

26 March 2024

YouGov plc
(“YouGov” or the “Group”)

Results for the six months to 31 January 2024

- Continued confidence in achieving FY24 market expectations underpinned by robust sales pipeline
- Resilient H1 performance with continued growth momentum in a challenging macro environment
- Successful completion of CPS acquisition with integration progressing well

YouGov, the international research and data analytics group, announces its results for the six months ended 31 January 2024.

Summary of Results				
	Unaudited six months to 31 January 2024	Unaudited six months to 31 January 2023 (restated)	Change %	Underlying Change¹ %
	£m	£m		
Revenue	143.1	131.4	9%	2%
Adjusted Operating Profit^{1,2}	27.9	22.6	23%	(4%)
Adjusted Operating Profit Margin (%)²	19%	17%	200bps	(100bps)
Statutory Operating Profit	9.5	20.4	(53%)	
Adjusted Profit before Tax¹	30.3	27.1	12%	
Statutory Profit before Tax	10.4	21.0	(50%)	
Adjusted Earnings per Share¹	20.4	19.7	4%	
Statutory Basic Earnings per Share	3.7p	14.7p	(75%)	

1. Defined in the explanation of non-IFRS measures below.

2. Figures have been restated to remove customer list amortisation which is now classified as a Separately Reported Item.

Financial highlights

- Revenue growth of 9% (HY23: 30%) to £143.1m, with underlying¹ growth of 2% (HY23: 13%), against a strong comparable period in the prior year.
- Adjusted operating profit² up by 23% to £27.9m reflecting contribution from the acquisition of the Consumer Panel Services of GfK GmbH ("CPS"), with underlying¹ change of (4%) due to slightly lower gross margins.
- Adjusted operating profit margin² up 200 basis points (bps) to 19%, due to accretive margin contribution from CPS.
- Statutory operating profit down by 53% to £9.5m (HY23: £20.4m), due to exceptional costs of £18.4m largely in relation to the CPS acquisition and related debt financing.
- Adjusted earnings per share¹ up by 4% to 20.4p (HY23: 19.7p). Statutory earnings per share has decreased from 14.7p to 3.7p.
- Robust balance sheet position maintained with cash at period end of £53.4m (31 January 2023: £41.4m) and leverage ratio¹ of 1.6x net debt to EBITDA.

Operational highlights

- After a slow start to the year, strong sales momentum has returned particularly for our panel-based custom tracking solutions.
- High-quality syndicated data remains embedded across clients' workflows resulting in stable demand for our Data Products division.
- Following a slowdown in H2 FY23, sales momentum in the technology sector has returned to the high levels seen in the prior year period.
- Our historically core markets, the UK and US, remained the key growth drivers in the period while performance in EMEA was flat on an underlying basis¹. We anticipate an acceleration in the US in the second half of the year owing to a strong sales backlog and are beginning to see commercial opportunities in relation to the presidential elections later this calendar year.
- Continued investment made during the period to meet client research demand and drive further innovation
 - **Product innovation:** Continued investment of £6.0m (HY23: £4.4m) in technologies to drive long term growth, including the launch of our first AI product to meet growing demand in qualitative research. This new product builds on our existing machine learning and data capabilities, and we are pleased to see high levels of early interest for it in the market.
 - **Panel:** Continued investment of £3.4m (HY23: £4.8m) in the build-out of our panel and allocation of resources to higher growth areas, such as the US to meet demand for customised research.
 - **Acquisitions:** Acquired US-based survey data management solution, KnowledgeHound, to further extend the capabilities of the YouGov Crunch analytics platform. Completed the transformational acquisition of CPS, the European leader in household purchase data across 18 countries, for a headline purchase price of €315m.

Update on CPS

- The integration process is well underway, with our combined teams collaborating on commercial opportunities to capitalise on the benefits of the enhanced value proposition.
- We have seen a positive response from both employees and clients, largely due to the highly complementary nature of the transaction. Our shared DNA on providing high quality data using an engaged panel, combined with CPS's deep client relationships will support our continued growth by expanding our combined offering to existing clients in our current markets, and creating opportunities to win new clients and roll out into new markets.
- The acquired business has been trading ahead of expectations since the acquisition announcement in July 2023, on the back of investments in the business and strong client renewals.

Current trading and outlook

- While we continue to experience longer sales cycles and a slower-than-expected Q1, our sales momentum has accelerated in Q2 underpinned by clients' continued focus on high-quality, data-driven solutions.
- The Group's sales pipeline remains healthy and, with over 75% of the stand-alone revenue expectation already committed, it provides good visibility as we go into the second half of the financial year.
- While the overall weakness in macro sentiment may impact the speed and level of some client spending, we remain confident in achieving current market expectations for the full year.
- We remain disciplined in our investment approach as we continue to optimise our cost base to ensure we are poised for further margin improvement.
- Our focus on our commercial rigour, supported by the recent appointment of a Chief Commercial Officer, will be central to our operations and in further strengthening the Group's foundations to deliver on our third long-term strategic plan.

Revised medium term targets

- Following the completion of the CPS transaction, the Group revises its medium-term guidance to include the contribution from CPS as follows:
 - Medium-term revenue of £650 million (previously £500m); and
 - Medium-term adjusted operating profit margin of 25% (unchanged).

Leadership and board changes

- During the period, we appointed Tom Fisher as Chief Commercial Officer, to lead our new regionally-aligned commercial structure and help deepen relationships with our blue-chip client base. He takes over from Frank Saez, our previous Chief Revenue Officer, who stepped down at the end of 2023.
- Post period, on 19 February we announced that Sundip Chahal, Chief Business Officer, had stepped down for personal reasons.
- Lynda Vivian, Chief Operating Officer, succeeds Sundip in managing the integration of CPS. Alongside the integration, Lynda will continue to focus on the delivery of YouGov's Platform model, in line with the Company's strategic growth plan, and ensuring operational excellence across the business.
- In light of the previously announced stepping down of Rosemary Leith in April 2024 after nine years' service, a search is currently underway for a new Non-Executive Director.

Steve Hatch, Chief Executive Officer, said:

"YouGov delivered a resilient performance in the first half of the financial year, with continued growth momentum in a challenging macroeconomic environment. In line with our strategy, we have continued to invest in the business to drive sustainable growth and expand our technological capabilities both organically and through acquisitions made during the period.

We were delighted to welcome the brilliant CPS and KnowledgeHound employees to our team. I am pleased to confirm that the integration of CPS is progressing well, with positive responses from both clients and our combined teams. We are collaborating on commercial opportunities, with active cross-sell projects beginning to come through post period end, as we create more value for our clients.

As we enter the second half, our clients are increasingly looking for high-quality, data-driven solutions. The quality of our products and services, the accelerated sales momentum seen in the second quarter, and our robust sales pipeline gives us confidence that YouGov can achieve growth for the full year in line with current market expectations."

Analyst presentation

A presentation for investors and analysts will be held via Zoom audio webcast at 9.30am on Tuesday 26 March 2024. Link to join the presentation below.

Zoom webinar:

<https://yougov.zoom.us/j/99189135756?pwd=Y3Zld08rYVlkVnVvUEVlWmdYRXErQT09>

A copy of the presentation will be available online at <https://corporate.yougov.com/investors/presentations/> shortly after the half-year results announcement is live on the Regulatory News Service (RNS).

Forward looking statements

Certain statements in this full year report are forward looking. Although the Group believes that the expectations reflected in these forward-looking statements are reasonable, we can give no assurance that these expectations will prove to have been correct. As these statements involve risks and uncertainties, actual results may differ materially from those expressed or implied by these forward-looking statements.

We undertake no obligation to update any forward-looking statements whether as a result of new information, future events or otherwise.

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About YouGov

YouGov is an international online research data and analytics technology group.

Our mission is to offer unparalleled insight into what the world thinks.

Our innovative solutions help the world's most recognised brands, media owners and agencies to plan, activate and track their marketing activities better.

With operations in the UK, the Americas, Europe, the Middle East, India and Asia Pacific, we have one of the world's largest research networks.

At the core of our platform is an ever-growing source of consumer data that has been amassed over our twenty years of operation. We call it Living Data. All of our products and services draw upon this detailed understanding of our 27+ million registered panel members to deliver accurate, actionable consumer insights.

As innovators and pioneers of online market research, we have a strong reputation as a trusted source of accurate data and insights. Testament to this, YouGov data is regularly referenced by the global press, and we are the second most quoted market research source in the world.

YouGov. Living Consumer Intelligence.

For further information, visit business.yougov.com

Chief Executive Officer's Review

The H1 FY24 period marks my first six months at YouGov and I remain impressed with the calibre of our staff and the level of trust we have with our clients and panellists. YouGov has seen resilient performance during a period of leadership transition and against a macro-economic environment that remains challenging. Client budgets have remained under pressure, in part due to the inflationary environment, leading to some scaling back or delays in spending decisions. In our home market, the UK, the IPA Bellwether Report estimated that market research budgets shrunk 5% in Q4 2023, down from a 1.5% decline in the preceding quarter. Additionally, industry body ESOMAR estimated that the established market research sector in the US would expand by only 1% in 2023.

Despite this backdrop, we continue to capitalise on our strength in the US technology and media agency sector as our data continues to be increasingly embedded into client workflows. We have also seen strong growth in the retail and travel sector, where we have been previously underweight, as clients look to better understand changing consumer behaviours.

From a regional perspective, the UK continues to perform well owing to our strong reputation in the market. Conversely, performance in the US has been more challenging as a consequence of disruption in the e-sports and gaming sector due to clients restructuring, a high comparable base for the technology sector, as well as the academic sector which had benefited from election work in the prior year period.

Performance by Geography

Revenue	Six months to 31 Jan 2024 £m	Six months to 31 Jan 2023 £m	Revenue growth %	Underlying ¹ revenue change %
UK	32.8	31.1	5%	5%
Americas	60.5	63.0	(4%)	2%
EMEA	47.2	33.6	41%	0%
Asia Pacific ²	9.4	10.1	(7%)	(1%)
Central Items	(6.8)	(6.4)	8%	5%
Group	143.1	131.4	9%	2%

¹ Defined in the explanation of non-IFRS measures below.

² Following a change in regional management structure, Mainland Europe and Middle East have been combined into one reporting unit and India has been reclassified from APAC into EMEA. Prior year comparables have been restated.

Progress on our operational priorities for FY24

Based on my initial assessment of our business and strategy, we had identified five key areas of priority and opportunities for the FY24 period. We have made considerable progress on these areas as per below:

- **Panel Quality:**
 - Published an industry leading white paper in November 2023 that confirms the steps we have taken to continuously improve data quality in YouGov BrandIndex over the years and how these have allowed the Company to take a market leading position and help raise industry standards.
 - Continued to monitor data integrity and tightened the controls used in our key products to address the long-standing industry issue of respondent attention. The focus on panel quality and data integrity is becoming increasingly prevalent and we are starting to see it referenced in client RFPs.

- **Product Innovation:**

- Developed our first category view solution that delivers YouGov BrandIndex alongside category survey data to drive uptake amongst brand clients. The new solution combines benefits of our flagship product and survey methodology as a cost-efficient way of delivering brand tracking at a category level. We expect to launch this product over the coming months, beginning with the automotive sector.
- Continuing to enhance our core products to enable our customers to drive additional value from our existing datasets. During the period, we announced the acquisition of US-based KnowledgeHound to further extend our analytics capabilities. Following its integration, the acquired technology will help improve the UX and UI for our core data products and enable data discovery, integration, and productisation of reports for brands.
- Scaling our newer behavioural products such as YouGov Safe into new markets, expanding the sources of data we collect and connecting it with YouGov Profiles to enable it to be sold as an add-on solution in our smaller markets.
- Established an AI Platform team to assess opportunities for new technological innovation and ways to improve workflow automation. We have successfully launched our first client-facing AI product, YouGov AI Qual Explorer, enabling clients to run qualitative research quickly and cost-effectively using natural language processing. Initial client feedback has been positive with the product already securing its first clients.

- **Commercial Rigour:**

- Announced the appointment of a new Chief Commercial Officer, Tom Fisher, to lead our new regionally aligned commercial team structure. Having previously led our technology research team, Tom has an excellent track record of expanding share of wallet with clients using our deep, rich dataset and advanced analytics capabilities.
- Signed one of our largest single contracts to date with a multinational media agency. The multi-year contract will embed our syndicated data products in over 20 markets across the agency's different divisions and provides us an opportunity to cross-sell our research services.
- Continued focus on improving business planning and account management through better alignment of incentives, increased performance management and implementing sales-enabling technology systems.

- **US Expansion:**

- The US remains the largest addressable market opportunity for the Group and we expect the region to be our biggest growth driver for FY24 as technology clients continue to increase their spending on our connected custom trackers.
- The run-up to the US presidential elections in November presents a significant opportunity to increase brand awareness in the region and the pipeline of commercial activities is starting to build up. Testament to our quality and accuracy, FiveThirtyEight (538), the gold standard in data journalism and electoral analysis, recently ranked YouGov in 4th place in its latest Pollster Rankings.

- **YouGov Platform:**

- Initial marketing outreach for our self-serve survey tool, YouGov Surveys, has resulted in the onboarding of over 200 paying users, of which about 150 users are new to YouGov.
- In order to drive organic recruitment, we continue to produce engaging content on our public data sites and have seen an increase in click throughs from our public content onto our member and client platform.
- Additionally, we have seen a strong increase in participation from our panel members in the UK and US, from commercially valuable activities to opinion sharing via YouGov Chat to behavioural data sharing.

Acquisition of CPS

On 9 January 2024, the Group announced that it has completed its acquisition of the Consumer Panel Services of GfK GmbH ("CPS") for a headline purchase price of €315 million. CPS is an established leader in household purchase data, with panels across 18 European countries, consisting of over 100,000 households.

CPS capabilities are strategically aligned with YouGov, adding highly engaged panels across the European market and technology to capture and analyse consumer purchasing data. The acquisition will support our continued growth by expanding our combined offering to existing clients in our current markets, as well as the opportunity to win new clients and roll out into new markets.

Since the initial acquisition announcement in July 2023, CPS has been trading ahead of expectations set out at the time of the deal. Additionally, the acquired business has successfully renewed all major client contracts, further demonstrating its market leadership and strong client relationships. During the period, the acquired business has also successfully launched panels to enable passive data collection in two new markets. Under the YouGov umbrella, the division intends to continue to invest in strategic growth initiatives that will accelerate its growth in the coming years.

YouGov has launched an integration programme to ensure a measured and seamless transition for all its stakeholders. The integration process is well underway, and the Group has already successfully completed its first research project cross-sell to a CPS client. Over the coming months, YouGov will be working closely with consulting firm, AlixPartners, to design a target operating model for the combined Group that allows us to build on our respective strengths and capitalise on the commercial opportunities ahead of us.

Following the completion of the transaction, the Group revises its medium-term guidance to include the contribution from CPS as follows:

- Medium-term revenue of £650 million (previously £500m); and
- Medium-term adjusted operating profit margin of 25% (unchanged).

Steve Hatch
Chief Executive Officer
26 March 2024

Chief Financial Officer's Review

The Group has delivered a resilient performance in the six months to 31 January 2024. On a reported basis, Group revenue increased 9% to £143.1m in the period compared to £131.4m in the six months to January 2023, largely driven by the acquisition of the CPS business.

Underlying¹ revenue growth (excluding foreign exchange movements and contribution from acquisitions) was 2% against a challenging macro-economic environment, continued pressure on client budgets and a high comparable base in H1 FY23 that benefited from increased client spend from the technology sector in the US. The Group's performance was underpinned by stable demand in our Data Products and Research divisions, while general market softness put pressure on discretionary spend.

The Group's results were affected by the net appreciation of £ Sterling as its average exchange rate was 6.2% higher against the USD in this period compared to the six months to 31 January 2023. The £ Sterling was also 0.5% higher against the EUR over the same period. As a result, the net impact of foreign exchange on the Group's adjusted operating profit was a decrease of £2.1m.

Gross Margins were stable at 85% as lower contribution from our high-margin Data Products division was offset by the inclusion of the CPS business.

Group Operating costs (excluding separately reported items) of £93.9m, (HY23: £88.9m) increased by 6% in reported terms and 2% on an underlying¹ basis. Group adjusted operating profit (excluding separately reported items) increased to £27.9m (a 23% increase from £22.6m in HY23). Underlying¹ operating profit decreased by 4%, when excluding the impact of acquisitions and FX, on the back of slightly lower gross margins and higher IT costs.

The statutory operating profit (which is after charging other separately reported items of £18.4m largely relating to the acquisition of CPS and related debt financing) decreased by £10.9m to £9.5m (HY23 £20.4m).

Performance by Division

Following the acquisition of CPS, the segmental breakdown has been updated to include CPS as a separate division and to combine Custom Research and Data Services, previously shown as separate divisions, into a single division called "Research".

Revenue	Six months to 31 Jan 2024 £m	Six months to 31 Jan 2023 £m	Revenue growth %	Underlying ¹ revenue change %
Data Products	41.1	41.9	(2%)	2%
Research	86.1	88.1	(2%)	1%
CPS	14.1	-	-	-
Central Items	1.8	1.4	29%	47%
Group	143.1	131.4	9%	2%

Adjusted Operating Profit ¹	Six months to 31 Jan 2024 £m	Six months to 31 Jan 2023 £m	Operating Profit growth %	Operating Margin	
				Six months to 31 Jan 2024	Six months to 31 Jan 2023
Data Products	15.9	17.5	(9%)	39%	42%
Research	16.1	16.0	1%	19%	18%
CPS	8.4	-	-	60%	-
Central Costs	(12.5)	(10.9)	15%	-	-
Group	27.9	22.6	23%	19%	17%

¹ Defined in the explanation of non-IFRS measures below.

Data Products

Our syndicated data products suite includes YouGov BrandIndex and YouGov Profiles as well as newer behavioural products, such as YouGov Safe.

Revenue from Data Products declined by 2% in reported terms (2% growth on an underlying basis) in the period. Geographically, the UK and EMEA regions benefited from moderate underlying¹ growth while Americas was largely flat. Continued pressure on client budgets and higher price competition have partially impacted renewal rates across the Group, offset by sales of new subscriptions, in particular to media agencies.

The adjusted operating profit from Data Products declined by 9% to £15.9m and the operating margin decreased to 39%. During the period, the division also expensed a greater proportion of intangibles software compared to H1 FY23.

Research

Our Research division combines our legacy Data Services and Custom Research divisions into a single reporting unit. It comprises our fast turnaround research services, such as YouGov RealTime Omnibus, as well as tailored research projects and tracking studies.

In the period, revenue from Research declined by 2% in reported terms and increased by 1% on an underlying basis. Geographically, the UK saw good growth in custom research projects, offset by some weakness in discretionary spend on fast-turnaround research. The Americas saw stable demand from the technology sector despite the high comparable base in the prior year, and weakness in the gaming sector was offset by gains in the FMCG and Retail sector.

The division's adjusted operating profit was stable at £16.1m (HY23 £16.0m) representing an operating profit margin of 19% (HY23: 18%).

Consumer Panel Services (CPS)

Our CPS division provides household purchase data across 18 European countries.

CPS contributed £14.1m of revenue and £8.4m in adjusted operating profit following the completion of the acquisition on 9 January 2024. Due to the nature of CPS data collection and contractual commitments, there is a high volume of client reports delivered in the months of January and July. Most of the CPS revenue is recognised at a point in time per the IFRS 15 definition. This has led to the high level of contribution to Group results during the period.

Profitability by Geography

Adjusted Operating Profit ¹	Six months to 31 Jan 2024 £m	Six months to 31 Jan 2023 £m	Operating Profit growth %	Operating Margin	
				Six months to 31 Jan 2024	Six months to 31 Jan 2023
UK	7.3	6.2	18%	22%	20%
Americas	19.5	23.1	(16%)	32%	37%
EMEA	11.5	2.7	N.M.	24%	8%
Asia Pacific ²	0.5	1.0	(50%)	5%	10%
Central Costs	(10.9)	(10.4)	4%	-	-
Group	27.9	22.6	23%	19%	17%

¹ Defined in the explanation of non-IFRS measures below. Adjusted operating profit has been restated to remove customer list amortisation which is now classified as a Separately Reported Item.

² Following a change in regional management structure, Mainland Europe and Middle East have been combined into one reporting unit and India has been reclassified from APAC into EMEA. Prior year comparables have been restated.

Panel Development

We continue to invest in our online panel to increase our research capabilities, both in our newer geographies and in the US in the run up to the presidential elections. At 31 January 2024, the total number of registered panellists had increased by 15% to over 27 million, compared to 24 million at 31 January 2023, as set out in the table below.

Region	Panel size at 31 January 2024 millions	Panel size at 31 January 2023 millions
UK	2.98	2.79
Americas	10.09	8.76
EMEA	9.70	8.28
Asia Pacific	4.93	4.18
Total	27.70	24.01

Group financial performance

Separately reported items

Separately reported items including acquisition related costs of £18.4m are largely comprising of professional services costs related to the acquisition of CPS and related debt financing.

Additionally, YouGov has updated the presentation of separately reported items to include the amortisation costs of acquired customer relationship intangible assets. Therefore, these costs are not included in Group's Adjusted Operating Profit. The change will give a more comparable view of the Group's performance with other market research and technology companies and a more comparable performance metric within our divisions. Amortisation of acquired customer lists, in relation to the acquisition of CPS and LINK Marketing Services AG, amounted to £1.2m for the period ended 31 January 2024 (HY 2023: £0.5m).

Finance Costs

Group net finance income increased to £0.9m (HY 2023: £0.6m). Finance income for the six months ended 31 January 2024 was £2.1m, largely due to interest received on bank deposits. Interest payable on our debt facilities amounted to £0.9m during the same period.

Profit before tax and earnings per share

Adjusted profit before tax was £30.3m, increasing by 12% compared to £27.1m in HY 2023, largely due to the contribution from the acquisition of CPS. The adjusted tax rate increased from 21% in HY 2023 to 23%. Statutory profit before tax decreased to £10.4m compared to £21.0m in the six months ended 31 January 2023.

During the period adjusted earnings per share has increased by 4% from 19.7p to 20.4p, due to higher taxes and share count. Statutory earnings per share has decreased from 14.7p to 3.7p.

Cash flow

The Group generated £16.9m (HY23: £30.5m) in cash from operations (before paying interest and tax) including a £7.5m outflow (HY23: £8.6m outflow) from net working capital and after accounting for £18.4m in exceptional costs related to the CPS acquisition and loan financing. Taxation payments for the period totalled £3.3m (HY23: £1.6m).

Amortisation charges for intangible assets totalled £10.7m in the period (HY23: £10.8m) of which £4.8m (HY23: £5.4m) relates to our panel asset and £4.3m (HY23: £4.6m) to our software and technology development activities.

The Group invested £6.0m (HY23: £4.4m) in the continuing advancement of our technology platform while investment in panel recruitment amounted to £3.4m (HY23: £4.8m) as we ramp up member recruitment ahead of key elections. £0.2m (HY23: £0.6m) was spent on the purchase of property, plant and equipment.

In January 2024, the Group completed two acquisitions for a total consideration of £259.7m (net of cash acquired). The consideration was primarily funded through the drawdown of £214.5m in bank loans and existing cash on the balance sheet.

Other cash outflows included £1.9m spent on purchase of treasury shares and the annual shareholder dividend payment of £10.1m (HY23: £7.7m) in December 2023.

The Group is expecting £4.6m of deferred consideration to be paid in the next twelve months in respect of future earn-outs related to acquisitions.

There was a net cash outflow of £53.6m in the period, compared to an inflow of £4.7m in the six months to 31 January 2023. The net cash balance of £53.4m was higher than at 31 January 2023 (£41.4m).

Bank debt and liquidity

During the period, the Group entered into a €280m debt facility to fund for the acquisition of CPS. This facility comprised of a €40m Revolving Credit Facility ("RCF") and a €240m amortising term loan with a tenor of four years ("Term loan"). In January 2024, the full-term loan was drawn and €10m was drawn on the RCF.

The Group's liquidity position remains strong with £53.4m in cash on the balance sheet and €30m of the RCF available for drawdown. The Group's net debt as at 31 January 2024 was £162.7m and, excluding the impact of IFRS 16, the Group's leverage ratio¹ as of 31 January 2024 was 1.6x. It is the Board's long-term intention for the Group to return to a net cash position.

Alex McIntosh
Chief Finance Officer
26 March 2024

¹ Defined in the explanation of non-IFRS measures below.

Explanation of Non-IFRS measures

Financial Measure	How we define it	Why we use it
Underlying growth	Growth in business excluding impact of current and prior period acquisitions and business closures, and movement in exchange rates (i.e. current year performance calculated with exchange rates held constant at prior year rates)	Provides a more comparable basis to assess the year-to-year operational business performance and is how our performance is reviewed internally
Separately reported items	Items that, in the Directors' judgement, are one-off or need to be disclosed separately by virtue of their size or incidence or excluded to aid comparability	
Adjusted operating profit	Operating profit excluding separately reported items	
Adjusted operating profit margin	Adjusted operating profit expressed as a percentage of revenue	
Adjusted profit before tax	Profit before tax before share based payment charges, imputed interest and separately reported items	
Adjusted taxation	Taxation due on the adjusted profit before tax, excluding the tax effect of separately reported items	
Adjusted tax rate	Adjusted taxation expressed as a percentage of adjusted profit before tax	
Adjusted profit after tax	Adjusted profit before tax less adjusted taxation	
Adjusted profit after tax attributable to owners of the parent	Adjusted profit after tax less profit attributable to non-controlling interests	Facilitates performance evaluation, individually and relative to other companies
Adjusted earnings per share	Adjusted profit after tax attributable to owners of the parent divided by the weighted average number of shares. Adjusted diluted earnings per share includes the impact of share options	
Cash conversion	The ratio of cash generated from operations to adjusted EBITDA	Indicates the extent to which the business generates cash from adjusted EBITDA
Net debt	Short and long-term borrowings (excluding lease liabilities and including pension defined benefit net deficit) less cash and cash equivalents.	Provides an insight into the debt position of the Group, taking into account current cash resources.
Leverage ratio	Net debt calculated as a multiple of the last 12 months Adjusted EBITDA.	

Reconciliation of Non-IFRS measures¹

Adjusted EBITDA² reconciliation	Six months to 31 Jan 2024 £m	Six months to 31 Jan 2023 £m	% Change
Adjusted operating profit¹	27.9	22.6	23%
Depreciation	2.4	2.2	9%
Amortisation	10.7	10.8	(1%)
Adjusted EBITDA	41.0	35.6	15%

Adjusted Profit Before Tax²	Six months to 31 Jan 2024 £m	Six months to 31 Jan 2023 £m	% Change
Statutory profit before tax	10.4	21.0	(50%)
Separately reported items	18.4	2.2	-
Share based payments	1.5	3.8	-
Adjusted profit before tax²	30.3	27.1	12%

¹ See note 6 for reconciliation of adjusted earnings per share.

² Defined in the explanation of non-IFRS measures above.

YOUGOV PLC
STATEMENT OF DIRECTORS' RESPONSIBILITIES

For the six months ended 31 January 2024

The Directors confirm that these condensed interim financial statements have been prepared in accordance with International Accounting Standard 34, "Interim Financial Reporting", as adopted by the European Union and that the interim management report includes a fair review of the information required by DTR 4.2.7 and DTR 4.2.8, namely:

- an indication of important events that have occurred during the first six months and their impact on the condensed set of financial statements, and a description of the principal risks and uncertainties for the remaining six months of the financial year; and
- material related-party transactions in the first six months and any material changes in the related-party transactions described in the last annual report.

The Board of Directors of YouGov plc are:

- Rosemary Leith - Non-Executive Director³
- Andrea Newman - Non-Executive Director
- Ashley Martin - Non-Executive Director
- Nick Prettejohn – Non-Executive Director
- Shalini Govil-Pai – Non-Executive Director
- Devesh Mishra – Non-Executive Director
- Stephan Shakespeare – Non-Executive Chair¹
- Steve Hatch - Chief Executive Officer²
- Alex McIntosh - Chief Financial Officer

By order of the Board:

Alex McIntosh
Chief Financial Officer
26 March 2024

1 Appointed on 01 August 2023 upon the retirement of Roger Parry on 31 July 2023

2 Appointed on 01 August 2023

3 Will retire from the board in April 2024.

YOUNGOV PLC
CONSOLIDATED INCOME STATEMENT
For the six months ended 31 January 2024

	Note	Unaudited 6 months to 31-Jan 2024 £m	Unaudited 6 months to 31-Jan 2023 £m	Audited Year ended 31-Jul 2023 £m
Revenue	3	143.1	131.4	258.3
Cost of sales		(21.3)	(19.9)	(37.4)
Gross profit		121.8	111.5	220.9
Administrative expenses		(112.3)	(91.1)	(176.5)
Operating profit		9.5	20.4	44.4
Separately reported items	4	18.4	2.2	4.7
Adjusted operating profit¹	3	27.9	22.6	49.1
Finance income		2.1	0.9	1.0
Finance costs		(1.2)	(0.3)	(0.7)
Profit before taxation		10.4	21.0	44.7
Taxation	5	(6.1)	(5.0)	(10.1)
Profit after taxation		4.3	16.0	34.6
Attributable to:				
- Owners of the parent		4.3	16.1	34.5
- Non-controlling interests		(0.1)	(0.1)	0.1
		4.2	16.0	34.6
Earnings per share				
Basic earnings per share attributable to the owners of the parent	6	3.7p	14.7p	31.5p
Diluted earnings per share attributable to the owners of the parent	6	3.7p	14.4p	30.8p

1 Defined in the explanation of non-IFRS measures. Adjusted operating profit has been restated to remove customer list amortisation which is now classified as a Separately Reported Item. See note 3 for more details.

All operations are continuing.

YOUNGOV PLC
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the six months ended 31 January 2024

	Unaudited 6 months to 31-Jan 2024 £m	Unaudited 6 months to 31-Jan 2023 £m	Audited Year ended 31-Jul 2023 £m
Profit for the period	4.3	16.0	34.6
Other comprehensive income/(expense)			
<i>Items that will not be reclassified to profit or loss</i>			
Actuarial (loss)/gains	(0.5)	0.2	0.4
<i>Items that may be subsequently reclassified to profit or loss</i>			
Currency translation differences	(1.4)	0.3	(2.9)
Other comprehensive income/(expense) for the period	(1.9)	0.5	(2.5)
Total comprehensive income for the period	2.4	16.5	32.1
Attributable to:			
- Owners of the parent	2.4	16.6	32.0
- Non-controlling interests	(0.1)	(0.1)	0.1
Total comprehensive income for the period	2.3	16.5	32.1

Items in the statement above are disclosed net of tax.

YOUNGOV PLC
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
as at 31 January 2024

		Unaudited 31-Jan-24	Unaudited 31-Jan-23	Audited 31-Jul-23
Assets	Note	£m	£m	£m
Non-current assets				
Goodwill	9	263.1	83.7	82.4
Other intangible assets	9	153.1	33.7	31.9
Property, plant and equipment	9	4.6	4.0	3.6
Right of use assets	9	17.5	10.4	10.1
Deferred tax assets		14.5	11.9	11.1
Total non-current assets		452.8	143.7	139.1
Current assets				
Trade and other receivables		75.7	58.1	55.0
Current tax assets		2.5	-	3.0
Cash and cash equivalents		53.4	41.4	107.2
Total current assets		131.6	99.5	165.2
Total assets		584.4	243.2	304.3
Liabilities				
Current liabilities				
Trade and other payables		87.8	61.9	64.7
Contingent consideration		4.6	6.6	4.4
Provisions		21.8	11.7	11.9
Borrowings	11	39.3	-	-
Current lease liabilities		4.4	2.8	3.1
Current tax liabilities		12.6	5.3	7.0
Total current liabilities		170.5	88.3	91.1
Net current (liabilities)/assets		(38.9)	11.2	74.1
Non-current liabilities				
Contingent consideration		-	3.0	-
Provisions		8.0	6.7	6.8
Pension defined benefit net liability		2.4	2.0	1.9
Long term borrowings	11	174.4	-	-
Long term lease liabilities		13.8	8.6	8.1
Deferred tax liabilities		26.3	3.4	0.2
Total non-current liabilities		224.9	23.7	17.0
Total liabilities		395.4	112.0	108.1
Net assets		189.0	131.2	196.2

YUOGOV PLC
CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)
as at 31 January 2024

		Unaudited	Unaudited	Audited
		31-Jan-24	31-Jan-23	31-Jul-23
Assets	Note	£m	£m	£m
Equity				
Issued share capital	10	0.2	0.2	0.2
Share premium		81.1	31.5	81.1
Merger reserve		9.2	9.2	9.2
Treasury reserve		(12.3)	(15.2)	(19.4)
Foreign exchange reserve		10.3	14.9	11.7
Retained earnings		100.8	91.0	113.6
Total equity attributable to owners of the parent		189.3	131.6	196.4
Non-controlling interests in equity		(0.3)	(0.4)	(0.2)
Total equity		189.0	131.2	196.2

The accompanying accounting policies and notes form an integral part of this financial information.

Alex McIntosh
Chief Financial Officer
26 March 2024

YOUNGOV PLC

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 31 January 2024

	Attributable to equity holders of the Company							Non-controlling interest	Total
	Share capital	Share premium	Merger reserve	Treasury share reserve	Foreign exchange reserve	Retained earnings	Total		
	£m	£m	£m	£m	£m	£m	£m		
Balance at 31 July 2022	0.2	31.5	9.2	(9.6)	14.6	79.4	125.3	(0.3)	125.0
Actuarial gains	-	-	-	-	-	0.2	0.2	-	0.2
Exchange differences on translating foreign operations	-	-	-	-	0.3	-	0.3	-	0.3
Net income recognised directly in equity	-	-	-	-	0.3	0.2	0.5	-	0.5
Profit for the period	-	-	-	-	-	16.1	16.1	(0.1)	16.0
Total comprehensive income for the period	-	-	-	-	0.3	16.3	16.6	(0.1)	16.5
Dividends paid	-	-	-	-	-	(7.7)	(7.7)	-	(7.7)
Share-based payments	-	-	-	-	-	3.7	3.7	-	3.7
Tax in relation to share-based payments	-	-	-	-	-	(0.7)	(0.7)	-	(0.7)
Acquisition of treasury shares	-	-	-	(5.6)	-	-	(5.6)	-	(5.6)
Total transactions with owners recognised directly in equity	-	-	-	(5.6)	-	(4.7)	(10.3)	-	(10.3)
Balance at 31 January 2023	0.2	31.5	9.2	(15.2)	14.9	91.0	131.6	(0.4)	131.2
Actuarial gains	-	-	-	-	-	0.2	0.2	-	0.2
Exchange differences on translating foreign operations	-	-	-	-	(3.2)	-	(3.2)	-	(3.2)
Net income recognised directly in equity	-	-	-	-	(3.2)	0.2	(3.0)	-	(3.0)
Profit for the period	-	-	-	-	-	18.4	18.4	0.2	18.6
Total comprehensive income for the period	-	-	-	-	(3.2)	18.6	15.4	0.2	15.6
Issue of shares	-	49.6	-	-	-	-	49.6	-	49.6
Share-based payments	-	-	-	-	-	3.9	3.9	-	3.9
Treasury shares used to settle share option exercises	-	-	-	0.1	-	(0.1)	-	-	-
Tax in relation to share-based payments	-	-	-	-	-	0.2	0.2	-	0.2
Acquisition of treasury shares	-	-	-	(4.3)	-	-	(4.3)	-	(4.3)
Total transactions with owners recognised directly in equity	-	49.6	-	(4.2)	-	4.0	49.4	-	49.4
Balance at 31 July 2023	0.2	81.1	9.2	(19.4)	11.7	113.6	196.4	(0.2)	196.2
Actuarial gains/(losses)	-	-	-	-	-	(0.5)	(0.5)	-	(0.5)
Exchange differences on translating foreign operations	-	-	-	-	(1.4)	-	(1.4)	-	(1.4)
Net income recognised directly in equity	-	-	-	-	(1.4)	(0.5)	(1.9)	-	(1.9)
Profit for the period	-	-	-	-	-	4.3	4.3	(0.1)	4.2
Total comprehensive income for the period	-	-	-	-	(1.4)	3.8	2.4	(0.1)	2.3
Dividends paid	-	-	-	-	-	(10.1)	(10.1)	-	(10.1)
Share-based payments	-	-	-	-	-	2.6	2.6	-	2.6
Treasury shares used to settle share option exercises	-	-	-	9.0	-	(9.0)	-	-	-
Tax in relation to share-based payments	-	-	-	-	-	(0.1)	(0.1)	-	(0.1)
Acquisition of treasury shares	-	-	-	(1.9)	-	-	(1.9)	-	(1.9)
Total transactions with owners recognised directly in equity	-	-	-	7.1	-	(16.6)	(9.5)	-	(9.5)
Balance at 31 January 2024	0.2	81.1	9.2	(12.3)	10.3	100.8	189.3	(0.3)	189.0

YUGOV PLC
CONSOLIDATED CASHFLOW STATEMENT
For the six months ended 31 January 2024

	Unaudited 6 months 31 2024 £m	Unaudited 6 months to 31 January 2023 £m	Audited Year ended 31 July 2023 £m
Cash flows from operating activities			
Profit before taxation	10.4	21.0	44.7
Adjustments for:			
Finance income	(1.5)	(0.9)	(0.3)
Finance costs	1.2	0.3	0.7
Amortisation of intangibles	10.7	10.8	21.0
Depreciation	2.4	2.2	4.3
Share-based payments	(0.1)	3.7	7.6
Other non-cash items	1.3	2.2	(2.5)
Settlement of deferred consideration	-	(0.2)	(2.3)
(Increase) in trade and other receivables	(2.4)	(4.5)	(0.1)
(Decrease) in trade and other payables	(5.9)	(4.4)	(3.1)
Increase in provisions	0.8	0.3	(1.0)
Cash generated from operations	16.9	30.5	69.0
Interest paid	(0.3)	(0.3)	(0.5)
Income taxes paid	(3.3)	(1.6)	(9.3)
Net cash generated from operating activities	13.3	28.6	59.2
Cash flow from investing activities			
Acquisition of subsidiaries (net of cash acquired)	(259.7)	-	-
Purchase of property, plant and equipment	(0.2)	(0.6)	(1.1)
Purchase of intangible assets	(9.4)	(9.2)	(16.3)
Interest received	1.5	-	0.3
Net cash used in investing activities	(267.8)	(9.8)	(17.1)
Cash flows from financing activities			
Proceeds from issue of share capital (net of costs)	-	-	49.8
Principal elements of lease payments	(1.6)	(0.8)	(3.2)
Draw down of bank loans	214.5	-	-
Dividends paid to shareholders	(10.1)	(7.7)	(7.7)
Purchase of treasury shares	(1.9)	(5.6)	(9.8)
Net cash from / (used in) financing activities	200.9	(14.1)	29.1
Net increase/(decrease) in cash and cash equivalents	(53.6)	4.7	71.2
Cash and cash equivalents at beginning of period	107.2	37.4	37.4
Exchange (loss) on cash and cash equivalents	(0.2)	(0.7)	(1.4)
Cash and cash equivalents at end of period	53.4	41.4	107.2

YOUGOV PLC

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the six months ended 31 January 2024

1 GENERAL INFORMATION

YouGov plc and subsidiaries' (the "Group") principal activity is the provision of digital market research.

YouGov plc (the "Company") is the Group's ultimate Parent Company. It is a public limited company incorporated and domiciled in the United Kingdom. The address of YouGov plc's registered office is 50 Featherstone Street, London EC1Y 8RT, United Kingdom. YouGov plc's shares are listed on the Alternative Investment Market of the London Stock Exchange.

YouGov plc's condensed consolidated interim financial statements are presented in UK Sterling, which is also the functional currency of the Company. Figures are rounded to the nearest million UK Sterling, unless otherwise indicated.

These condensed consolidated interim financial statements have been approved for issue by the Board of Directors of YouGov plc (the "Board") on 26 March 2024.

This condensed consolidated interim financial information for the six months ended 31 January 2024 does not comprise statutory accounts within the meaning of Section 434 of the Companies Act 2006. Statutory accounts for the year ended 31 July 2023 were approved by the Board on 11 October 2023 and delivered to the Registrar of Companies. The report of the auditors on those accounts was unqualified, did not contain an emphasis of matter paragraph and did not contain any statement under section 498 of the Companies Act 2006. The consolidated financial statements of the Group for the year ended 31 July 2023 are available from the Company's registered office or website (<https://corporate.yougov.com>).

This condensed consolidated interim financial information is unaudited and not reviewed by the auditors.

2 BASIS OF PREPARATION

These condensed consolidated interim financial statements for the six months ended 31 January 2024 have been prepared in accordance with the Disclosure and Transparency Rules of the Financial Services Authority and IAS 34 "Interim Financial Reporting" as contained in UK-adopted IFRS. The condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended 31 July 2023, which has been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 applicable to companies reporting under IFRS. There has been no change in accounting policies and principal risks and uncertainties in the interim financial statements since the last annual financial statements.

Accounting estimates and judgements

The preparation of interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of income, expenses, assets and liabilities. All significant estimates and judgements made by management were consistent with those applied to the consolidated financial statements for the year ended 31 July 2023.

3 SEGMENTAL ANALYSIS

The Board of Directors (which is the “chief operating decision-maker”) primarily reviews information based on product lines. Following the acquisition of Consumer Panel Services (“CPS”) (see note 7), the presentation has been updated to include CPS as a separate division and to combine Custom Research and Data Services, previously shows as separate divisions, into a single division called “Research”.

In addition, amortisation related to customer relationships intangible assets is now being treated as a Separately Reported item (see note 4). £1.2m amortisation for the 6 months ended 31 January has been restated as a separately reporting item, with a corresponding increase in the adjusted operating profit.

For the six months to 31 January 2024 (Unaudited)	Research £m	Data Products £m	CPS £m	Eliminations and unallocated costs £m	Group £m
Revenue					
Recognised over time	24.3	40.8	0.3	1.6	67.0
Recognised at a point in time	61.8	0.3	13.8	0.2	76.1
Total revenue	86.1	41.1	14.1	1.8	143.1
Cost of sales	(15.1)	(3.7)	(0.6)	(1.9)	(21.3)
Gross profit	71.0	37.4	13.5	(0.1)	121.8
Administrative expenses	(54.9)	(21.5)	(5.1)	(12.4)	(93.9)
Adjusted Operating profit/(loss)	16.1	15.9	8.4	(12.5)	27.9
Separately reported items					(18.4)
Operating profit/(loss)					9.5
Net finance income					0.9
Profit before taxation					10.4
Taxation					(6.1)
Profit after taxation					4.3

For the six months to 31 January 2023 (Unaudited)	Research¹ £m	Data Products £m	CPS £m	Eliminations and unallocated costs £m	Group £m
Revenue					
Recognised over time	24.0	41.7	-	0.6	66.3
Recognised at a point in time	64.1	0.2	-	0.8	65.1
Total revenue	88.1	41.9	-	1.4	131.4
Cost of sales	(15.6)	(3.0)	-	(1.3)	(19.9)
Gross profit	72.5	38.9	-	0.1	111.5
Administrative expenses	(56.5)	(21.4)	-	(11.0)	(88.9)
Adjusted operating profit/(loss)²	16.0	17.5	-	(10.9)	22.6
Separately reported items					(2.2)
Operating profit					20.4
Net finance income					0.6
Profit before taxation					21.0
Taxation					(5.0)
Profit after taxation					16.0

1 Comparatives have been restated to combine Data Services and Custom Research into Research, as explained above.

2 Adjusted operating profit has been restated to remove customer list amortisation which is now classified as a Separately Reported Item.

3 SEGMENTAL ANALYSIS (continued)

Supplementary analysis by geography

	Six months to 31 January 2024 (Unaudited)		Six months to 31 January 2023 (Unaudited)	
	Revenue	Adjusted operating profit	Revenue	Adjusted operating profit ³
	£m	£m	£m	£m
UK	32.8	7.3	31.1	6.2
Americas ¹	60.5	19.5	63.0	23.1
EMEA ²	47.2	11.5	33.6	2.7
Asia Pacific	9.4	0.5	10.1	1.0
Intra-group revenues/unallocated costs	(6.8)	(10.9)	(6.4)	(10.4)
Group	143.1	27.9	131.4	22.6

¹ Americas refers to the US, Canada and Latin America. KnowledgeHound results have been included in Americas.

² EMEA refers to Mainland Europe, Middle East and India. Following a change in regional management structure, Mainland Europe and Middle East have been combined into one reporting unit and India has been reclassified from APAC into EMEA. Prior period comparatives have been restated. CPS results have been included in EMEA.

³ Adjusted operating profit has been restated to remove acquired customer list amortisation which is now classified as a Separately Reported Item.

4 SEPARATELY REPORTED ITEMS

	Unaudited 6 months to 31-Jan 2024 £m	Unaudited 6 months to 31-Jan 2023 £m	Audited Year ended 31-Jul 2023 £m
Acquisition-related costs	16.4	0.2	5.0
Consideration treated as staff costs	0.8	1.5	(1.1)
Amortisation of acquired customer list	1.2	0.5	0.8
	18.4	2.2	4.7

Acquisition related costs comprise professional services costs related to the CPS acquisition including investment banking deal fees, legal fees, bridge facility, accounting services (Purchase Price Accounting and due diligence) and, integration costs and other incidental costs.

YouGov has updated the presentation of separately reported items to include the amortisation costs of acquired customer relationship intangible assets. Therefore, these costs are not included in Group's Adjusted Operating Profit. The change will give a more comparative view of Group's performance with other market research and technology companies and a more comparable performance metric within our divisions. These costs were £1.2m for the period ended 31 January 2024.

5 TAXATION

	Unaudited 6 months to 31 January 2024	Unaudited 6 months to 31 January 2023	Audited Year ended 31 July 2023
	£m	£m	£m
Current taxation charge	6.9	5.7	14.4
Deferred taxation (credit)	(0.8)	(0.7)	(4.3)
Total income statement tax charge	6.1	5.0	10.1

The tax charge for the period has been calculated based on the expected tax rates for the full year in each country.

6 EARNINGS PER SHARE

	Unaudited 6 months to 31 January 2024	Unaudited 6 months to 31 January 2023 ¹	Audited Year ended 31 July 2023 ¹
Number of shares			
Weighted average number of shares during the period: (million shares)			
- Basic	115.3	109.7	109.6
- Dilutive effect of share options	2.5	2.4	2.5
- Diluted	117.8	112.1	112.1
Basic earnings per share (in pence)	3.7p	14.7p	31.5p
Adjusted basic earnings per share (in pence)	20.4p	19.7p	41.1p
Diluted earnings per share (in pence)	3.7p	14.4p	30.8p
Adjusted diluted earnings per share (in pence)	19.9p	19.3p	40.1p
The adjustments have the following effect:			
Basic earnings per share (in pence)	3.7p	14.7p	31.5p
Share-based payments	2.2p	3.4p	6.9p
Social taxes on share-based payments	(0.8p)	0.1p	-
Imputed interest	-	-	0.3p
Separately reported items	16.0p	2.1p	4.2p
Tax effect of the above adjustments and adjusting tax items	(0.7p)	(0.6p)	(1.8p)
Adjusted basic earnings per share (in pence)	20.4p	19.7p	41.1p
Diluted earnings per share (in pence)	3.7p	14.4p	30.8p
Share-based payments	2.0p	3.3p	6.7p
Social taxes on share-based payments	(0.8p)	0.1p	-
Imputed interest	-	-	0.3p
Separately reported items	15.7p	2.1p	4.1p
Tax effect of the above adjustments and adjusting tax items	(0.7p)	(0.6p)	(1.8p)
Adjusted diluted earnings per share (in pence)	19.9p	19.3p	40.1p

¹ Adjusted basic and diluted earnings per share have been restated to reflect the change in the presentation of acquired customer list amortisation as detailed in Note 4.

7 BUSINESS COMBINATIONS

Summary of acquisitions during the period ended 31 January 2024

During the period, the Group completed two acquisitions. For both acquisitions the Group obtained control through acquiring 100% of the voting equity interest.

Acquisition	Date of acquisition	Region/Country	Primary reason for acquisition	Principal activity
KnowledgeHound	08 January 2024	US	Expansion of data analytics offering	SaaS-based search-driven analytics platform
Gold CP Holding BV ("CPS")	09 January 2024	Europe	Growth and expansion within Europe and new product offering	European household market research company

CPS is a leading European provider of data intelligence, primarily for the fast-moving consumer goods (FMCG) industry. The company tracks household FMCG purchases through a panel consisting of approximately 100 thousand households across 18 countries, providing granular views into customer purchasing data and insights into customer behaviour and purchasing patterns.

KnowledgeHound provides a SaaS platform which allows its customer base to maximize the use of data obtained from surveys. They do this by processing data sets at predetermined sizes and providing clients access through web portals to all-in-one search, visualization, and an insights delivery platform. Customers sign up to single or multi-year contracts and are invoiced annually in advance. KnowledgeHound is based in Chicago, Illinois and operates in variety of industries, including Technology, Consumer, Pharma, Media and Insurance.

The provisional amounts recognised for each class of assets and liabilities acquired is as follows:

	KnowledgeHound £m	CPS £m	Total £m
Intangible assets	3.1	119.9	123.0
Tangible Assets	-	8.5	8.5
Cash	0.1	16.8	16.9
Current assets ¹	1.3	27.8	29.1
Current liabilities	(2.8)	(39.1)	(41.9)
Non-current liabilities ³	-	(39.0)	(39.0)
Net assets acquired	1.7	94.9	96.6
Goodwill on acquisition	4.5	175.6	180.1
Total consideration ²	6.2	270.5	276.7

¹ The carrying value of acquired receivables at the acquisition date is the same as their fair value. The gross contractual amounts receivable are £1.2m for KnowledgeHound and £18m for CPS.

² Total consideration includes initial cash acquired on acquisition net of any debt assumed and working capital adjustments.

³ Non-current liabilities largely relate to Deferred tax liability.

Provisional Purchase Price Allocation

The above are provisional allocations of the purchase prices as the acquisition happened in January 2024. Reviews are being performed with external valuation advisors to refine these estimates. This will be undertaken before the full year financial statements are published.

7 BUSINESS COMBINATIONS (continued)

Fair value

Fair value adjustments included the recognition of the fair value of customer relationships and panel for CPS and software development in relation to KnowledgeHound. There are no fair value adjustments in relation to the consideration paid.

Goodwill

The goodwill amount in relation to KnowledgeHound is attributable to the workforce and the future economic benefits from bringing this tool into YouGov. The goodwill amounts in relation to CPS is attributable to the workforce and the future benefit to YouGov of being able to engage with new audiences in Europe and America. None of those goodwill amounts are deductible for tax purposes.

Acquisition related costs

Acquisition related costs incurred as part of the business combinations are disclosed in Note 4. These have also been recognised in the income statement in the period as separately reported items.

Revenue and profit contribution

From the date of acquisition, the acquired businesses have contributed the following revenue and profit before and after taxation attributable to the equity holders of YouGov plc as outlined in the table below:

	Revenue	Profit/(loss) before tax	Profit/(loss) after tax
	£m	£m	£m
KnowledgeHound	0.2	0.0	0.0
Gold CP Holding BV (CPS)	14.1	7.5	5.6
	14.3	7.5	5.6

If these acquisitions had occurred on 1 August 2023, the acquired businesses would have contributed the following revenue and profit before and after taxation attributable to the equity holders YouGov plc as outlined in the table below. The amounts below are unaudited.

	Revenue	Profit/(loss) before tax	Profit/(loss) after tax
	£m	£m	£m
KnowledgeHound	1.5	(0.5)	(0.5)
Gold CP Holding BV (CPS)	65.3	15.7	11.8
	66.8	15.2	11.3

8 DIVIDEND

On 11 December 2023 a final dividend in respect of the year ended 31 July 2023 of £10.1m (8.75p per share) (2022: £7.7m, 7.0p per share) was paid to shareholders. No interim dividend is proposed in respect of the period (2023: £nil).

9 GOODWILL, INTANGIBLE ASSETS, PROPERTY, PLANT AND EQUIPMENT AND RIGHT OF USE ASSETS

	Goodwill	Other Intangible assets	Property, plant and equipment	Right of use assets
	£m	£m	£m	£m
Carrying amount at 31 July 2022	80.4	38.0	4.2	11.3
Additions:				
Separately acquired	-	5.7	0.6	0.5
Internally developed	-	3.5	-	-
Amortisation and depreciation	-	(10.8)	(0.8)	(1.4)
Fair value updates	2.7	(2.9)	-	-
Exchange differences	0.6	0.2	-	-
Carrying amount at 31 January 2023	83.7	33.7	4.0	10.4
Additions:				
Separately acquired	-	4.8	0.5	1.2
Internally developed	-	4.3	-	-
Amortisation and depreciation	-	(10.2)	(0.9)	(1.2)
Exchange differences	(1.3)	(0.7)	-	(0.3)
Carrying amount at 31 July 2023	82.4	31.9	3.6	10.1
Additions:				
Through business combinations	180.1	123.0	1.0	7.5
Separately acquired	-	6.4	0.8	0.9
Internally developed	-	2.2	-	-
Amortisation and depreciation	-	(11.0)	(0.8)	(1.9)
Exchange differences	0.6	0.6	-	0.9
Carrying amount at 31 January 2024	263.1	153.1	4.6	17.5

In accordance with the Group's accounting policy, the carrying values of goodwill and other intangible assets are reviewed for impairment annually. A full impairment test was undertaken as at 30 April 2023 with no impairment. There are currently no indications of impairment.

10 SHARE CAPITAL

	Number of shares	Share capital £m
At 31 January 2023	111,468,605	0.2
Issue of shares	5,605,789	-
At 31 July 2023	117,074,394	0.2
Issue of shares	23,635	-
At 31 January 2024	117,098,029	0.2

The Company has only one class of share. The par value of each Ordinary Share is 0.2p (2023: 0.2p). All issued shares are authorised and fully paid. Shares issued in the year were in respect of the exercise of 23,635 share options at 0.2p per share.

11 SECURED LOANS

The Group has entered into a €280m debt facility to fund the acquisition of CPS. This facility comprises of €40m Revolving Credit Facility ("RCF") and a €240m amortising term loan with a tenor of four years ("Term loan"). In January 2024 the full-term loan together with €10m of the RCF was drawn. The applicable interest rate for both facilities is EURIBOR plus a margin paid quarterly. As at 31 January, €30m of the RCF was available to fund any additional liquidity requirements of the Group. The loan facility has an agreed annual repayment schedule with the first repayment, of 15%, being in October 2024 and this forms part of short-term borrowings. The RCF drawn is repayable in April 2024. The facilities are subject to financial covenants for interest cover and leverage assessed annually.

12 FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Where market values are not available, fair values of financial assets and financial liabilities have been calculated by discounting expected future cash flows at prevailing interest rates and by applying year end foreign exchange rates.

The book value of the Group's primary financial instruments are equal to their fair values. The primary categories are Trade and other receivables, Cash and cash equivalents and Trade and other payables as shown in the Consolidated Statement of Financial Position.

13 TRANSACTIONS WITH DIRECTORS AND OTHER RELATED PARTIES

Other than emoluments, there were no other transactions with Directors during the period. Trading between YouGov plc and Group companies is excluded from the related party note as this has been eliminated on consolidation.

14 EVENTS AFTER THE REPORTING PERIOD

No material events have taken place subsequent to the reporting date.