were made over shares worth between 60% and 200% of those employees' annual base salaries.*

For the awards made in 2010, as detailed below, vesting of 70% of the award is subject to an absolute total shareholder return (TSR) performance condition and vesting of the remaining 30% of the award is subject to a comparative TSR performance condition. Both of these performance conditions are assessed over a three year performance period as detailed below.

For the absolute TSR element of the award to vest in full, the annual compound TSR of the Company must be at least 20% over the period 2010 to 2012 (inclusive).

No award will vest in relation to the absolute TSR element for performance below threshold, with 50% of the absolute TSR element of the award vesting at threshold performance of annual compound TSR of 10%, rising to 150% vesting at stretch performance of annual compound TSR of 20% on a straight-line basis. In order for the absolute TSR element to vest, the Remuneration Committee must be satisfied that such vesting is justified when taking into account the underlying financial performance of the Company.

For the comparative TSR element of the award to vest in full, the Company's relative TSR must rank in the upper quartile of the FTSE 250 (excluding Investment Trusts) over the period 2010 to 2012 (inclusive).

No award will vest in relation to the comparative TSR element for performance below median, with 30% of the comparative TSR element of the award vesting at median performance, rising to 150% vesting at upper quartile performance on a straight-line basis. In order for the comparative TSR element to vest, the Remuneration Committee must be satisfied that such vesting is justified when taking into account the underlying financial performance of the Company.

The Remuneration Committee chose the combination of absolute TSR and comparative TSR as the performance targets for the 2010 award under the Long Term Incentive Plan to provide closer alignment of management with shareholder interests and to incentivise management to generate long term sustainable returns for shareholders. The Remuneration Committee believes that the absolute TSR performance target also provides closer alignment with underlying financial performance than relative TSR growth alone.

The Remuneration Committee will meet once the results for the three year plan period are available to determine whether, and the extent to which, the performance conditions have been met.

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Dividends will accrue on any shares that vest in the form either of additional shares or a cash payment and will be made at the time of vesting.

*These figures relate to the maximum available if the performance targets are met in full, representing 150% of the actual awards made.

Share Option Scheme

Prior to the listing of the Company on 31 July 2007 ('Listing'), the Group operated the Moneysupermarket.com Financial Group Limited Share Option Scheme. All options under this scheme were granted prior to Listing and the Group does not intend to grant any further options under this scheme. All remaining options under this scheme held by the Executive Directors vested in February 2010 and were exercised during 2010 (see page 42 for further details). There were no performance conditions applicable to this scheme as it was a historic scheme used prior to Listing principally as a means of retaining key employees.

Pension

The Company operates a contributory money purchase pension scheme for the benefit of the Executive Directors. In all cases, base salary only is pensionable. During the year, the Company provided pension contributions of up to 10% of base salary for the benefit of the Executive Directors.

Car allowance

The Company provides a car allowance of £14,000 per annum for each of the Executive Directors. The amount of the car allowance is reviewed annually.

Share Incentive Plan

The Company's HMRC approved all employee Share Incentive Plan provides all employees with the opportunity to purchase ordinary shares in the Company on a monthly basis using money deducted from their pre-tax salary.

Chairman's Share Award

Under a share award agreement between the Company and Gerald Corbett dated 31 July 2007 ('Share Award'), Gerald Corbett was entitled to subscribe at nominal value for 235,294 ordinary shares in the Company (representing twice the number of shares he purchased on Listing with an investment of £200,000), conditional upon completion of three years' service as Chairman of the Company from Listing and the continued retention for that three year period of the 117,647 ordinary shares he purchased on Listing. Shareholder approval was obtained prior to the entry by the Company into the Share Award.

Following the payment of the special dividend of 4.93p per ordinary share on 16 October 2009, the Remuneration Committee approved in February 2010 an adjustment to the Share Award in accordance with the rules of the Share Award. As a result of that adjustment, Gerald Corbett became entitled to subscribe at nominal value for an additional 13,318 ordinary shares in the Company reflecting the reduction in the value of the Share Award arising from the payment of that special dividend.

Gerald Corbett exercised his rights under the Share Award during 2010 and subscribed for 248,612 ordinary shares in the Company, representing the original Share Award entitlement to subscribe for 235,294 ordinary shares and the additional 13,318 ordinary shares approved by the Remuneration Committee. Following such exercise, the Share Award ceased to exist.

Service agreements

The current policy is for Executive Directors' service agreement notice periods to be normally no longer than 12 months. The service agreements of the current Executive Directors and the letters of appointment of the Non-Executive Directors include the following terms:

	Effective date of service agreement/ letter of appointment	Unexpired term (approximate months from 31 December 2010)[1]	Notice period from Director (months)	Notice period from Company (months)
Executive Directors				
Simon Nixon	25 February 2009	12	12	12
Peter Plumb	25 February 2009	12	12	12
Paul Doughty	31 July 2007	12	12	12
Graham Donoghue	23 February 2009	12	12	12
David Osborne	23 February 2009	12	12	12
Non-Executive Directors				
Gerald Corbett	31 July 2010	31	12	12
Michael Wemms	31 July 2010	31	12	12
Rob Rowley	19 September 2010	33	0	12
Bruce Carnegie-Brown	15 April 2010	28	12	12

1. Executive Directors are appointed on 12 month rolling contracts. The letters of appointment of each of Gerald Corbett, Michael Wemms and Rob Rowley have been extended for a further three year term.

Directors' Remuneration Report continued

Peter Plumb's service agreement contains a temporary provision which states that, if his employment is terminated by the Company as a result of a change in control, wrongful dismissal or redundancy before 1 November 2011, he will be entitled to the sum of £225,000 less the market value of any shares received or receivable by him pursuant to his participation in the Group's Long Term Incentive Plan and less any tax payable on such sum, in addition to his 12 month notice period. Thereafter, Peter Plumb's notice period will revert to the normal 12 months which reflects the Company's general policy on such matters.

Subject to the above, there are no special provisions for Executive Directors or Non-Executive Directors with regard to compensation in the event of loss of office. In the event of the employment of an Executive Director being terminated, the Remuneration Committee would, having regard to the individual's circumstances, pay due regard to best practice and take account of the individual's duty to mitigate their loss.

The service agreements and letters of appointment are available for inspection by shareholders at the forthcoming Annual General Meeting and during normal business hours at the Company's registered office address.

Other appointments

Executive Directors may only accept outside appointments on external boards or committees with the prior approval of the Board. In addition to his directorship of companies in the Group, Simon Nixon is a director of Simonseeks.com Limited in which Simon Nixon is, directly or indirectly, the majority shareholder. No other Executive Director holds any directorship of any other company outside the Group.

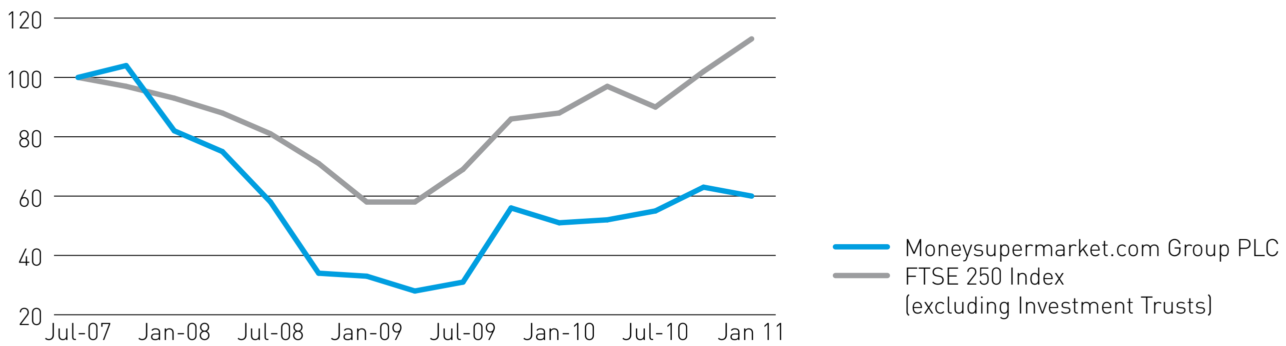
Non-Executive Directors

The Non-Executive Directors do not have service agreements but instead have letters of appointment for a three year term. The current policy is for Non-Executive Directors' letters of appointment notice periods to be normally no longer than 12 months. Each of the Non-Executive Directors currently has a letter of appointment reflecting this.

Following the exercise by Gerald Corbett of his rights under the Chairman's Share Award as set out on page 39, the remuneration of Non-Executive Directors consists solely of fees. The remuneration of the Chairman is determined by the Remuneration Committee and the remuneration of the other Non-Executive Directors is determined by the Executive Directors. The Non-Executive Directors do not participate in any of the Group's bonus, pension, share option or other performance related incentive schemes.

Performance graph

The following graph shows the total shareholder return of the Company in comparison to an appropriate index for the period since Listing.



Total shareholder return: Moneysupermarket.com Group PLC and FTSE 250 Index (excluding Investment Trusts)

Value of a hypothetical £100 holding since Listing

The Remuneration Committee considers the FTSE 250 Index (excluding Investment Trusts) to be an appropriate index for total shareholder return and comparison disclosure as it represents a broad equity market index in which the Company is a constituent member.

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Directors' interests in shares

The beneficial interests of the Directors and their connected persons in the shares of the Company are shown below:

	31 December 2010	31 December 2009
Executive Directors		
Simon Nixon	267,257,021	267,257,021
Peter Plumb	–	–
Paul Doughty	2,905,724	2,317,346
Graham Donoghue	–	–
David Osborne	–	–
Non-Executive Directors		
Gerald Corbett	237,246	117,647
Michael Wemms	6,791	6,125
Rob Rowley	–	–
Bruce Carnegie-Brown	20,000	–

The Directors' shareholdings shown above are all beneficial interests and include the interests of their spouses, civil partners and infant children or step-children together with the interests in shares held on behalf of the Executive Directors by the trustee of the Company's Share Incentive Plan which is detailed on page 39. No Director held a non-beneficial interest in any shares.

In the period 31 December 2010 to the date of this report, there has been no change in the Directors' interests in shares in the Company other than through the monthly purchases in January and February 2011 of ordinary shares under the Company's Share Incentive Plan by Paul Doughty. This has resulted in an increase in the interests held by Paul Doughty of 301 ordinary shares during this period.

The Remuneration Committee's intention is to introduce a policy under which the Executive Directors will be required to build up a meaningful shareholding in the Company.

Audited information

The following information has been audited by the Company's auditors, as required by the Companies Act 2006.

Directors' remuneration

Details of individual Directors' remuneration received during the year are as follows:

	Basic salary/ fees £000[1]	Taxable benefits £000[2]	Performance related bonus £000[3]	Pension contributions £000	Total 2010 £000	Total 2009 £000
Executive Directors						
Simon Nixon	100	–	–	–	100	144
Peter Plumb	350	14	470	34	868	686
Paul Doughty	250	14	263	25	552	478
Graham Donoghue	220	14	226	22	482	380
David Osborne	190	18	181	19	408	315
Non-Executive Directors						
Gerald Corbett	190	25	–	–	215	215
Michael Wemms	75	–	–	–	75	75
Rob Rowley	60	–	–	–	60	60
Bruce Carnegie-Brown	36	–	–	–	36	–
Total	**1,471**	**85**	**1,140**	**100**	**2,796**	**2,353**

1. With effect from 1 January 2011, Gerald Corbett's basic annual fee increased from £190,000 to £200,000 and each of the other Non-Executive Directors' basic annual fee increased from £50,000 to £55,000. An additional fee of £15,000 per annum is paid to Michael Wemms as the Senior Independent Non-Executive Director and an additional fee of £10,000 per annum is paid to each of Rob Rowley and Michael Wemms as the Chairmen of the Audit and Remuneration Committees respectively. With effect from 1 January 2011, Simon Nixon's basic salary increased from £100,000 to £105,000, Peter Plumb's basic salary increased from £350,000 to £375,000, Paul Doughty's basic salary increased from £250,000 to £260,000, Graham Donoghue's basic salary increased from £220,000 to £226,600 and David Osborne's basic salary increased from £190,000 to £200,000. The fees for Bruce Carnegie-Brown represent those payable in respect of services since appointment on 15 April 2010.
2. Benefits for the Executive Directors incorporate all benefits and expense allowances arising from employment which principally relate to the provision of a car allowance. Benefits for Gerald Corbett relate to an annual allowance of £25,000 for a motor vehicle and associated costs.
3. Includes performance related bonuses earned in the period under review but paid following the end of the financial year.

Directors' Remuneration Report continued

Directors' interests in Share Options

Full details of the options over ordinary shares in the Company held by the Executive Directors under the Share Option Scheme during the year are shown below:

	Date of grant	Options held at start of year	Options granted during year	Options exercised during year	Options lapsed during year	Options held at end of year	Option exercise price (p)	Market price of shares at date of exercise (p)	Date from which option exercisable[1]	Expiry date
Paul Doughty	18 June 2007	1,250,000	–	1,250,000	–	–	6	71.98	18 June 2008	18 June 2017
Total		**1,250,000**	**–**	**1,250,000**	**–**	**–**				

1. The options granted to Paul Doughty on 18 June 2007 vested in three equal tranches after the first, second and third anniversary of the date of grant. In February 2010 the Remuneration Committee approved the early vesting and exercise of the remaining options held by Paul Doughty. Further information is provided on page 39.
2. Aggregate gains made by Paul Doughty on the exercise of options over 1,250,000 ordinary shares in the year were £824,750.
3. A payment of £61,625 was made to Paul Doughty in April 2010 as compensation for the reduction in value of his options caused by the payment of the special dividend of 4.93p per share on 16 October 2009.

Directors' interests in the Long Term Incentive Plan

Full details of the conditional awards made to the Executive Directors under the Long Term Incentive Plan during the year are shown below:

	Date of award	Awards at start of year/date of appointment	Awards made during year	Awards vested during year	Awards lapsed during year	Awards at end of year	Market price of shares at date of award (p)	Vesting date
Peter Plumb	8 April 2009	1,145,288	–	–	–	1,145,288	53.5	8 April 2012
	7 April 2010	–	1,035,519	–	–	1,035,519	75.0	7 April 2013
Total		**1,145,288**	**1,035,519**	**–**	**–**	**2,180,807**		
Paul Doughty	8 April 2009	1,308,901	–	–	–	1,308,901	53.5	8 April 2012
	7 April 2010	–	556,133	–	–	556,133	75.0	7 April 2013
Total		**1,308,901**	**556,133**	**–**	**–**	**1,865,034**		
Graham Donoghue	8 April 2009	863,874	–	–	–	863,874	53.5	8 April 2012
	7 April 2010	–	489,396	–	–	489,396	75.0	7 April 2013
Total		**863,874**	**489,396**	**–**	**–**	**1,353,270**		
David Osborne	8 April 2009	484,293	–	–	–	484,293	53.5	8 April 2012
	7 April 2010	–	422,661	–	–	422,661	75.0	7 April 2013
Total		**484,293**	**422,661**	**–**	**–**	**906,954**		

1. Awards of nil cost options made in 2009 vest 30% at threshold and 100% at maximum (with 70% of the award subject to an annual adjusted EDITDA performance condition and 30% of the award subject to a comparative TSR performance condition).
2. Details of the performance conditions relating to the awards of nil cost options made in 2010 are set out on page 38.
3. The figures for the awards made in 2010 are the maximum available if the performance targets are met in full, representing 150% of the actual awards made. Please refer to page 38 for further details.

In the period from 1 January 2010 to 31 December 2010, the highest mid-market price of the Company's share was 88.5p and the lowest mid-market price was 61.0p, and at 31 December 2010 it was 78.0p.

This report was approved by the Board and signed on its behalf by:

Michael Wemms
Chairman of the Remuneration Committee
28 February 2011

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Independent Auditor's Report to the Members of Moneysupermarket.com Group PLC

We have audited the Group and Company Financial Statements (the 'Financial Statements') of Moneysupermarket.com Group PLC (the 'Company') for the year ended 31 December 2010 set out on pages 44 to 70. The financial reporting framework that has been applied in the preparation of the Group Financial Statements is applicable law and International Financial Reporting Standards ('IFRSs') as adopted by the EU. The financial reporting framework that has been applied in the preparation of the Company Financial Statements is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

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 an auditors' report 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.

Respective responsibilities of Directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 29, the Directors are responsible for the preparation of the Financial Statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the Financial Statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the Financial Statements

A description of the scope of an audit of Financial Statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on Financial Statements

In our opinion:

- the Financial Statements give a true and fair view of the state of the Group's and of the Company's affairs as at 31 December 2010 and of the Group's profit for the year then ended;
- the Group Financial Statements have been properly prepared in accordance with IFRSs as adopted by the EU;
- the Company Financial Statements have been properly prepared in accordance with UK Generally Accepted Accounting Practice;
- the Financial Statements have been prepared in accordance with the requirements of the Companies Act 2006; and, as regards the Group Financial Statements, Article 4 of the IAS Regulation.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion:

- the part of the Directors' Remuneration Report to be audited has been properly prepared in accordance with the Companies Act 2006;
- the information given in the Directors' Report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements; and
- the information given in the Corporate Governance Report set out on pages 31 to 34 with respect to internal control and risk management systems in relation to financial reporting processes and about share capital structures is consistent with the Financial Statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following:

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Company Financial Statements and the part of the Directors' Remuneration Report to be audited 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.

Under the Listing Rules we are required to review:

- the Directors' statement, set out on page 28, in relation to going concern;
- the part of the Corporate Governance Report in the Directors' Report relating to the Company's compliance with the nine provisions of the June 2008 Combined Code specified for our review; and
- certain elements of the report to shareholders by the Board on Directors' remuneration.

Stuart Burdass (Senior Statutory Auditor)
For and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants, St James' Square, Manchester, M2 6DS

28 February 2011

Consolidated Statement of Comprehensive Income

for the year ended 31 December 2010

	Note	**Year ended 31 December 2010 £000**	Year ended 31 December 2009 £000
Revenue		**148,892**	136,874
Cost of sales		**(42,763)**	(42,627)
Gross profit		**106,129**	94,247
Distribution expenses		**(21,621)**	(18,446)
Administrative expenses		**(73,771)**	(73,495)
Results from operating activities	5	**10,737**	2,306
Finance income	7	**287**	877
Profit before income tax		**11,024**	3,183
Income tax charge	8	**(3,323)**	(1,267)
Profit for the year		**7,701**	1,916
Other comprehensive income:			
Foreign currency translation		**17**	(121)
Deferred tax on share-based payments		**165**	(49)
Other comprehensive income for the year		**182**	(170)
Total comprehensive income for the year		**7,883**	1,746
Profit attributable to:			
Equity holders of the Company		**7,701**	2,068
Non-controlling interest	21	**–**	(152)
Profit for the year		**7,701**	1,916
Total comprehensive income attributable to:			
Equity holders of the Company		**7,883**	1,907
Non-controlling interest	21	**–**	(161)
Total comprehensive income for the year		**7,883**	1,746
Earnings per share:			
Basic earnings per ordinary share (p)	9	**1.5**	0.4
Diluted earnings per ordinary share (p)	9	**1.5**	0.4

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Consolidated Statement of Financial Position

at 31 December 2010

	Note	**31 December 2010 £000**	31 December 2009 £000
Assets			
Non-current assets			
Property, plant and equipment	11	**10,701**	12,135
Intangible assets	12	**182,541**	198,453
Total non-current assets		**193,242**	210,588
Current assets			
Trade and other receivables	13	**16,320**	14,375
Prepayments		**2,320**	1,793
Cash and cash equivalents	17	**36,593**	53,805
Total current assets		**55,233**	69,973
Total assets		**248,475**	280,561
Liabilities			
Non-current liabilities			
Deferred tax liability	15	**32,212**	39,011
Current liabilities			
Trade and other payables	14	**25,235**	18,756
Current tax liabilities		**3,387**	2,126
Total current liabilities		**28,622**	20,882
Total liabilities		**60,834**	59,893
Equity			
Share capital	16	**102**	102
Share premium		**171,297**	171,207
Retained earnings		**(68,239)**	(45,920)
Other reserves		**84,481**	95,279
Total equity attributable to equity holders of the Company		**187,641**	220,668
Non-controlling interest		**–**	–
Total equity		**187,641**	220,668
Total equity and liabilities		**248,475**	280,561

The Financial Statements were approved by the Board of Directors and authorised for issue on 28 February 2011. They were signed on its behalf by:

Peter Plumb

Paul Doughty

Consolidated Statement of Changes in Equity

for the year ended 31 December 2010

	Note	Issued share capital £000	Share premium £000	Other reserves £000	Retained earnings £000	Reserve for own shares £000	Foreign currency translation reserve £000	Total £000
At 1 January 2009		**101**	**171,047**	**106,737**	**(20,042)**	**–**	**3**	**257,846**
Foreign currency translation[1]		–	–	–	–	–	(121)	(121)
Deferred tax recognised on share-based payments[1]		–	–	–	(49)	–	–	(49)
Profit for the year		–	–	–	1,916	–	–	1,916
Total income and expense for the year		–	–	–	1,867	–	(121)	1,746
Share options exercised		1	160	–	–	–	–	161
Equity dividends	10	–	–	–	(42,730)	–	–	(42,730)
Share-based payment	18	–	–	–	3,645	–	–	3,645
Reserves transfer		–	–	(11,340)	11,340	–	–	–
At 31 December 2009		**102**	**171,207**	**95,397**	**(45,920)**	**–**	**(118)**	**220,668**
Foreign currency translation[1]		–	–	–	–	–	17	17
Deferred tax recognised on share-based payments[1]		–	–	–	165	–	–	165
Profit for the year		–	–	–	7,701	–	–	7,701
Total income and expense for the year		–	–	–	7,866	–	17	7,883
Share options exercised		–	90	–	–	–	–	90
Equity dividends	10	–	–	–	(42,851)	–	–	(42,851)
Share-based payment	18	–	–	–	1,851	–	–	1,851
Reserves transfer		–	–	(10,815)	10,815	–	–	–
At 31 December 2010		**102**	**171,297**	**84,582**	**(68,239)**	**–**	**(101)**	**187,641**

1 Foreign currency translation and deferred tax recognised on share-based payments represent the only income or expense for the current and prior years recognised directly in equity.

Other reserves

The other reserves balance represents the merger and revaluation reserves generated upon the acquisition of Moneysupermarket.com Financial Group Limited by the Company, as discussed below, and a capital redemption reserve for £19,000 arising from the acquisition of 95,294,118 deferred shares of 0.02p by the Company from Simon Nixon.

Upon the acquisition of Moneysupermarket.com Financial Group Limited, a merger reserve of £60,750,000 for 15% of the fair value of assets acquired, a merger reserve of £16,923,000 for 45% of the book value transferred from a company under common control, and a revaluation reserve of £65,345,000 representing 45% of the fair value of the intangible assets transferred from a company under common control, were recognised. Amounts are transferred from these reserves to retained earnings as the goodwill and other intangibles balances are impaired and amortised.

Foreign currency translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

Reserve for own shares

The reserve for the Company's own ordinary shares comprises the cost of the Company's ordinary shares held by the Group. At 31 December 2010, the Group held 536,592 ordinary shares at a cost of 0.02p per share through a trust for the benefit of the Group's employees.

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Consolidated Statement of Cash Flows

for the year ended 31 December 2010

	Note	**Year ended 31 December 2010 £000**	Year ended 31 December 2009 £000
Operating activities			
Profit for the year		**7,701**	1,916
Adjustments to reconcile Group net profit to net cash flows:			
Depreciation	11	**4,851**	4,436
Amortisation of intangible assets	12	**24,194**	25,200
Loss on disposal of property, plant and equipment		**31**	–
Finance income	7	**(287)**	(877)
Equity-settled share-based payment transactions	18	**1,851**	3,645
Effects of foreign exchange differences		**22**	(116)
Income tax charge	8	**3,323**	1,267
Change in trade and other receivables		**(2,398)**	1,920
Change in trade and other payables		**3,530**	(1,954)
Income tax paid		**(9,841)**	(10,467)
Net cash flow from operating activities		**32,977**	24,970
Investing activities			
Acquisition of minority interest in icero GmbH		**–**	(2)
Interest received		**282**	922
Acquisition of subsidiary	3	**(4,330)**	–
Cash acquired with subsidiary	3	**68**	–
Acquisition of property, plant and equipment	11	**(3,448)**	(2,982)
Net cash flow from investing activities		**(7,428)**	(2,062)
Financing activities			
Proceeds from share issue		**90**	161
Dividends paid		**(42,851)**	(42,730)
Net cash flow from financing activities		**(42,761)**	(42,569)
Net decrease in cash and cash equivalents		**(17,212)**	(19,661)
Cash and cash equivalents at start of year		**53,805**	73,465
Effect of exchange rate fluctuations on cash held		**–**	1
Cash and cash equivalents at end of year	17	**36,593**	53,805

Notes to the Consolidated Financial Statements

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1 Corporate information

The Consolidated Financial Statements of Moneysupermarket.com Group PLC ('Company'), a company incorporated in England, and its subsidiaries for the year ended 31 December 2010 were authorised for issue in accordance with a resolution of the Directors on 28 February 2011. The Consolidated Financial Statements have been prepared and approved by the Directors in accordance with International Financial Reporting Standards as adopted by the EU ('Adopted IFRSs'). The Company has elected to prepare its Company Financial Statements in accordance with UK GAAP; these are presented on pages 67 to 70.

2 Summary of significant accounting policies

Basis of preparation

The Financial Statements are prepared on the historical cost basis. Comparative figures presented in the Financial Statements represent the year ended 31 December 2009. The Financial Statements are prepared on a going concern basis, which the Directors deem appropriate, given the Group's positive cash position and lack of debt.

Use of estimates and judgements

The preparation of Financial Statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

The most significant areas of estimation uncertainty, and areas where critical judgements are made in applying accounting policies that have a material effect on the Financial Statements, are listed below. The uncertainties encountered, and judgements made, are described in more detail in the relevant accounting policies and accompanying notes:

- Note 12 goodwill and other intangibles, including their amortisation and impairment
- Note 13 revenue recognition
- Note 13 provision for doubtful debts
- Note 14 accruals
- Note 18 share-based payments

Basis of consolidation

These Consolidated Financial Statements incorporate the Financial Statements of the Company and its subsidiaries.

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that are currently exercisable or convertible are taken into account. The Financial Statements of subsidiaries are included in the Consolidated Financial Statements from the date that control commences until the date that control ceases.

Changes in accounting policies

Accounting for business combinations

From 1 January 2010 the Group has applied IFRS 3 Business Combinations (2008) in accounting for business combinations. The change in accounting policy has been applied prospectively. The impact on earnings per share is disclosed in note 3.

Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that currently are exercisable.

Acquisitions on or after 1 January 2010

For acquisitions on or after 1 January 2010, the Group measures goodwill at the acquisition date as:
- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

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2 Summary of significant accounting policies continued

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

Acquisitions between 22 June 2007 and 1 January 2010

For acquisitions between 22 June 2007 and 1 January 2010, goodwill represents the excess of the cost of the acquisition over the Group's interest in the recognised amount (generally fair value) of the identifiable assets, liabilities and contingent liabilities of the acquiree. When the excess was negative, a bargain purchase gain was recognised immediately in profit or loss.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurred in connection with business combinations were capitalised as part of the cost of the acquisition.

The Group was established via a series of transactions that occurred concurrently on 22 June 2007. These comprised the incorporation of the Company with Simon Nixon as sole shareholder, the acquisition by the Company using a share for share exchange of Simon Nixon's 45% interest in Moneysupermarket.com Financial Group Limited and the acquisition by the Company of all other shares in Moneysupermarket.com Financial Group Limited from third parties. The acquisition of Simon Nixon's shares was between two parties, being Simon Nixon and the Company, who were under common control at the time of the transaction. The acquisition was of an interest in a company which gave the investor a significant influence in the company and it was concluded that this arrangement was a common control transaction and not within the scope of IFRS 3 Business Combinations. As a result the Company accounted for this 45% interest in Moneysupermarket.com Financial Group Limited at original carrying value rather than fair value at the date of the acquisition. The acquisition of the remaining shares in Moneysupermarket.com Financial Group Limited was accounted for in accordance with IFRS 3 Business Combinations applying the accounting guidance for a business combination achieved in stages. This resulted in the fair value of the identifiable assets, liabilities and contingent liabilities of Moneysupermarket.com Financial Group Limited being recognised in full and the goodwill in respect of the acquisition from third parties being recognised.

Foreign currency

The Consolidated Financial Statements are presented in sterling, which is the Company's functional and presentation currency. The functional currency of the foreign operation icero GmbH is the euro. The income and expenses of the foreign operation are translated into sterling at an average exchange rate for the period in which the activity occurred. The assets and liabilities of the foreign operation are translated into sterling using exchange rates ruling as at the balance sheet date. The exchange difference arising upon translation is taken directly to a separate component of equity.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. Foreign currency differences arising on retranslation are recognised as a profit or loss.

Revenue

Internet business

The Group generates fees from internet lead generation (click based revenue), commissions from brokerage sales and advertising through a variety of contractual arrangements. The Group recognises click based revenues and associated costs in the period that the lead is generated. Brokerage commissions are recognised at the point of completion of the transaction with the customer. Advertising revenue is recognised in the period when an advertisement is delivered to the end user.

Intermediary business

Commissions are recognised on completed transactions in the period that a transaction completes.

Revenue is recognised net of value added tax.

Property, plant and equipment

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

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Notes to the Consolidated Financial Statements continued

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2 Summary of significant accounting policies continued

Depreciation is charged to the Statement of Comprehensive Income on a straight-line basis over the estimated useful life of each part of an item of property, plant and equipment. Land is not depreciated. Assets under construction are not depreciated until brought into use. The estimated useful lives are as follows:

Buildings	50 years
Plant and equipment (including IT equipment)	3 years
Fixtures and fittings	5 years
Office equipment	5 years

The useful lives and depreciation rates are reassessed at each reporting date.

Intangible assets

Goodwill

Goodwill is measured at cost less any accumulated impairment losses, with the carrying value being reviewed for impairment at least annually, and whenever there is an indication that the carrying value may be impaired.

Other intangible assets

The cost of other intangible assets acquired in a business combination is fair value as at the date of acquisition. After initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. All the Group's intangible assets (other than goodwill) have been identified as having finite useful lives. As such, they are amortised on a straight-line basis over their useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at each financial year end. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Comprehensive Income in the expense category consistent with the function of the intangible asset. The estimated useful lives are as follows:

Market-related	10 years
Customer relationships	7 years
Customer lists	3 years
Technology	3 years

Market-related intangible assets are defined as those that are primarily used in the marketing or promotion of products and services, for example trademarks, trade names and internet domain names.

Customer-related intangible assets consist of customer lists, customer contracts and relationships, and non-contractual customer relationships. For accounting purposes, customer relationships and customer lists have been identified separately. Relationships with high-profile customers provide the Group with prominence in the marketplace, create volume and traffic on the website, and enhance the reputation of the brand. Customer lists allow the Group to undertake targeted marketing activities.

Technology-based intangible assets relate to innovations and technical advances such as computer software, patented and unpatented technology, databases and trade secrets.

Impairment

The carrying amounts of the Group's assets are reviewed annually to determine whether there is any indication of impairment. If such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Comprehensive Income.

For the purposes of impairment reviews, the recoverable amount of the Group's assets is taken to be the higher of their fair value less costs to sell and their value in use.

Research and development

Expenditure on research activities, undertaken with the prospect of gaining technical knowledge and understanding, is charged to the Statement of Comprehensive Income when incurred. Development expenditure is capitalised when it meets the criteria outlined in SIC 32. Expenditure that does not meet the criteria is expensed directly to the Statement of Comprehensive Income.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand are included as a component of cash and cash equivalents for the purpose only of the Statement of Cash Flows.

2 Summary of significant accounting policies continued

Employee benefits

Defined contribution plans

Obligations for contributions to defined contribution pension plans are recognised as an expense in the Statement of Comprehensive Income as incurred.

Share-based payment transactions

The Group's share schemes allow certain Group employees to acquire ordinary shares in the Company. The fair value of share awards made is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at award date and spread over the period during which the employees become unconditionally entitled to the awards. The fair values of the share awards are measured using the Monte Carlo method for options subject to a market-based condition and the Black-Scholes model for all others, taking into account the terms and conditions upon which the awards were made. The amount recognised as an expense is adjusted to reflect the number of share awards expected to vest.

Short term employee benefits

Short term employee benefit obligations are measured on an undiscounted basis and are recognised in the Statement of Comprehensive Income as the related service is provided.

A provision is recognised for the amount expected to be paid under short term cash bonus or profit sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Advertising costs

The Group incurs costs from advertising via a number of different media. Costs associated with the production of adverts are recognised as an expense in the Statement of Comprehensive Income only once the advert is available to the Group in a format ready for use, having been approved for airing or displaying. The cost of airing or displaying the advert is taken as an expense in the period in which the advert is aired or displayed.

Finance income

Finance income comprises interest receivable, which is recognised in the Statement of Comprehensive Income as it accrues using the effective interest method.

Dividends

Dividends payable to the Company's shareholders are recognised as a liability and deducted from shareholders' equity in the period in which the shareholders' right to receive payment is established.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

In the year ended 31 December 2010 a deferred tax liability was recognised at the expected future tax rate of the value of the intangible assets with finite lives which were acquired with Financial Services Net Limited, representing the tax effect of the amortisation of these assets in future periods.

A deferred tax liability was recognised in the year ended 31 December 2007 as 30% of the value of the intangible assets with finite lives which were generated upon the acquisition of Moneysupermarket.com Financial Group Limited, representing the tax effect of the amortisation of these assets in future periods. This liability was revalued at 31 December 2008 to 28% of the value of the intangible assets.

Notes to the Consolidated Financial Statements continued

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2 Summary of significant accounting policies continued

Both these liabilities will decrease in line with the amortisation of the related intangible assets, with the deferred tax credit recognised in the Statement of Comprehensive Income in accordance with IAS 12.

Group management of capital

The Group's objectives when managing capital are:

- to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group sets the amount of capital in proportion to risk. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In assessing the level of capital all components of equity are taken into account, i.e. share capital, retained earnings and reserves (where applicable), as well as unvested share options and awards.

The Group manages its cash balances by depositing them with a number of financial institutions to reduce credit risk. The Group had no debt as at 31 December 2010 and is not subject to externally imposed capital requirements; management of capital therefore focuses around its ability to generate cash from its operations. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to raise funds. The Group believes it is meeting its objectives for managing capital as funds are available for reinvestment where necessary as well as being in a position to make returns to shareholders where this is felt appropriate.

There were no changes to the Group's approach to capital management during the year.

Accounting standards issued but not yet effective

A number of new standards, amendments to standards and interpretations have been issued during the year ended 31 December 2010 but are not yet effective, and therefore have not yet been adopted by the Group.

Amendments to IAS 32 'Financial Instruments: Presentation' – classification of rights issues is mandatory for years commencing on or after 1 February 2010. The amendment allows rights, options or warrants to acquire a fixed number of the entity's own equity instruments for a fixed amount of any currency to be classified as equity instruments provided the entity offers the rights, options or warrants pro rata to all of its existing owners of the same class of its own non-derivative equity instruments. Adoption of this standard is not expected to have a significant impact on the Group.

Revised IAS 24 'Related Party Disclosure' is mandatory for years commencing on or after 1 January 2011. The standard amends the definition of a related party and modifies certain related party disclosure requirements for government-related entities. The adoption of this standard is not expected to have a significant impact on the Group.

The Group continues to monitor the potential impact of other new standards and interpretations which may be endorsed by the European Union and require adoption by the Group in future reporting periods.

3 Acquisition of Financial Services Net Limited

On 14 October 2010, the Group acquired all of the shares in Financial Services Net Limited ('FSN') for £4.4 million, satisfied in cash with a further £400,000 payable pending the outcome of certain matters, and a contingent payment of up to £4 million payable up to the third anniversary of handover upon the achievement of specified financial targets by FSN. The company operates a range of websites in the financial services sector aimed at putting consumers in touch with brokers or product providers who will provide them with the product they are looking for. In the two and a half months to 31 December 2010 the subsidiary contributed revenue of £69,000 and a net loss of £159,000 to the consolidated profit for the year. If the acquisition had occurred on 1 January 2010, Group revenue would have been an estimated £149.3 million and profit would have been an estimated £7.5m. In determining these amounts, management has assumed that the fair value adjustments that arose on the date of acquisition would have been the same if the acquisition occurred on the first day of the accounting period.

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3 Acquisition of Financial Services Net Limited continued

Effect of acquisition

The acquisition had the following effect on the Group's assets and liabilities.

	Pre-acquisition carrying amounts £000	Fair value adjustments £000	Recognised values on acquisition £000
FSN's net assets at the acquisition date:			
Property, plant and equipment	7	(7)	–
Intangible assets (see note 12)	–	6,083	6,083
Trade and other receivables	74	–	74
Cash and cash equivalents	68	–	68
Trade and other payables	(59)	(200)	(259)
Deferred tax liabilities	–	(1,145)	(1,145)
Net identifiable assets and liabilities	90	4,731	4,821
Goodwill on acquisition			2,199
Total consideration			7,020

A detailed description of the different intangible assets which have been identified within the acquired business, and the methods used to value them, are provided within note 12. The deferred tax liability represents the tax effect which will result from the amortisation of the intangible assets, estimated using the anticipated future tax rate and the fair value of the different classes of asset.

	£000
Consideration:	
Initial consideration, paid in cash	4,412
Contingent consideration	2,608
Total consideration	7,020

The initial consideration includes a payment of £4,330,000 which was made during the year, and a payment of £82,000 which is expected to be made after 31 December 2010.

The Group incurred acquisition-related costs of £0.7m relating to legal and advisory fees, including the vendor's related expenses, which have been expensed in administrative expenses. The impact on basic and diluted earnings per share is a decrease of 0.14 and 0.13 pence respectively.

The contingent consideration includes two elements:

- Up to £400,000 which may become due dependent upon the outcome of ongoing discussions around the indirect tax treatment of certain income streams. Management have estimated that there is a 50% probability of this amount becoming due and have recognised £200,000 of contingent consideration, which represents its fair value at the acquisition date.
- Up to £4million which may become due upon the achievement of financial performance measures specified in the purchase agreement. Up to one third of this amount will be payable on each of the first three anniversaries of the handover date. Management have estimated the amount of this element which will become payable by attributing different probabilities to a range of possible outcomes derived from the most recent forecasts of the business' performance. The Group has included £2,408,000 as contingent consideration related to this additional consideration, which represents its fair value at the acquisition date.

Notes to the Consolidated Financial Statements continued

4 Segmental information

Business segments

In applying IFRS 8 – Operating Segments, the Group has disclosed four reportable segments, being Money, Insurance, Travel and Home. Money, Insurance and Home operate under the brand name moneysupermarket.com, and Travel under the brand name travelsupermarket.com, however, all four segments are reported separately. This disclosure correlates with the information which is presented to the Group's Chief Operating Decision Maker, the Company Board, which reviews revenue by segment. The Group's costs, finance income, tax charges and net assets are only reviewed by the Chief Operating Decision Maker at a consolidated level, and therefore have not been allocated between segments in the analysis below. Of the Group revenue of £148.9m (2009: £136.9m) reported in 2010, £148.8m (2009: £134.9m) was generated in the UK. During the year, the Group took the decision to wind down its German operation.

	Money £000	Insurance £000	Travel £000	Home £000	Reportable Segments Total £000	Other £000	**Total £000**
Year ended 31 December 2010							
Revenue							
Segment revenue	44,006	84,520	13,926	6,206	148,658	234	**148,892**
Results							
Operating expenses							**(138,155)**
Profit from operating activities							**10,737**
Finance income							**287**
Profit before tax							**11,024**
Income tax charge							**(3,323)**
Profit for the year							**7,701**
At 31 December 2010							
Assets and liabilities							
Intangible assets							**125,377**
Goodwill							**57,164**
Other unallocated assets							**65,934**
Total assets							**248,475**
Deferred tax liability							**32,212**
Other unallocated liabilities							**28,622**
Total liabilities							**60,834**
Other segment information							
Capital expenditure							
Property, plant and equipment							**3,448**
Intangible fixed assets							**8,282**
Total capital expenditure							**11,730**
Depreciation							**4,851**
Amortisation							**24,194**

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4 Segmental information continued

	Money £000	Insurance £000	Travel £000	Home £000	Reportable Segments Total £000	Other £000	Total £000
Year ended 31 December 2009							
Revenue							
Segment revenue	38,132	75,669	16,305	5,539	135,645	1,229	136,874
Results							
Operating expenses							(134,568)
Profit from operating activities							2,306
Finance income							877
Profit before tax							3,183
Income tax charge							(1,267)
Profit for the year							1,916
At 31 December 2009							
Assets and liabilities							
Intangible assets							143,488
Goodwill							54,965
Other unallocated assets							82,108
Total assets							280,561
Deferred tax liability							39,011
Other unallocated liabilities							20,882
Total liabilities							59,893
Other segment information							
Capital expenditure							
Property, plant and equipment							2,982
Intangible fixed assets							–
Total capital expenditure							2,982
Depreciation							4,436
Amortisation							25,200

5 Results from operating activities

	31 December 2010 £000	31 December 2009 £000
Profit on ordinary activities before taxation is stated after charging		
Depreciation	**4,851**	4,436
Amortisation of intangible assets	**24,194**	25,200
Auditors' remuneration:		
Audit of these Financial Statements	**81**	65
Audit of subsidiaries' Financial Statements	**52**	50
Review of interim Financial Statements	**27**	25
Services relating to direct and indirect taxation	**129**	146
Other services	**56**	61

Notes to the Consolidated Financial Statements continued

6 Staff numbers and cost

The average number of persons employed by the Group (including Directors) during the year, analysed by category, was as follows:

	Number of employees 31 December 2010	Number of employees 31 December 2009
IT operations	**162**	187
Administration	**271**	295
	433	482

The aggregate payroll costs of these persons were as follows:

	31 December 2010 £000	31 December 2009 £000
Wages and salaries	**19,653**	19,236
Compulsory social security contributions	**2,167**	2,867
Contributions to defined contribution plans	**468**	738
Equity-settled share-based payment transactions	**1,851**	3,645
	24,139	26,486

7 Finance income

	31 December 2010 £000	31 December 2009 £000
Finance income		
Interest received on bank deposits	**287**	877

8 Income tax

Income tax charged in the Statement of Comprehensive Income

	31 December 2010 £000	31 December 2009 £000
Current tax		
Current tax on income for the year	**11,104**	9,202
Deferred tax		
Origination and reversal of temporary differences	**(7,239)**	(7,541)
Deferred tax on unapproved equity-settled share awards	**280**	(394)
Adjustments due to change in corporation tax rate	**(1,172)**	–
Adjustment in relation to prior period	**350**	–
	(7,781)	(7,935)
Tax on profit on ordinary activities	**3,323**	1,267

Reconciliation of the effective tax rate

The tax charge for the year is higher (2009: higher) than the standard rate of corporation tax in the UK in 2010 of 28% (2009: 28%). The differences are explained below.

	31 December 2010 £000	31 December 2009 £000
Profit for the year	**11,024**	3,183
Standard rate of tax at 28% (2009: 28%)	**3,087**	891
Effects of:		
Expenses not deductible for tax purposes	**941**	1,182
Deferred tax not recognised at 28% (2009: 28%)	**163**	513
Movement on deferred tax asset related to share-based payments	**(46)**	(1,319)
Impact on deferred tax of reduction in corporation tax rate to 27%	**(1,172)**	–
Adjustment in relation to prior period	**350**	–
Tax on profit on ordinary activities (see above)	**3,323**	1,267

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8 Income tax continued

From 1 April 2011 the corporation tax rate payable by the Group is to reduce to 27% with a further 1% reduction each year until tax year 2014/15 (when the rate will stabilise at 24%).

Unrecognised tax losses

The Group has tax losses arising from the results of a foreign subsidiary of £584,000 (2009: £1,830,000). A deferred tax asset has not been recognised in respect of these losses as it is uncertain as to whether they may be used to offset taxable profits elsewhere in the Group and they have arisen in a foreign subsidiary that is not expected to make a profit in the future.

9 Earnings per share

Basic earnings per share

Basic earnings per share amounts are calculated by dividing the profit or loss for the year attributable to ordinary equity holders of the Company, by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share

Diluted earnings per share amounts are calculated by dividing the profit or loss for the year attributable to ordinary equity holders of the Company, by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all dilutive potential ordinary shares into ordinary shares.

Earnings per share

Basic and diluted earnings per share has been calculated on the following basis:

	2010 £000	2009 £000
Profit after taxation attributable to ordinary equity holders	**7,701**	2,068
Basic weighted average ordinary shares in issue (millions)	**509.0**	506.2
Dilutive effect of share-based instruments (millions)	**12.5**	9.5
Diluted weighted average ordinary shares in issue (millions)	**521.5**	515.7
Basic earnings per ordinary share (pence)	**1.5**	0.4
Diluted earnings per ordinary share (pence)	**1.5**	0.4

10 Dividends

	2010 £000	2009 £000
Declared and paid during the year:		
Equity dividends on ordinary shares:		
Final dividend for 2008: 2.2p per share		11,110
Interim dividend for 2009: 1.3p per share		6,598
Special dividend for 2009: 4.93p per share		25,022
Final dividend for 2009: 2.2p per share	**11,201**	–
Special dividend for 2009: 4.91p per share	**25,000**	–
Interim dividend for 2010: 1.3p per share	**6,621**	–
Proposed for approval (not recognised as a liability at 31 December):		
Equity dividends on ordinary shares:		
Final dividend for 2010: 2.53p per share	**12,885**	–

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11 Property, plant and equipment

	Land and buildings £000	Under construction £000	Plant and equipment £000	Office equipment £000	Fixtures and fittings £000	Total £000
Cost:						
At 1 January 2009	6,330	890	10,194	242	248	17,904
Additions	5	–	2,785	66	126	2,982
Transfers	–	(886)	886	–	–	–
Disposals	–	–	(119)	(5)	–	(124)
Foreign exchange adjustments	–	–	(13)	(3)	(3)	(19)
At 31 December 2009	6,335	4	13,733	300	371	20,743
Additions	–	96	2,982	43	327	3,448
Transfers	–	–	–	–	–	–
Disposals	–	(4)	(484)	(25)	(10)	(523)
Foreign exchange adjustments	–	–	(9)	(4)	(4)	(17)
At 31 December 2010	**6,335**	**96**	**16,222**	**314**	**684**	**23,651**
Depreciation:						
At 1 January 2009	153	–	3,959	107	89	4,308
Depreciation for the year	123	–	4,190	53	70	4,436
Disposals	–	–	(119)	(5)	–	(124)
Foreign exchange adjustments	–	–	(11)	–	(1)	(12)
At 31 December 2009	276	–	8,019	155	158	8,608
Depreciation for the year	123	–	4,595	53	80	4,851
Disposals	–	–	(482)	(9)	(8)	(499)
Foreign exchange adjustments	–	–	(7)	(2)	(1)	(10)
At 31 December 2010	**399**	**–**	**12,125**	**197**	**229**	**12,950**
Carrying amounts:						
At 31 December 2008	6,177	890	6,235	135	159	13,596
At 31 December 2009	6,059	4	5,714	145	213	12,135
At 31 December 2010	**5,936**	**96**	**4,097**	**117**	**455**	**10,701**

12 Intangible assets

	Market related £000	Customer relationship £000	Customer list £000	Technology related £000	Goodwill £000	Total £000
Cost:						
At 1 January 2009 and 31 December 2009	132,100	68,500	713	5,900	124,965	332,178
Additions	4,843	791	449	–	2,199	8,282
At 31 December 2010	**136,943**	**69,291**	**1,162**	**5,900**	**127,164**	**340,460**
Amortisation:						
At 1 January 2009	20,195	14,960	364	3,006	70,000	108,525
Charged during the year	13,210	9,786	238	1,966	–	25,200
At 31 December 2009	33,405	24,746	602	4,972	70,000	133,725
Charged during the year	13,312	9,810	144	928	–	24,194
At 31 December 2010	**46,717**	**34,556**	**746**	**5,900**	**70,000**	**157,919**
Carrying amounts:						
At 31 December 2008	111,905	53,540	349	2,894	54,965	223,653
At 31 December 2009	98,695	43,754	111	928	54,965	198,453
At 31 December 2010	**90,226**	**34,735**	**416**	**–**	**57,164**	**182,541**

On an annual basis, or where an indication exists, the Group is required to assess its goodwill and intangible assets for impairment.

12 Intangible assets continued

During 2007 the Group employed the services of an appropriately qualified and experienced independent third party to value the intangible assets acquired from Moneysupermarket.com Financial Group Limited. This valuation was used as the initial carrying value for these assets. Following the impairment provision in 2008, the market capitalisation of the Group approximated to the total carrying value of the goodwill, intangible and other non-current assets of the Group. At 31 December 2010 the market capitalisation exceeded the carrying value of the goodwill, intangible and other non-current assets by more than 100% (2009: 78%).

On adoption of IFRS 8 the Group was required to allocate goodwill between its cash generating units (CGU) that represent the lowest level within the Group at which goodwill is monitored for internal management purposes, but are not larger than an operating segment as defined by IFRS 8. These CGUs are the four operating segments Insurance, Money, Travel and Home Services, and the Group has therefore performed impairment testing at this level. The goodwill was allocated on 1 January 2009 based on estimates of the relative values of the operating segments at that date with £30.7m allocated to Insurance, £15.5m to Money, £6.6m to Travel and £2.2m to Home Services. The balances at 31 December 2010 are in line with those at 1 January 2009.

For the current year, the recoverable amount of the assets was taken to be their value in use and was calculated by reference to the forecast cash flows.

The present value of the future cash flows has been calculated with the following key assumptions:

- Cash flows for year 1 for each CGU represent management's best estimate of future cash flows as at 31 December 2010, and are based upon the Group's approved budget for 2011 incorporating where possible an allocation of cost of sales and advertising costs. The main assumptions underlying the 2011 budget relate to visitor numbers, source of visitors, revenue per transaction/visitor and marketing spend which incorporate past experience. The forecast assumes continued improvement during the course of 2011 driven by new media campaigns, utilisation of the Group's data asset and investments made in the core technology for the Group's key channels, as well as the more settled outlook in the wider economy. The Insurance and Money segments have been assumed to have similar rates of growth, and the Travel and Home Services segments have been assumed to return to close to the revenue levels achieved in 2008.
- Cash flows for subsequent years for all segments are consistent with those in year 1 and assume no further growth. No reliable third party estimates of long term growth rates exist for the price comparison industry given it is a relatively new business model.
- Cash flows into perpetuity have been incorporated into the calculations.
- A pre-tax discount rate of 13.5% (2009: 15%) has been used in the forecast for all segments. A lower discount rate has been used compared with the rate used to test the Internet segment last year to reflect the reduction in the uncertainty in the economic climate observed through the year, and the return to growth which the Group has reported.

When there are clear indications that the economy has fully emerged from recession a different set of assumptions may be more appropriate.

The analysis performed calculates that the recoverable amount of the assets allocated to the Insurance, Money, Travel and Home Service segments exceeds their carrying value by in excess of 100%, and as such, no impairment was identified. No reasonably possible change to a key assumption would result in an impairment.

As explained in note 4, whilst the Group is able to allocate revenue between the four operating segments, its cost base is reviewed by the Group's Chief Operating Decision Maker at a Group rather than segmental level, and a number of the significant costs which the Group incurs cannot be allocated either directly or on a reasonable and consistent basis to the CGUs that are each operating segment. Therefore the cash flows estimated above include all of the Group's forecast revenues, but only approximately 57% of the Group's cost base.

The Group has therefore also performed a further impairment test for the Group as a whole, in a manner consistent with that in 2009. In these calculations the Group is treated as one group of CGUs, and the test compared the carrying amount, including goodwill and other corporate assets, to the recoverable amount.

The recoverable amount has been estimated based on the present value of its future cash flows which has been calculated with a set of assumptions consistent with those set out above in relation to the individual operating segment calculations.

The analysis performed calculates that the recoverable amount of the Group's assets exceeds their carrying value by £152m (2009: £49m), and as such, no impairment was identified.

With regard to the Group level impairment testing, an increase of 10% (2009: 3%) in the discount rate, with all other assumptions held constant, would give a value in use for the Group's assets equal to their carrying value. Similarly, a decrease in the annual cash flows of £20.0m (2009: £6.0m) with all other assumptions held constant, would also give a value in use for the Group's assets equal to their carrying value.

Notes to the Consolidated Financial Statements continued

12 Intangible assets continued

At an individual level, management believe that the assumptions relating to each intangible asset remain applicable, and that no adjustment is required to their valuation, nor their useful economic lives.

Acquisition of Financial Services Net Limited

The fair value of the intangible assets recognised upon the acquisition of Financial Services Net Limited ('FSN') have been calculated as set out below:

- Market related
  Within FSN, the main market related intangible assets are the domain names which FSN owns. These assets have been valued using an income-based approach, namely, the royalty savings method, which estimates the royalty which the Group would have to pay a third party to use the domain names if it did not own them, typically as a percentage of the revenue earned from the domain names during their useful economic life of 10 years. The Group has estimated revenue based on the most recent 3 year forecasts, and for later periods has assumed inflationary increases of 5%. A royalty rate of 15% has been applied based on available industry data. A discount rate of 15.8% has been used to calculate the present value of the future royalty savings.

- Customer relationships
  This asset represents the value present within the existing relationships which FSN has with product providers and brokers. The valuation is based on the cash flows which are expected to result from these relationships during the 7 year useful economic life of the asset, adjusted for estimated future attrition of the providers and relationships following the date of acquisition. Again, the Group has based the estimate on the most recent 3 year forecasts, and for later periods has assumed inflationary increases of 5%, with an assumed attrition rate of the provider relationships of 50% per annum, based on management's expectations. A discount rate of 15.8% has been used to calculate the present value of the future benefit resulting from the relationships.

- Customer lists
  This asset represents the value of the customer data held by FSN at the date of acquisition, and is valued based on the cost of recreating such a database in the open market, using in-house estimates of the cost of each data element.

The goodwill balance recognised upon the acquisition of FSN represents the anticipated incremental value which the Group expects to generate by applying the existing skills and expertise within the Group's workforce to the acquired business and assets.

Given the proximity of the acquisition of the above assets to the year end date no impairment review has been completed to date, and no indication of impairment has been identified.

13 Trade and other receivables

	31 December 2010 £000	31 December 2009 £000
Trade receivables	**16,320**	14,375

All receivables fall due within one year.

As a result of click based revenue being recognised in the period that the lead is generated, a revenue accrual for approximately one month's revenue is recognised at the year end date.

At 31 December 2010, trade receivables are shown net of a provision for doubtful debts of £85,000 (2009: £156,000), which represents a judgement made by management of which receivable balances are unlikely to be recovered taking into consideration the ageing of the debt, evidence of poor payment history or financial position of a particular debtor.

Movements in the provision for doubtful debts were as follows:

	2010 £000	2009 £000
At 1 January	**156**	348
Charge for the year	**83**	151
Amounts written off	**(154)**	(343)
At 31 December	**85**	156

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13 Trade and other receivables continued

As at 31 December, the analysis of trade receivables that were past due but not impaired is as follows:

	Total £000	Neither past due nor impaired £000	Past due not impaired 0-30 days £000	30-60 days £000	60-90 days £000	90-120 days £000	>120 days £000
At 31 December 2009	14,375	8,266	5,353	429	212	38	77
At 31 December 2010	**16,320**	**15,001**	**1,006**	**109**	**79**	**66**	**59**

The Group's standard payment terms are 15 days.

14 Trade and other payables

	31 December 2010 £000	31 December 2009 £000
Trade payables	**12,514**	13,126
Non-trade payables and accrued expenses	**9,894**	5,620
Deferred income	**219**	10
Contingent consideration in relation to the acquisition of Financial Services Net Limited	**2,608**	–
	25,235	18,756

As a result of click based revenue being recognised in the period that the lead is generated, an accrual for the cost of sales relating to the revenue accrued at the year end date (see note 13) is included within trade payables.

As at 31 December, the analysis of financial liabilities within trade payables, non-trade payables and accrued expenses is as follows:

	Total £000	Current £000	0-30 days £000	30-60 days £000	60-90 days £000	90-120 days £000	> 120 days £000
At 31 December 2009	18,746	13,665	798	472	408	151	3,252
At 31 December 2010	**22,408**	**16,735**	**1,101**	**1,713**	**127**	**63**	**2,669**

As at 31 December 2010, the Group did not hold any other financial liabilities requiring disclosure under IAS 32.

15 Deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Assets		Liabilities	
	2010 £000	2009 £000	**2010 £000**	2009 £000
At 1 January	**–**	(362)	**39,011**	47,259
Deferred tax liability arising upon the acquisition of Financial Services Net Limited	**–**	–	**1,145**	–
Temporary differences	**–**	(484)	**(7,239)**	(7,057)
Revaluation of LTIP equity-settled share awards	**–**	49	**(166)**	–
Revaluation of Chairman's share award	**–**	(29)	**48**	–
Revaluation of unapproved share options at the balance sheet date	**–**	5	**291**	–
Issue of LTIP equity-settled share awards	**–**	(370)	**(56)**	–
Reduction in corporation tax rate to 27%	**–**	–	**(1,172)**	–
Adjustment in relation to prior period	**–**	–	**350**	–
Transfers	**–**	1,191	**–**	(1,191)
At 31 December	**–**	–	**32,212**	39,011

The deferred tax liability arises from the creation of the intangible assets upon the acquisition of Moneysupermarket.com Financial Group Limited by the Company, and the acquisition of Financial Services Net Limited by Moneysupermarket.com Financial Group Limited.

16 Capital

The following rights attached to the shares in issue during the year:

Ordinary shares

The holders of ordinary shares were entitled to returns of capital, receive a dividend and vote.

During the year the Company issued 1,506,671 (2009: 2,676,662) ordinary shares upon the exercising of unapproved share options by a number of senior management and 248,612 ordinary shares to the Chairman of the Company under the terms of the Chairman's share award (see note 18).

Notes to the Consolidated Financial Statements continued

16 Capital continued

Issued and fully paid

Number of shares	Ordinary shares
At 1 January 2009	504,856,062
Issued on exercising of unapproved share options	2,676,662
At 31 December 2009	507,532,724
Issued on exercising of unapproved share options	1,506,671
Issued on exercising of Chairman's share award	248,612
At 31 December 2010	**509,288,007**

£	Ordinary shares
At 1 January 2009	100,971
Issued on exercising of unapproved share options	535
At 31 December 2009	101,506
Issued on exercising of unapproved share options	301
Issued on exercising of Chairman's share award	50
At 31 December 2010	**101,857**

The Group has a Long Term Incentive Plan under which conditional nil cost awards of ordinary shares in the Company have been made to certain Directors and employees of the Group (see note 18).

17 Financial instruments

Interest rate risk

The Group invests its cash in a range of cash deposit accounts with UK banks. Interest earned therefore closely follows movements in Bank of England base rates. A movement of 1% in this rate would result in a difference in annual pre-tax profit of £366,000 based on Group cash, cash equivalents and financial instruments at 31 December 2010. At the balance sheet date, £20,720,000 was invested with Lloyds Banking Group, this being the most invested with any one bank.

Effective interest rates

In respect of interest-earning financial assets, the following table indicates their effective interest rates at the year end date.

	31 December 2010		31 December 2009	
	Effective interest rate	**£000**	Effective interest rate	£000
Cash and cash equivalents	**0.72%**	**36,593**	0.69%	53,805

Credit risk

Credit risk with respect to trade receivables is monitored on an ongoing basis by the credit control team and finance management. By value, over 90% (2009: 90%) of the Group's revenue comes from blue chip companies. Most of the remaining provider base is subject to payment terms of one week collected by direct debits. At the balance sheet date, the five largest trade receivables, by provider, accounted for 18% (2009: 12%) of the total trade receivables balance of £16,320,000 (2009: £14,375,000) and the largest individual balance was £985,636 (2009: £585,211).

Fair values

The Group's financial assets and liabilities are principally short term in nature, and therefore their fair value is not materially different from their carrying value. The valuation method for the Group's financial assets and liabilities can be defined as follows:

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

The contingent consideration liability held at 31 December 2010 is valued using a level 3 valuation method, being its fair value with any change in fair value taken to the Statement of Comprehensive Income. All other financial assets and liabilities are valued at amortised cost using a level 1 valuation method. There have been no transfers between levels in the year.

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18 Share-based payments

Unapproved share option scheme

Grant 1

On 22 May 2007 the holders of unapproved share options in Moneysupermarket.com Financial Group Limited agreed to have their unapproved share options replaced with share options in the Company on similar terms to those that operated under the original scheme. Options over 1,460 shares were originally exchanged. Following the share sub-division on 9 July 2007 where each ordinary share was converted to 5,000 ordinary shares, the shares under option were subject to a similar sub-division. Following this, there were therefore 7,300,000 share options in issue that related to the share options in Moneysupermarket.com Financial Group Limited, exchanged for share options in the Company.

These share options were originally granted by Moneysupermarket.com Financial Group Limited on 9 May 2005 and vested on the earlier of a trade sale or a flotation provided that in the event of a flotation the options had been held for three years from the date of grant. The exercise price is 6p per share.

Grant 2

On 18 and 22 June 2007 the Company granted further unapproved share options that entitled key management personnel and senior employees to acquire ordinary shares in the Company. Options were originally granted over 1,243 shares, which following the sub-division referred to above, became 6,215,000 shares. Options vest on the earlier of a trade sale or, subject to a flotation, equally over a three year period on subsequent anniversaries from the date of grant. The exercise price is 6p per share.

Grant 3

Post the sub-division of shares referred to above, on 10 and 21 July 2007 the Company granted further unapproved share options that entitled key management personnel and senior employees to acquire shares in the Company. Options were originally granted over 105,000 shares. Options vest on the earlier of a trade sale or, subject to a flotation, equally over a three year period on subsequent anniversaries from the date of grant. The exercise price is 6p per share.

All remaining unapproved share options vested and were exercised by the participants during the financial year ended 31 December 2010.

Share Incentive Plan scheme (SIP)

Upon listing, the Company granted £3,000 of ordinary shares at the price of £1.70 per ordinary share to each eligible employee free of charge. If an employee left within one year of listing, all of these ordinary shares were forfeit; between one and two years of listing, 50% were forfeit; between two and three years of listing, 20% were forfeit; and after three years of listing, none were forfeit. 948,184 shares were issued under the Share Incentive Plan scheme in 2007. On 31 July 2010 eligible employees became entitled to receive their allocation of free shares. 171,145 shares have been withdrawn from the trust by employees during the period and a further 536,592 remain held in trust.

Long Term Incentive Plan scheme (LTIP)

On 28 December 2007 and 4 March 2008, the Company made conditional awards over 1,242,201 ordinary shares under the Moneysupermarket.com Group PLC Long Term Incentive Plan scheme to senior employees ('2008 LTIPs'). Under this scheme, shares vest at the end of a three year period dependent upon the achievement of a cumulative adjusted EBITDA figure for the three financial years from 2008 to 2010. Based on the adjusted EBITDA figures achieved in 2008, 2009 and 2010, none of these awards have vested.

On 8 April 2009, conditional awards were made over 8,256,530 ordinary shares under the Moneysupermarket.com Group PLC Long Term Incentive Plan scheme to senior employees ('2009 LTIPs'). Under this scheme, up to 70% of the shares vest at the end of a three year period dependent upon the achievement of an adjusted EBITDA figure for each of the three financial years from 2009 to 2011, and up to 30% of the shares vest at the end of a three year period dependent upon the total shareholder return (TSR) of the Company relative to a comparator group of defined companies.

During the year, conditional awards were made over 6,473,309* ordinary shares under the Moneysupermarket.com Group PLC Long Term Incentive Plan scheme to senior employees ('2010 LTIPs'). Under this scheme, up to 70% of the shares vest at the end of a three year period dependent upon the absolute total shareholder return of the Company set at the start of the period, and up to 30% of the shares vest at the end of a three year period dependent upon the total shareholder return of the Company relative to a comparator group of defined companies. These awards are therefore subject to market-based performance conditions.

* The figure for the awards made in 2010 are the maximum available if the performance targets are met in full, representing 150% of the actual awards made.

Notes to the Consolidated Financial Statements continued

18 Share-based payments continued

Chairman's share award

Gerald Corbett, the Chairman of the Company, purchased 117,647 ordinary shares on the listing of the Company at the initial offer price of £1.70. Subject to him retaining these shares for three years and provided that he completes three years' service as Chairman he was entitled to subscribe at nominal value for a total of 235,294 ordinary shares in the Company.

Following the payment of the special dividend of 4.93p per ordinary share on 16 October 2009, the Remuneration Committee approved, in February 2010, an adjustment to the Chairman's share award in accordance with the rules of the scheme. As a result of that adjustment, Gerald Corbett became entitled to subscribe at nominal value for a total of 248,612 ordinary shares in the Company reflecting the reduction in the value of the Chairman's share award arising from the payment of that special dividend.

In February 2010, the Remuneration Committee approved, in accordance with the rules of the Chairman's share award, the early subscription by Gerald Corbett for the shares comprising the Chairman's share award. Gerald Corbett subscribed for all of the shares comprising the Chairman's share award in 2010. As at 31 December 2010, all options granted under the Chairman's share award had vested and been exercised.

Simon Nixon Scheme

During 2008, Simon Nixon established an additional incentive scheme under which he personally granted options over 633,504 ordinary shares in the Company held by him in favour of one former employee of the Group. Options over 487,311 ordinary shares vested on 8 October 2008 and were exercised by the former employee on that date. Options over the remaining 146,193 ordinary shares were dependent on the satisfaction of Group related performance targets for the year ended 31 December 2008 and lapsed.

During 2009, similar arrangements were entered into by Simon Nixon in favour of Paul Doughty and certain other former employees, with options over a total of 3,378,683 ordinary shares held by Simon Nixon being granted personally by him to those persons. Options over 2,793,911 ordinary shares vested on 31 July 2009 and 4 August 2009 and were exercised by the participants on 4 August 2009. Options over the remaining 584,772 ordinary shares were dependent on the satisfaction of Group related performance targets for the year ended 31 December 2008 and lapsed. As at 31 December 2009, all options granted under the Simon Nixon Scheme had either vested and been exercised or lapsed.

Movements in the year

The following table illustrates the number and weighted average exercise price (WAEP) of, and movements in, share options and share awards during the year:

	Number	WAEP
Outstanding at 1 January 2009	5,533,950	£0.04
LTIP awards made during the year	8,256,530	£0.00
LTIP awards forfeit during the year	(1,225,811)	£0.00
Unapproved options exercised during the year (with a WAEP of £0.06)	(2,676,662)	£0.06
Unapproved options forfeit during the year	(113,337)	£0.06
Simon Nixon Scheme options granted during the year	3,378,683	£0.00
Simon Nixon Scheme options exercised during the year (with a WAEP of £0.00)	(2,793,911)	£0.00
Simon Nixon Scheme options lapsed during the year	(584,772)	£0.00
Outstanding at 31 December 2009	9,774,670	£0.01
LTIP awards made during the year	4,315,539	£0.00
LTIP awards forfeit during the year	(1,369,930)	£0.00
Unapproved options exercised during the year (with a WAEP of £0.06)	(1,506,671)	£0.06
Chairman's share award made during the year	13,318	£0.00
Chairman's share award exercised during the year	(248,612)	£0.00
Outstanding at 31 December 2010	**10,978,314**	**£0.00**

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18 Share-based payments continued

As at 31 December 2010, all unapproved share options had vested and had been exercised.

The following table lists the inputs to the Black-Scholes models and Monte Carlo simulations used for the schemes for the year ended 31 December 2010:

	Unapproved	SIP/ Chairman's Award	2010 LTIP	2009 LTIP	2008 LTIP
Fair value at grant date (£)	1.57	1.55-1.65	0.49	0.53	1.26-1.34
Share price (£)	1.70	1.70	0.75	0.53	1.38
Exercise price (£)	0.06	0.00	0.00	0.00	0.00
Expected volatility (%)	30.0	n/a	53.2	n/a	n/a
Expected life of option/award (years)	3.0	3.0	3.0	3.0	3.0
Weighted average remaining contractual life (years)	0.0	0.0	2.3	1.3	0.0
Expected dividend yield (%)	3.0	3.0	0.0	0.0	0.0
Risk-free interest rate (%)	4.5	4.5	2.0	4.5	4.5

Expected volatility has been estimated by considering historic average share price volatility for the Company or similar companies. Staff attrition has been assessed based on historic retention rates.

The share option charge in the Statement of Comprehensive Income can be attributed to the following types of share option and share award:

	2010 £000	2009 £000
Unapproved share option scheme	**250**	1,478
Share Incentive Plan (SIP) scheme	**256**	415
Chairman's share award	**48**	165
Long Term Incentive Plan (LTIP) scheme	**1,297**	286
Simon Nixon scheme	**–**	1,301
	1,851	3,645

19 Pensions and other post-employment benefit plans

The Group operates a defined contribution pension scheme based on basic salary. The assets of the scheme are held separately from those of the Group in an independently administered fund. The amounts charged to the Statement of Comprehensive Income represent the contributions payable to the scheme in respect of the accounting period. In the year ended 31 December 2010 £467,872 of contributions were charged to the Statement of Comprehensive Income (2009: £738,143). As at 31 December 2010 £83,965 (2009: £70,458) of contributions were outstanding on the balance sheet.

20 Commitments and contingencies

The Group is a defendant in a small number of disputes incidental to its operations which, in aggregate, are not expected to have a material adverse effect on the Group. Provision has been made for the expected settlement where the Group believes a payment will be made to settle the dispute.

21 Related party transactions

The Group has the following investments in subsidiaries:

	Country of incorporation	Ownership interest	Principal activity
Moneysupermarket.com Financial Group Limited	UK	100	Holding company
Moneysupermarket.com Limited	UK	100	Internet price comparison
Travelsupermarket.com Limited	UK	100	Dormant
Insuresupermarket.com Limited	UK	100	Dormant
Mortgage 2000 Limited	UK	100	Financial intermediary services
Making Millionaires Limited	UK	100	Holding company
Moneysupermarket Limited	UK	100	Dormant
icero GmbH	Germany	100	Dormant
Betcompare.com Limited	UK	100	Dormant
Financial Services Net Limited	UK	100	Financial intermediary services

The Company is the ultimate parent entity of the Group. Intercompany transactions with wholly owned subsidiaries have been excluded from this note, as per the exemption offered in IAS 24.

Notes to the Consolidated Financial Statements continued

Transactions with key management personnel
There were no outstanding amounts loaned to Directors by the Company at 31 December 2010.

In addition to their salaries, the Group also provides non-cash benefits to Directors and executive officers. Directors and executive officers also participate in the Group's Long Term Incentive Plan scheme, see note 18.

Gerald Corbett, Michael Wemms, Bruce Carnegie-Brown, Simon Nixon and Paul Doughty received dividends from the Group totalling £22,760,906 in 2009 and £22,714,964 in 2010.

Key management personnel compensation
Key management, defined as the executive management team, received the following compensation during the year:

	31 December 2010 £000	31 December 2009 £000
Short term employee benefits	**1,764**	1,787
Share-based payments	**1,111**	1,984
Post employment benefits	**162**	102
	3,037	3,873

In addition to the above, the executive management team received a bonus of £1,745,000 (2009: £1,016,000) in relation to the reporting period.

Other related party transactions
A number of Directors and key management personnel hold positions in other entities that result in them having control or significant influence over the financial or operating policies of these entities.

A number of these entities transacted with the Group in the prior period.

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

Director	Company	**Transaction value Year ended 31 December 2010 £000**	Transaction value Year ended 31 December 2009 £000	**Balance outstanding as at 31 December 2010 £000**	Balance outstanding as at 31 December 2009 £000
S J Nixon	Abacus Permanent Limited	**–**	(221)	**–**	–
S J Nixon	Virtual Processing Limited	**–**	216	**–**	–

The Group provided office space and services to Abacus Permanent Limited and Virtual Processing Limited, companies in which Simon Nixon controlled over 90% of the voting shares, during the prior year. The Group recharged these two companies rent and associated services at the same levels as it recharged wholly owned subsidiary companies. These rates were based on notional open market rents for similar offices in the locality. In addition the Group provided payroll services for these related companies, fully recovering salaries paid. In the normal course of trade with these related companies the Group both charged and was charged for mortgage procuration fees. The level of these fees were at arm's length and mirrored the going rates in the open market.

22 Post balance sheet events
There have been no significant post balance sheet events requiring disclosure.

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Company Balance Sheet

at 31 December 2010

	Note	31 December 2010 £000	31 December 2009 £000
Fixed assets			
Investments	4	**181,688**	181,688
Current assets			
Debtors	5	**43,642**	55,738
Cash at bank and in hand		**526**	597
Total current assets		**44,168**	56,335
Creditors: amounts due within one year	6	**(30,340)**	(168)
Net current assets		**13,828**	56,167
Net assets		**195,516**	237,855
Capital and reserves			
Share capital	8	**102**	102
Share premium	8	**171,297**	171,207
Other reserves	8	**16,942**	16,942
Profit and loss	8	**7,175**	49,604
		195,516	237,855

The Financial Statements were approved by the Board of Directors and authorised for issue on 28 February 2011. They were signed on its behalf by:

Peter Plumb

Paul Doughty

Registered number: 6160943

Notes to the Company Financial Statements

1 Accounting policies

Basis of preparation

The Financial Statements are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

No profit and loss account is presented for the Company as permitted by section 408 of the Companies Act 2006. The loss after tax for the Company was £1,429,000 (2009: profit of £61,445,000 which included dividends received of £63 million).

The Company has taken the exemption in FRS 1 5(a) and consequently no cash flow statement is presented for the Company.

Investments

Investments are shown at cost less provision for impairment.

Share-based payment transactions

The Group's share schemes allow certain Group employees to acquire ordinary shares in the Company. The fair value of share awards made is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at award date and spread over the period during which the employees become unconditionally entitled to the awards. The fair value of the awards made is measured using an option valuation model, taking into account the terms and conditions upon which the awards were made. The amount recognised as an expense is adjusted to reflect the number of share awards expected to vest. Subsidiaries are recharged for the amount recognised as share-based payments relating to awards to their employees. The fair value of the recharge is recognised over the vesting period.

Dividends

Dividends receivable are recognised when the Company's right to receive payment is established. Dividends payable to the Company's shareholders are recognised as a liability and deducted from shareholders' equity in the period in which the shareholders' right to receive payment is established.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

2 Share-based payments

The analysis and disclosures in relation to share-based payments are given in the Consolidated Financial Statements in note 18.

3 Staff numbers and cost

The average number of persons employed by the Company (including Directors) during the year, analysed by category, was as follows:

	Number of employees 31 December 2010	Number of employees 31 December 2009
Administration	**5**	5

The aggregate payroll costs of these persons were as follows:

	31 December 2010 £000	31 December 2009 £000
Wages and salaries	**1,170**	1,166
Social security costs	**229**	601
Other pension costs	**99**	70
Share-based payments	**847**	1,903
	2,345	3,740

In addition to the above, these persons received a bonus of £1,139,000 (2009: £801,000) in relation to the reporting period.

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4 Investments

	Shares in subsidiary undertakings £000
Cost and net book value:	
At 31 December 2009 and 31 December 2010	181,688

The investment comprises £162,000,000 of cash consideration, £2,765,000 of costs and £16,923,000 arising from the transfer of net assets at book value from a company under common control, representing the acquisition of Moneysupermarket.com Financial Group Limited by the Company.

5 Debtors

	31 December 2010 £000	31 December 2009 £000
Amount due from subsidiary undertakings	**43,096**	55,211
Other debtors	**–**	9
Corporation tax	**546**	518
	43,642	55,738

6 Creditors: amounts falling due within one year

	31 December 2010 £000	31 December 2009 £000
Amount owed to subsidiary undertaking	**30,129**	–
Accruals	**211**	168
	30,340	168

7 Dividends

	31 December 2010 £000	31 December 2009 £000
Declared and paid during the year:		
Equity dividends on ordinary shares:		
Final dividend for 2008: 2.2p per share		11,110
Interim dividend for 2009: 1.3p per share		6,598
Special dividend for 2009: 4.93p per share		25,022
Final dividend for 2009: 2.2p per share	**11,201**	–
Special dividend for 2009: 4.91p per share	**25,000**	–
Interim dividend for 2010: 1.3p per share	**6,621**	–
Proposed for approval (not recognised as a liability at 31 December):		
Equity dividends on ordinary shares:		
Final dividend for 2010: 2.53p per share	**12,885**	–

Notes to the Company Financial Statements continued

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8 Capital and reserves

The following rights attached to the shares in issue during the year:

Ordinary shares

The holders of ordinary shares were entitled to returns of capital, receive a dividend and vote.

During the year the Company issued 1,506,671 (2009: 2,676,662) ordinary shares upon the exercising of unapproved share options by a number of senior management, and 248,612 ordinary shares to the Chairman of the Company under the terms of the Chairman's share award (see note 18 of the Consolidated Financial Statements).

Issued and fully paid

Number of shares	Ordinary shares
At 1 January 2009	504,856,062
Issued on exercising of unapproved share options	2,676,662
At 31 December 2009	507,532,724
Issued on exercising of unapproved share options	1,506,671
Issued on exercising of Chairman's share award	248,612
At 31 December 2010	**509,288,007**

£	Ordinary shares
At 1 January 2009	100,971
Issued on exercising of unapproved share options	535
At 31 December 2009	101,506
Issued on exercising of unapproved share options	301
Issued on exercising of Chairman's share award	50
At 31 December 2010	**101,857**

The Group has a Long Term Incentive Plan under which conditional nil cost awards of ordinary shares in the Company have been made to certain Directors and employees of the Group (see note 18 of the Consolidated Financial Statements).

Other reserves

	Share premium £000	Other reserves £000	Profit and loss £000
At 1 January 2009	**171,047**	**16,942**	**27,244**
Shares issued	160	–	–
Total recognised profit in year	–	–	61,445
Equity dividends	–	–	(42,730)
Share-based payment	–	–	3,645
At 31 December 2009	**171,207**	**16,942**	**49,604**
Shares issued	90	–	–
Total recognised loss in year	–	–	(1,429)
Equity dividends	–	–	(42,851)
Share-based payment	–	–	1,851
At 31 December 2010	**171,297**	**16,942**	**7,175**

Other reserves represents the merger reserve for £16,923,000 generated upon the acquisition of Moneysupermarket.com Financial Group Limited by the Company, as discussed in the Consolidated Statement of Changes in Equity, and a capital redemption reserve for £19,000 arising from the acquisition of 95,294,118 deferred shares of 0.02p by the Company from Simon Nixon.

9 Related party transactions

The Company has taken the exemption in FRS 8.3 not to disclose transactions with other Group companies.

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Shareholder Information

Registered office and registered number

Moneysupermarket House
St David's Park
Ewloe
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No. 6160943

Telephone: +44 (0)1244 665700
Website: www.moneysupermarket.com

Company Secretary

Darren Drabble

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London EC2M 2PP

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Manchester M2 6DS

Solicitors

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London EC2A 2HS

Addleshaw Goddard
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London EC4Y 8EN

Registrar

Capita Registrars
The Registry
34 Beckenham Road
Beckenham
Kent BR3 4TU

Telephone: 0871 664 0300 (UK)
(Calls cost 10p per minute plus network extras. Lines are open 8.30am-5.30pm Monday-Friday)
+44 (0)208 639 3399 (overseas)

E-mail: moneysupermarket@capitaregistrars.com

Enquiring about your shareholding

If you want to ask, or need any information, about your shareholding, please contact our registrar (see contact details on the left). Alternatively, if you have internet access, you can access the Group's shareholder portal at www.moneysupermarket-shares.com where you can, amongst other things, view details of your shareholding, set up or amend a dividend mandate and update your address details.

Investor relations website

The investor relations section of our website, www.moneysupermarket.com, provides further information for anyone interested in the Group. In addition to the Annual Report and share price, Company announcements including the half year and full year results announcements and associated presentations are also published there.

Dividend mandates

If you wish to have dividends paid directly into a bank or building society account, you should contact our registrar (see contact details on the left) or visit the Group's shareholder portal at www.moneysupermarket-shares.com where you can set up or amend a dividend mandate. This method of payment removes the risk of delay or loss of dividend cheques in the post and ensures that your account is credited on the due date.

Dividend reinvestment plan (DRIP)

You can choose to reinvest dividends received to purchase further shares in the Company through a DRIP. A DRIP application form is available from our registrar (see contact details on the left).

Share dealing service

You can buy or sell the Company's shares in a simple and convenient way via the Capita share dealing service either online (www.capitadeal.com) or by telephone (0871 664 0445). Calls cost 10p per minute plus network extras. Lines are open 8.00am-4.30pm Monday-Friday.

Please note that the Directors of the Company are not seeking to encourage shareholders to either buy or sell shares in the Company. Shareholders in any doubt about what action to take are recommended to seek financial advice from an independent financial advisor authorised by the Financial Services and Markets Act 2000.

Electronic communications

You can elect to receive shareholder communications electronically by writing to our registrar, Capita Registrars, Freepost RLYX-GZTU-KRRG, SAS, The Registry, 34 Beckenham Road, Beckenham, BR3 9ZA. This will save on printing and distribution costs, creating environmental benefits. When you register, you will be sent a notification to say when shareholder communications are available on our website and you will be provided with a link to that information.

Cautionary note regarding forward looking statements

This Annual Report includes statements that are forward looking in nature. Forward looking statements involve known and unknown risks, assumptions, uncertainties and other factors which may cause the actual results, performance or achievements of the Group to be materially different from any future results, performance or achievements expressed or implied by such forward looking statements. Except as required by the Listing Rules, Disclosure and Transparency Rules and applicable law, the Company undertakes no obligation to update, revise or change any forward looking statements to reflect events or developments occurring on or after the date of this Annual Report.

Financial Calendar

Declaration date of 2010 final dividend	1 March 2011
Announcement of 2010 full year results	1 March 2011
Ex-dividend date of 2010 final dividend	6 April 2011
Record date of 2010 final dividend	8 April 2011
Interim management statement	*April 2011
Annual General Meeting	4 May 2011
Payment date of 2010 final dividend	13 May 2011
Half year end	30 June 2011
Announcement of 2011 half year results	*August 2011
Interim management statement	*November 2011
Full year end	31 December 2011
Announcement of 2011 full year results	*February 2012

* Exact dates to be confirmed

Further copies of this Annual Report are available from the Company's registered office, or may be accessed through the Group's website, www.moneysupermarket.com.

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