

SAVILLE ASSESSMENT LIMITED

Registered in England Number 05105906

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the year ended 31 December 2022

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SAVILLE ASSESSMENT LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS For the year ended 31 December 2022

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SAVILLE ASSESSMENT LIMITED

STRATEGIC REPORT

For the year ended 31 December 2022

The directors, in preparing this Strategic Report, have complied with s414C of the Companies Act 2006.

BUSINESS REVIEW

The Company is a wholly-owned subsidiary of Willis Towers Watson plc.

Results, dividends and future developments

The directors are satisfied with the performance of the Company during the year and position at the year end.

Turnover excluding recharge for group services increased by 10% from £13,360,037 in 2021 to £14,690,725 in 2022.

All lines of business (products, consulting, training and development, client, & administrative support services) have grown during the year. These areas of the business are closely aligned and complementary; an analysis of the sales from the revenue streams is included in note 3 to these financial statements.

The Company distributes psychometric ability and personality assessment products; principally on-line via a proprietary web-based platform (Oasys). These leading psychometric tests are designed for the measurement of personality and aptitudes at work to help employers in their recruitment decisions and to develop their workforce. The Company distributes psychometric tools globally to national and multinational employers. The tools have been designed to maximise the power of the internet and all items and reports are developed with international applicability in mind from the outset. Product sales increased during 2022 by 9% compared with 2021.

Consultancy services are provided to assist employers with the use of the psychometric products. Consulting activities have been focussed on the application of the psychometric instruments in practice. Consulting sales increased by 19% during 2022 compared with 2021.

Training services are provided to users of psychometric products to ensure that they are qualified in the administration and interpretation of the tools to ensure that employers can comply with ethical and professional guidelines for the use of psychometric assessments. Training sales increased by 15% during 2022 compared with 2021.

The Company also provides product development services, client support and other administrative support to the parent company. This area of activity increased by 3% during 2022 compared with 2021.

The financial statements show a profit before taxation for the year of £5,696,549 (2021: £5,069,234) representing growth of 12%.

Other than as noted as part of the post balance sheet event note below the directors expect no change in the activities of the Company in future periods.

POST BALANCE SHEET EVENTS

On 24 February 2023 the Company acquired the Intellectual Property relating to its principal activity from its parent company at Net Book value, deemed not less than fair value for \$7,889,772 (£6,604,420). As a result the Company will no longer receive a charge for the use of the Intellectual Property from its parent company nor turnover for the development, client, & administrative support services that it performed on behalf of its parent company.

On 24 February 2023 the Company paid an interim dividend of £6,000,000.

On 18 April 2023, Willis Towers Watson plc together with its subsidiaries, "WTW" announced it has entered an agreement with Tenzing, a highly regarded private equity investment firm focused on technology-enabled businesses, to sell the Company, subject to the completion of certain closing conditions. The parties expect the transaction to close in the second quarter of 2023.

SAVILLE ASSESSMENT LIMITED

STRATEGIC REPORT (continued)

For the year ended 31 December 2022

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Strategy

The objectives of the business are to continue to build on the strength of the products and services offered to grow the business in the UK and provide assessments globally to its multi-national clients, affiliated companies and distributor network. Growth is expected to continue from organic expansion and taking market share.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Research and Development

Data from on-going use of the Company's psychometric assessments together with feedback from clients is continually fed back into the development and improvement of our assessments. The continued investment in the Oasys platform to keep pace with technological advancements in information technology is of paramount importance to the group, clients and candidates. Given the uncertain nature of the commercial value of particular research projects and the impracticality of separating efforts between pure product development as distinct from maintenance and client delivery, much of which is done by the same personnel, the directors take the view that there is no commercial value in allocating costs between the various activities on what would be a relatively subjective basis. In view of the above, all research and development expenditure is expensed through the profit and loss account as it is incurred.

Key performance indicators

The Company's management team regularly reviews financial and other key indicators to monitor performance to ensure that the strategy and targets set are being met and where appropriate corrective action is taken. The key financial indicators include: monitoring sales, operating profit, and trade debtors for the current year and prior periods.

KPI	31 December 2022	31 December 2021	31 December 2020
Sales	£17,588,074	£16,165,067	£12,735,223
Operating profit	£5,488,411	£5,063,286	£2,785,401
Operating profit margin	31 %	31 %	22 %
Trade debtors	£1,865,071	£1,669,299	£1,737,111

Exposure to WTW plc

The Company is a wholly-owned subsidiary of Willis Towers Watson plc. Willis Towers Watson plc together with its subsidiaries "WTW" is a leading global advisory, broking and solutions company, is listed on the NASDAQ and has total assets at 31 December 2022 of \$31.8 billion.

The Company is dependent upon its ultimate parent company and WTW for ongoing support in a wide range of areas, including the provision of operational and technology services and delivery of a number of key projects and initiatives. The Company also deposits surplus funds with fellow subsidiary companies of WTW.

The Company is also exposed to additional risks by virtue of being part of the wider WTW. These risks have been discussed in WTW's financial statements which do not form part of this report.

Principal risks and uncertainties

The directors actively monitor conditions and take actions appropriately. The directors consider the Company's exposure to price risk, liquidity risk and cash-flow risk to be low. The directors believe such residual risks that remain are adequately monitored by the management and appropriate actions are taken as necessary.

Credit risk

Terms of engagement are agreed with all clients. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis.

SAVILLE ASSESSMENT LIMITED

STRATEGIC REPORT (continued)

For the year ended 31 December 2022

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Principal risks and uncertainties (continued)

Operational risk

Operational risk, inherent in all businesses, is the potential for financial and reputational loss arising from failures in internal controls, operational processes or systems that support them. It includes errors, omissions, disasters and deliberate acts such as fraud. The Company follows regular reporting requirements and continuing self-assessment and appraisal of the Company's operations in accordance with WTW policies and guidelines. Furthermore, internal arrangements are supported with appropriate disaster recovery and business continuity plans. The processes in place are continually re-evaluated as the Company seeks to improve its operating efficiencies. The directors consider the current procedures to have been effective to date.

Risks and Uncertainties of the Economic Environment

As a consequence of the COVID-19 pandemic and/or other world events such as the invasion of Ukraine by Russia, there have been adverse changes in global commercial activity, particularly in the global supply chain and workforce availability, and significant volatility in the global financial markets including, among other effects, occasional declines in the equity markets, changes in interest rates and reduced liquidity on a global basis.

Supply and labour market disruptions caused by COVID-19, accommodative monetary and fiscal policy and the Russian invasion of Ukraine, have contributed to significant inflation in some of the markets in which the Company operates. This impacts not only the costs to attract and retain employees but also other costs to run and invest in the business. If costs grow significantly in excess of the Company's ability to raise revenue, margins and results of operations may be materially and adversely impacted and the Company may not be able to achieve its strategic and financial objectives.

Although the Company believes it has adapted to the unique challenges posed by COVID-19 surrounding how and where it does its work, it is also impacted by the negative effect on workforce availability, which could hamper our ability to grow our capacity in-line with increasing demand for our services. The Company expects the market for talent to remain highly competitive for at least the next several months.

The Company will continue to monitor the situation and assess any implications to our business and our stakeholders. Saville Assessment has a program of product enhancement to maintain its position as a leading global assessment provider.

Customer service is key to our client proposition enabling us to ensure high quality assessments are delivered.

Information security risk

The Company holds personal data which is subject to contractual and legislative oversight. The risks to data are managed through robust processes and controls in place over the access and storage of data. Saville Assessment has ISO27001 accreditation.

Environmental, social and governance ('ESG')

There is increased focus, including from governmental organisations, investors, colleagues and clients, on ESG issues such as environmental stewardship, climate change, diversity and inclusion, racial justice and workplace conduct. Negative public perception, adverse publicity or negative comments in social media and other forums could damage our reputation if we do not, or are not perceived to, adequately address any one or more of these issues. Any harm to our reputation could impact colleague engagement and retention and the willingness of clients and others to do business with us.

For further details see the ESG section of [wtwco.com](https://www.wtwco.com)

SAVILLE ASSESSMENT LIMITED

STRATEGIC REPORT (continued)

For the year ended 31 December 2022

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Principal risks and uncertainties (continued)

Outsourcing Risk

As part of providing services to clients and managing the business, the Company relies on a number of third-party service providers and suppliers. The ability to perform effectively depends in part on the ability of these service providers to meet their obligations, as well as on effective oversight of their performance. The quality of services could suffer or the Company could be required to incur unanticipated costs if third-party service providers do not perform as expected or their services are disrupted. This could have a material adverse effect on the business and results of operations.

The Company manages this risk through processes of supplier and partner selection, onboarding and an ongoing programme of monitoring and review to ensure that our outsource partners remain appropriate.

Section 172 Companies Act 2006

In the course of the year, the Board of Directors complied with Section 172 of the Companies Act 2006 ('S172') by having regard to the following in all its principal decision making:

- (a) the long-term consequences of any of its decisions (see Strategy section above);
- (b) the interests of its employees (see Employees section within the Directors' Report);
- (c) the Company's business relationships with its suppliers, customers and others (see Business Relationship Risk section above);
- (d) community and environment (see Environmental, social and governance ('ESG' above)
- (e) reputation and business conduct (see Operational risk section above); and
- (f) the need to act fairly as between members of the Company.

Section 172 (f) does not apply to the Company as it is a wholly owned subsidiary of Willis Towers Watson plc.

In each case, the Board ensured that the long-term consequences of each of these decisions were carefully considered and ensured that management was challenged on the consequences of any decisions on its key stakeholders (see Directors' Report below), the Company's reputation, and the impact on its culture and conduct. All key recommendations made by management in the course of the year, were put through a review process which involves a range of internal WTW structures, committees and working groups, to ensure the effective design and operation of controls within WTW. The internal structures include review and input from the WTW Risk, Compliance, Internal Audit, IT, Information Security, Legal and Finance functions and the business operations, which ensured that all material risks were identified and accurately assessed, controlled through an effective and comprehensive control environment and WTW policies and initiatives were appropriately adhered to.

In the course of the year, the Board of Directors had access to management information in respect of the Company's day-to-day activities via internal structures, committees and working groups mentioned above.

The Board also reviews all reporting disclosures on the system of internal control are appropriate, and satisfies itself that:

- the financial statements of the Company present a true and fair view and are in accordance with the agreed accounting policies;
- key judgements and disclosures are appropriate;
- it continues to be appropriate to prepare the financial statements on a going concern basis; and
- risk issues are adequately reflected in the financial statements.

SAVILLE ASSESSMENT LIMITED


STRATEGIC REPORT (continued)
For the year ended 31 December 2022

Section 172 Companies Act 2006(continued)

Board packs for the Company are issued to the Directors a few days in advance of the Board meetings in order to provide adequate time for review. Any specific S172 factors will be flagged for consideration by the Board in respect of any relevant decisions in the future.

Approved by the Board of Directors
and signed on behalf of the Board

Watson House, London Road
Reigate, Surrey
RH2 9PQ

DocuSigned by:

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J E Ball
27-Apr-2023

SAVILLE ASSESSMENT LIMITED

DIRECTORS' REPORT

For the year ended 31 December 2022

The directors present their annual report and audited financial statements of the Company for the year ended 31 December 2022.

PRINCIPAL ACTIVITIES

The principal activities of the Company continued to be those of helping employers to improve the match between people, work and organisations through the development and sale of objective psychometric assessment tools and related user training and consultancy services.

DIVIDENDS

No interim dividend was paid during the year (2021 - £nil).

FUTURE DEVELOPMENTS

Details of future developments can be found in the Strategic Report on pages 1 to 5 and forms part of this report by cross-reference.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Details of the Company's financial risk management objectives and policies can be found in the Strategic Report on pages 1 to 5 and forms part of this report by cross-reference.

GOING CONCERN

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in the financial statements.

EMPLOYEES

The Company is committed, in addition to the letter of the law, to the promotion of equal opportunity in all fields, fulfilled via consistent and equitable policies and procedures for all colleagues which recognise each individual's expertise and ability. Specifically, the Company endeavours to offer equal opportunity in employment, training, career development and promotion wherever possible, both to disabled colleagues, to disabled job applicants and to those who may become disabled whilst in employment.

The Company places considerable value on the involvement of its employees and has continued its previous practice of keeping them informed on matters affecting them as colleagues and various factors affecting the performance of WTW, as well as seeking suggestions from its colleagues. Both upwards and downwards flow of information is achieved through team briefings and on-line question and answer facilities. All colleagues receive remuneration that is partially linked to the profitability of WTW.

DIRECTORS

Directors who served throughout the year, except where otherwise stated, were as follows:

G L Borradaile

J E Ball

Third party indemnity provisions

As is permitted by the Company's Articles of Association and section 232 and 234 of the Companies Act 2006 qualifying third party indemnity provisions were in force during the period and remain in force for the benefit of the Directors (and any officers) of the Company. A fellow group Company maintains directors' liability insurance cover for the company directors and officers as permitted under the Company's Articles. Such insurance policies remained in force during the period and up to the date of approval of the financial statements.

SAVILLE ASSESSMENT LIMITED

DIRECTORS' REPORT (continued)
For the year ended 31 December 2022

**INDEPENDENT AUDITOR AND STATEMENT OF PROVISION OF INFORMATION TO THE
INDEPENDENT AUDITOR**

Menzies LLP have expressed their willingness to continue in office as auditor of the Company and will be reappointed as auditor for the next year.

Each of the persons who is a director at the date of approval of this report confirms that:


(1) so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and

(2) the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Approved by the Board of Directors
and signed on behalf of the Board

Watson House, London Road
Reigate, Surrey
RH2 9PQ

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J E Ball
27-Apr-2023

SAVILLE ASSESSMENT LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

For the year ended 31 December 2022

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SAVILLE ASSESSMENT LIMITED

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Saville Assessment Limited (the 'company') for the year ended 31 December 2022 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice.
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

INDEPENDENT AUDITOR'S REPORT OT THE MEMBERS OF SAVILLE ASSESSMENT LIMITED

Report on the audit of the financial statements (continued)

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements 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.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 8, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation. We determined that the following laws and regulations were most significant including:

- The Companies Act 2006;
- Financial Reporting Standard 102;
- UK employment legislation;
- General Data Protection Regulations; and
- UK tax legislation

We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

We understood how the Company is complying with those legal and regulatory frameworks by making inquiries to management and those responsible for legal and compliance procedures. We corroborated our inquiries through our review of relevant documentation.

The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise non compliance with laws and regulations. No issues were identified in this area.

INDEPENDENT AUDITOR'S REPORT OT THE MEMBERS OF SAVILLE ASSESSMENT LIMITED

Report on the audit of the financial statements (continued)

We assessed the susceptibility of the Company financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included:

- identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud;
- understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process;
- challenging assumptions and judgements made by management in its significant accounting estimates; and
- identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.

As a result of the above procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas:

- the application of inappropriate judgements or estimation to manipulate the Company's financial position;
- posting of unusual journals and complex transactions; and
- the use of management override of controls to manipulate results, or to cause the Company to enter into transactions not in its best interests.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' report.

Use of our report

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.

DocuSigned by:
Caroline Milton
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Caroline Milton (Senior statutory auditor)
for and on behalf of Menzies LLP
Chartered Accountants and Statutory Auditor
Ashcombe House
5, The Crescent
Leatherhead
Surrey, KT22 8DY
27-Apr-2023

SAVILLE ASSESSMENT LIMITED**PROFIT AND LOSS ACCOUNT****For the year ended 31 December 2022**

	<u>Notes</u>	2022 £	2021 £
TURNOVER	3	17,588,074	16,165,067
Cost of stock recognised as an expense		(5,351)	(2,467)
Staff costs	7	(5,843,550)	(5,886,420)
Depreciation		(58,580)	(51,698)
Other external charges		(6,192,182)	(5,161,196)
OPERATING PROFIT		5,488,411	5,063,286
Interest receivable and similar income	4	208,147	5,975
Interest payable and similar charges	5	(9)	(27)
PROFIT BEFORE TAXATION	6	5,696,549	5,069,234
Tax charge on profit	9	(1,084,106)	(955,442)
PROFIT FOR THE FINANCIAL YEAR		4,612,443	4,113,792

All results are from continuing operations.

There are no recognised gains and losses for the current or preceding financial year other than the results shown above. Therefore, a statement of comprehensive income is not presented.

SAVILLE ASSESSMENT LIMITED**BALANCE SHEET**

Company Registration Number 05105906

As at 31 December 2022

	<u>Notes</u>	2022 £	2021 £
FIXED ASSETS			
Tangible assets	10	105,679	95,052
Investments	11	1	1
		<hr/>	<hr/>
		105,680	95,053
CURRENT ASSETS			
Stocks	12	5,818	11,168
Debtors	13	18,512,552	15,464,038
Cash at bank and in hand		24	326
		<hr/>	<hr/>
Total current assets		18,518,394	15,475,532
Creditors: amounts falling due within one year	14	(4,028,462)	(5,587,416)
		<hr/>	<hr/>
NET CURRENT ASSETS		14,489,932	9,888,116
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		14,595,612	9,983,169
		<hr/> <hr/>	<hr/> <hr/>
CAPITAL AND RESERVES			
Called-up share capital	15	10,000	10,000
Profit and loss account	15	14,585,612	9,973,169
		<hr/>	<hr/>
SHAREHOLDERS' FUNDS		14,595,612	9,983,169
		<hr/> <hr/>	<hr/> <hr/>

These financial statements of Saville Assessment Limited (registered number 05105906) were approved by the Board of Directors and authorised for issue on 27-Apr-2023. They were signed on its behalf by:

DocuSigned by:

Ball, John (Reigate)

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JE Ball

Director

SAVILLE ASSESSMENT LIMITED**STATEMENT OF CHANGES IN EQUITY****As at 31 December 2022****Equity attributable to equity shareholders' of the Company**

	Called-up Share Capital	Profit & Loss Account	Total
	£	£	£
At 1 January 2021	10,000	5,859,377	5,869,377
Profit for the year	—	4,113,792	4,113,792
At 31 December 2021	10,000	9,973,169	9,983,169
Profit for the year	—	4,612,443	4,612,443
At 31 December 2022	10,000	14,585,612	14,595,612

Notes to the financial statements year ended 31 December 2022

1. ACCOUNTING POLICIES

Saville Assessment Limited is a private company limited by shares, domiciled and incorporated in England and Wales. The address of the Company's registered office is Watson House, London Road, Reigate, Surrey, RH2 9PQ. The Company's principal place of business is CI Tower, 1st Floor, St George's Square, New Malden, KT3 4HG.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council and the requirements of the Companies Act 2006 including the provisions of the Large and Medium sized Companies and Groups (Accounts and Reports) Regulations 2008.

The principal accounting policies adopted are described below and have been applied consistently in the current and prior years.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

a. Going concern

The directors evaluate at each annual period whether there are conditions or events, considered in the aggregate, that raise a material uncertainty about the Company's ability to continue as a going concern within one year after the date that the financial statements are issued. The Directors' evaluation is based on relevant conditions and events that are known and reasonably knowable at the date that the financial statements are issued.

The Company's business activities, together with the factors likely to affect its future development, performance and position, including the further impact of COVID-19 and/or emerging world events, are set out in the strategic report. The strategic report further describes the financial position of the Company; the Company's objectives, policies and processes for managing its capital; its financial risk management objectives; details of its financial instruments and hedging activities; and its exposure to cash-flow risk, credit risk and liquidity risk.

The Company's operating profit has improved on the prior year and it has generated operating cash flows in the year. The Company has considerable financial resources together with long-term relationships with customers and suppliers across different geographic areas and industries. As a consequence, the Directors believe that the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

The ultimate parent undertaking has confirmed that it has the present intention to provide financial support if necessary for the Company to continue to meet its financial obligations as they fall due for at least twelve months, unless the Company ceases to be a subsidiary, from the date on which the financial statements are signed.

The directors also considered the pending sale to Project Tango UK Bidco Limited which has undertaken at the point at which the Company becomes a subsidiary to provide support for at least the next twelve months from the date on which the financial statements are signed to enable the Company to continue to trade and to meet its financial obligations as they fall due and will also not demand repayment where the Company does not have the financial resources to effect such payment. In addition to this, when the Company becomes a subsidiary of Project Tango UK Bidco Limited, it is the present intention of the Company to consider access to short term funding to manage day to day fluctuations in cash-flow.

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****1. ACCOUNTING POLICIES (continued)****a. Going concern (continued)**

Having assessed the responses to their enquiries, including those related to COVID-19 and/or emerging world events, the Directors have no reason to believe that a material uncertainty exists that may cast significant doubt upon the ability of the Company to continue as a going concern. As a consequence of the enquiries the Directors have a reasonable expectation that the Company has appropriate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

b. Consolidation

The Company is exempt under section 401 of the Companies Act 2006 from the requirements to prepare consolidated financial statements, provided certain conditions are met. The Company and its subsidiaries are included in the consolidated audited financial statements of Willis Towers Watson plc for the year ended 31 December 2022, which is resident in The Republic of Ireland. Its financial statements are drawn-up in accordance with accounting standards which are equivalent to UK GAAP consolidated financial statements as required by the Companies Act 2006. These financial statements therefore present the financial position and financial performance of the Company as a single entity.

c. Cash flow statement

The Company has taken advantage of the exemption within Financial Reporting Standard 102 1.12(b) not to produce a cash flow statement as the consolidated financial statements of its ultimate parent undertaking are publicly available.

d. Investments

Investments are stated at cost less provisions for impairment.

e. Tangible fixed assets and depreciation

Tangible fixed assets are measured at cost, which includes costs directly attributable to bringing the assets into working condition for their intended use. Tangible fixed assets are stated at historic purchase cost less accumulated depreciation.

Depreciation has been provided at the following rates in order to write off the assets over their estimated useful lives:

Leasehold property	Period of lease
Furniture & equipment	Over 3 to 4 years
Computer equipment	Over 3 years

There are not expected to be any residual values.

An assessment is made at each reporting date of whether there are indications that a fixed asset may be impaired. If such indications exist the Company estimates the recoverable amount of the asset and shortfalls are recognised as an impairment loss. Recognised impairment losses are reversed only if the reasons for the impairment loss have ceased to apply.

f. Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax assets and liabilities are not discounted.

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31-December 2022 (continued)****1. ACCOUNTING POLICIES (continued)****f. Taxation (continued)**

Deferred tax assets are regarded as recoverable and recognised only to the extent that, on the available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Current and deferred tax is charged or credited in the profit or loss account, except when it relates to items charged or credited to other comprehensive income or equity, then the tax follows the transaction.

g. Revenue Recognition*Turnover*

Turnover is measured at the fair value of the consideration receivable for goods and services supplied by the Company, net of goods and sales tax, trade discounts and rechargeable expenses.

Turnover from physical product (hard copy assessments) is recognised when the order is dispatched. Web based turnover comprises two principal elements; implementations and integrations and the use of on-line assessment products. Turnover from implementations and integrations is recognised at the point at which the website has been installed and if required integrated with a third party system and this has been accepted by the client. Turnover from on-line assessment products is recognised at the point at which the candidate assessment reports are delivered to the client.

Turnover relating to consulting services is recognised over the life of the project, in proportion to the stage of completion of the project at the balance sheet date following a prudent assessment of the services delivered, the value of the transaction and the estimated work remaining to be completed.

Turnover relating to training courses is deferred where billed in advance and then recognised in the month in which the training course takes place.

Interest income

Revenue is recognised as interest accrues.

h. Research and development

Expenditure on research and development is written off against profits in the financial year in which it is incurred.

i. Stock

Stock comprises assessments and associated materials for resale. Stock is stated at lower of cost and net realisable value on a "first in first out" basis. Provision is made for obsolete, slow moving and defective stock. Net realisable value is the price at which stock can be sold in the normal course of business after allowing for the costs of realisation.

j. Pension contributions

The Company operates a defined contribution pension scheme open to employees. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

k. Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense. The cost of any unused entitlement to holiday pay is recognised in the period in which the employees' services are received.

l. Foreign currencies

Transactions denominated in foreign currencies are translated at the rate ruling at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date. All exchange differences are dealt with in the profit and loss account.

SAVILLE ASSESSMENT LIMITED

Notes to the financial statements for the year ended 31 December 2022 (continued)

1. ACCOUNTING POLICIES (continued)

m. Financial instruments

The Company has elected to apply the provisions of section 11 "Basic Financial Instruments" and section 12 "Other Financial Instruments Issues" of FRS 102 in full to all of its financial instruments.

Financial assets

Trade debtors

Trade debtors which are receivable within one year and which do not constitute a financing transaction are initially recognised at the transaction price. They are subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses.

Financial liabilities and equity

Financial instruments are classified as liabilities and equity instruments according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Equity instruments

Financial instruments classified as equity instruments are recorded at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments.

Trade creditors

Trade creditors payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at the amortised cost, being the transaction price less any amounts settled.

Derecognition of financial assets and liabilities

A financial asset is derecognised only when the contractual rights to cash flows expire or are settled, or substantially all the risks and rewards of ownership are transferred to another party, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party. A financial liability (or part thereof) is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Company's accounting policies

The following critical judgement, that management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Revenue recognition

Turnover relating to consulting services is recognised by reference to the stage of completion of the project, which requires the estimate of management.

Deferred tax asset

The recognition of a deferred tax asset depends on the judgement of management that there will be sufficient profits in the future to absorb the tax losses.

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (continued)***Key sources of estimation uncertainty***Taxation**

Management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. Further details are given in note 9.

3. TURNOVER

Analysis of turnover by geography	2022	2021
	£	£
British Islands (UK, Channel Islands & Isle of Man)	8,752,874	8,187,956
Continental Europe & Ireland	2,245,407	2,054,385
Americas	2,231,257	1,489,977
Asia Pacific	1,367,826	2,218,259
Africa & Middle East	2,990,710	2,214,490
Total turnover	17,588,074	16,165,067

The figures above are stated by destination.

The Company's turnover from third party customers broadly falls into three categories: product sales, income from consultancy and income from training courses. Income from these three sources is separately identified for monitoring purposes; however the activities are very closely dependent one upon the other. Training courses are run to ensure a high level of understanding and professional integrity in the use and interpretation of the psychometric instruments sold by the Company. In order to maintain standards the products are only sold to appropriately qualified users. Income from consultancy is derived from projects undertaken for clients, which in the main incorporate the use of the Company's assessment products and its web-based solution. The consultants are involved in the sale and promotion of the products as well as performing consultancy projects and running training courses. In addition the Company sells development, client and administrative support services to its parent company which is included in turnover.

Turnover by revenue stream	2022	2021
	£	£
Products	12,392,060	11,408,593
Consulting	1,419,877	1,188,616
Training	878,788	762,828
Development, client, & administrative support services	2,897,349	2,805,030
Total turnover	17,588,074	16,165,067

4. INTEREST RECEIVABLE AND SIMILAR INCOME

	2022	2021
	£	£
Group interest receivable	208,147	5,975
	208,147	5,975

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****5. INTEREST PAYABLE AND SIMILAR CHARGES**

	2022	2021
	£	£
Other interest payable	9	27
	<u>9</u>	<u>27</u>

6. PROFIT BEFORE TAXATION

Profit before taxation is stated after charging / (crediting):	2022	2021
	£	£
Depreciation of owned tangible fixed assets	58,580	51,698
Fees paid to auditor		
- Audit fees	23,100	22,250
Operating lease rentals		
- Land and buildings *	164,348	150,018
- Other	10,550	11,505
Foreign exchange (gain) / loss	(109,765)	11,755

(*) The Company occupies a building which is leased by a fellow group Company. The Company settles the rental obligation.

Refer to Strategic Report regarding research and development expenditure.

7. STAFF COSTS

The aggregate staff costs including directors' remuneration were as follows:

	2022	2021
	£	£
Wages and salaries	4,796,145	4,826,158
Social security costs	569,704	560,523
Pension costs	342,400	337,951
Other benefits	135,301	161,788
Total payroll costs	<u>5,843,550</u>	<u>5,886,420</u>

The average number of employees including directors were as follows:

	2022	2021
	No.	No.
Consultants	31	30
IT developers and support	21	20
Customer support and marketing	11	11
Finance and administration	7	7
Total employee numbers	<u>70</u>	<u>68</u>

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****8. DIRECTORS' REMUNERATION**

No remuneration was payable to the directors of the Company in either the current year or prior period. The directors are considered to be group employees in both the current year and prior period and as such are remunerated through a fellow group company. No allocation is made to this entity for their qualifying services.

9. TAX CHARGE ON PROFIT

	2022 £	2021 £
Current tax on profit	1,084,034	965,162
Irrecoverable foreign tax credit	—	2,022
Total current tax charge on profit for the year	1,084,034	967,184
Deferred tax		
Origination and reversal of timing differences	—	222
Effect of increased tax rate in future years	72	(11,964)
Total deferred tax charge / (credit) for the year	72	(11,742)
Total tax charge for the year	1,084,106	955,442

The tax assessed for the period differs from that resulting from applying the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below.

Reconciliation of the total tax charge	2022 £	2021 £
Profit on ordinary activities before tax	5,696,549	5,069,234
UK corporation tax charge for the year at 19% (2021 - 19%)	1,082,344	963,154
Less effect of:		
Expenses not deductible for tax	1,690	2,230
Irrecoverable foreign tax credit	—	2,022
Effect of increased tax rate in future years	72	(11,964)
Total tax charge on profit for the year	1,084,106	955,442

Deferred tax is analysed as follows

	2022 £	2021 £
Fixed asset timing differences	45,558	46,692
Other short term timing differences	3,992	3,156
Deferred tax asset	49,550	49,848

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****9. TAX CHARGE ON PROFIT (continued)**

Deferred tax assets are recognised to the extent that the Company is profitable and recovery of the asset against future liabilities can be reasonably assured.

There is no expiry date on the timing differences, unused tax losses or tax credits.

The Finance Act 2021 which received Royal Assent on 10 June 2021, increased the main rate of UK corporation tax (on profits over £250,000) to 25% with effect from 1 April 2023. As the change was substantively enacted prior to 31 December 2022, it is reflected in the determination of deferred tax assets and liabilities in these financial statements.

10. TANGIBLE FIXED ASSETS

	Computer equipment	Furniture & equipment	Total
	£	£	£
Cost			
At 1 January 2022	444,803	18,767	463,570
Additions	67,615	1,678	69,293
Disposals	(53,412)	(295)	(53,707)
At 31 December 2022	459,006	20,150	479,156
Depreciation			
At 1 January 2022	351,892	16,626	368,518
Charge for the year	56,494	2,086	58,580
Disposals	(53,412)	(209)	(53,621)
At 31 December 2022	354,974	18,503	373,477
Net book value			
At 31 December 2022	104,032	1,647	105,679
At 31 December 2021	92,911	2,141	95,052

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****11. FIXED ASSET INVESTMENTS**

Shares in group undertakings	<u>£</u>
Cost	
At beginning of period	<u>1</u>
At end of period	<u>1</u>

The Company holds directly the issued ordinary share capital of the company set out below in the proportions shown.

Direct Holdings

Subsidiary undertaking	Holding	Registered office	Nature of business
Saville Consulting Limited	100 %	Watson House, London Road, Reigate, Surrey, RH2 9PQ, England	Dormant

12. STOCKS

	2022	2021
	£	£
Finished stock for resale	5,818	11,168
Total stock	<u>5,818</u>	<u>11,168</u>

13. DEBTORS

	2022	2021
	£	£
Trade debtors	1,865,071	1,669,299
Amounts owed by group undertakings	16,391,680	13,182,161
Deferred tax asset (note 9)	49,550	49,848
Other debtors	6,115	86
Accrued income	66,124	435,704
Prepayments	134,012	126,940
	<u>18,512,552</u>	<u>15,464,038</u>

Trade debtors are stated after provision for impairment of £15,969 (2021: £12,628).

Debtors due in more than one year

The deferred tax asset included above of £49,550 is due in more than one year (2021: £49,848).

SAVILLE ASSESSMENT LIMITED**Notes to the financial statements for the year ended 31 December 2022 (continued)****14. CREDITORS: amounts falling due within one year**

	2022	2021
	£	£
Trade creditors	263,215	331,798
Amounts owed to group undertakings	1	2,212,733
Corporation tax	993,880	854,709
Other taxes and social security	306,033	284,234
Accruals and deferred income	2,465,333	1,903,942
	<u>4,028,462</u>	<u>5,587,416</u>

15. CALLED UP SHARE CAPITAL AND RESERVES**Called-up, allotted and fully paid**

	2022	2021
	£	£
10,000 (2021 - 10,000) Ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends or the repayment of capital.

The Company's reserves comprise the profit and loss reserve which represents cumulative profits or losses, net of dividends paid and other adjustments.

16. OPERATING LEASE COMMITMENTS

At 31 December 2022 the Company has total future minimum commitments under non-cancellable operating leases as follows:

	2022	2021
	Other £	Other £
Operating leases which expire:		
Within one year	8,629	—
Between 1 and 5 years	13,663	—
Total operating lease commitments	<u>22,292</u>	<u>—</u>

17. PENSION COMMITMENTS

The Company operates a defined contribution pension scheme. The pension charge for the period represents contributions payable by the Company to the pension scheme and amounted to £342,400 (2021: £337,951). Pension contributions payable by the Company accrued at the end of the period amounted to £nil (2021: £nil).

SAVILLE ASSESSMENT LIMITED

Notes to the financial statements for the year ended 31 December 2022 (continued)

18. ULTIMATE PARENT COMPANY AND CONTROLLING ENTITY

Until 30 December 2022 the Company was a wholly owned subsidiary of Towers Watson Software Limited, whose registered office is Watson House, London Road, Reigate, Surrey, RH2 9PQ, England.

On 30 December 2022, as part of an intra-group reorganisation, the Company became a wholly owned subsidiary of Willis Towers Watson Assessment Limited, whose registered office is Watson House, London Road, Reigate, Surrey, RH2 9PQ, England.

The ultimate parent company and controlling entity is Willis Towers Watson plc whose registered office is Willis Towers Watson plc, Willis Towers Watson House, Elm Park, Merrion Road, Dublin DO4 P231, The Republic of Ireland and listed on NASDAQ Global Select Market.

The largest and smallest group into which the Company's financial statements are consolidated is Willis Towers Watson plc.

Consolidated financial statements of Willis Towers Watson plc. for the year ended 31 December 2022 are available on the Willis Towers Watson website at: www.wtwco.com.

19. RELATED PARTY TRANSACTIONS

The Company has taken advantage, as a 100% owned subsidiary, of the exemption under Financial Reporting Standard FRS102.33.1A, from disclosure of transactions and balances with group companies. Accordingly, transactions with Willis Towers Watson plc. and its subsidiary undertakings are not disclosed separately.

20. CONTINGENT LIABILITIES

The company is a member of a VAT group and is liable for the VAT liabilities of the other members in the event of default.

The liability at 31 December 2022 was £22,620,516 (2021: £23,555,066).

21. POST BALANCE SHEET EVENTS

Since the year end the following post balance sheet events occurred:

- On 24 February 2023 the Company acquired the Intellectual Property relating to its principal activity from its parent company at Net Book value, deemed not less than fair value for \$7,889,772 (£6,604,420). As a result the Company will no longer receive a charge for the use of the Intellectual Property from its parent company nor turnover for the development, client, & administrative support services that it performed on behalf of its parent company.
- On 24 February 2023 the Company paid an interim dividend of £6,000,000.
- On 18 April 2023, WTW announced it has entered an agreement with Tenzing, a highly regarded private equity investment firm focused on technology-enabled businesses, to sell the Company, subject to the completion of certain closing conditions. The parties expect the transaction to close in the second quarter of 2023.