

NIELSEN AND ITS APPROACH TO HUMAN RIGHTS

2019 UK MODERN SLAVERY ACT STATEMENT

OUR BUSINESS AND ORGANIZATIONAL STRUCTURE:

With a presence in more than 100 countries, Nielsen's data is the science behind what's next. Our mission is to provide clients with the most complete understanding of what people consume, across all platforms and channels in the media, advertising, retail and fast-moving consumer goods industries. We have employees throughout the world in the fields of research, technology and product development, among other areas, and we collect information about consumption of products and media through various data sources. As a global company with a commitment to integrity and corporate social responsibility, we manage and monitor the risks of human and labor rights violations associated with our operations and the suppliers who are core to our business across the globe.

OUR SUPPLY CHAIN:

Nielsen's supply chain consists of purchases in three high-level categories: technology, services and measuring equipment. About 70% of our spend is on technology and telecommunications. This category includes suppliers that are large, multinational enterprises based in the U.S. and Europe and, to a lesser degree, small to medium-sized companies in emerging markets. Another 20% is spent on marketing research, with the balance on a mix of professional services, real estate and travel.

RISK OF HUMAN RIGHTS ISSUES IN OUR BUSINESS AND SUPPLY CHAIN:

We recognize that monitoring human rights risks is critical for all stakeholder groups, but that not all groups require the same type or degree of monitoring, resources and support. With that in mind, we have identified key vulnerable groups that require more rigorous monitoring, including manufacturing suppliers, panelists, and remote workers—for the latter group, it is particularly important to monitor those who

perform their job responsibilities in the field. Nielsen is continually revising our approach to providing these groups and others with the resources and information they need to recognize and address potential human rights risks or opportunities that might come up in the course of their work or interactions with Nielsen.

As it relates to our supply chain, Nielsen understands that the electronics industry poses greater risks of human rights and supply chain violations than other sectors, particularly in certain territories. To address this particular risk, in addition to the required environmental, social and governance (ESG) assessment, Nielsen requires electronics manufacturing suppliers in high-risk countries to complete specific social compliance questionnaires addressing human rights and fair labor conditions at the production facility level. These self-assessments are required of strategic suppliers on an annual basis to monitor and evaluate human rights and labor risks within supplier organizations. The results of these questionnaires, along with other supplier due diligence tools and subsequent dialogue, determine the need for social audits to be conducted by a third-party audit firm.

Additionally, for suppliers in the electronics industry, Nielsen uses an online, third-party platform available to members of the Responsible Business Alliance (RBA) to assess conformance with the RBA Code Section A.1, which states, among other standards, that: “Forced, bonded (including debt bondage), or indentured labor, involuntary prison labor, slavery or trafficking of persons shall not be used.” This risk assessment online platform is used to evaluate specific supplier and factory risks with respect to the RBA Code (including Section A.1) by inherent risk, sector and location.

In late 2017, Nielsen also began submitting strategic supplier data to Made In A Free World, which uses the tool, FDRM, to measure specifically the risk of slavery in our full supply chain based on the inputs to various goods and services. We go into greater detail about the steps we have taken as a company to assess and manage that risk in the pages that follow.

OUR POLICIES AND PRACTICES TO PROTECT HUMAN RIGHTS:

Pursuant to the United Kingdom Modern Slavery Act 2015, Chapter 30, Part 6, Provision 54, Nielsen Holdings plc and other relevant group companies (Nielsen) have taken steps during the financial year to identify any sources of potential risk of slavery and human trafficking in our supply chain and other parts of our business. Nielsen aligns itself with the recommendations set forth in recognized external standards, including the UN Guiding Principles on Business and Human Rights, built on the UN Universal Declaration of Human Rights, the International Labor Organization (ILO) Conventions, and the human rights-related recommendations set forth in the Organisation for Economic Cooperation and Development (OECD) Guidelines for Multinational Enterprises. Nielsen’s alignment with these principles covers human rights risks related to—but not limited to—the following areas:

discrimination, harassment, excessive or forced labor, child labor, appropriate compensation and minimum living wages aligned with ILO conventions, safe working conditions, and slavery and human trafficking. We demonstrate our commitment to human rights and the fair treatment of workers with policies and practices that prohibit human rights abuses in our organization and our supply chain, particularly with regard to voluntary or involuntary labor, human trafficking, or unacceptable work conditions, including but not limited to, conditions relating to pay, hours and environment. This commitment is further outlined in our [Nielsen Supplier Code of Conduct](#) and [Nielsen's Global Commitment to Human Rights](#).

Nielsen leaders are responsible for ensuring our practices demonstrate a commitment to human rights. Functional responsibility for managing, monitoring and tracking the potential human rights impacts and risks of our business and operations is managed across a variety of functions, including: Procurement, Operations, Corporate Audit, Human Resources, Diversity & Inclusion, Global Responsibility & Sustainability, Legal & Corporate Affairs and Finance. Each functional group contributes its unique competencies to ensure that relevant human rights risks are addressed or incorporated into existing policies or practices if and as needed.

One such functional group with responsibility in this area is our Integrity Leader program, which is composed of regional Integrity Leaders and Integrity Ambassadors throughout the organization. The Integrity Ambassador program was formally launched in 2017. Among other functions, Integrity Leaders are available to all associates to report confidentially any misconduct or concerns related to the company, including any issue or concern that may be related to human rights. In the course of their work, Integrity Leaders and Integrity Ambassadors may use information relevant to human rights-related issues to drive awareness throughout the organization and to mitigate risk in this area.

Additionally, our Global Security team, led by our Chief Security Officer, is committed to ensuring the safety and security of our associates and offices across the more than 100 countries in which we operate. Our approach is aligned with the Voluntary Principles for Security and Human Rights, including the use of risk assessments that incorporate a local or regional understanding of potential human rights-related risks alongside any relevant prevention or mitigation actions. The Global Security team liaises with private and public sector entities as well as with external stakeholder groups to obtain actionable insights about new and evolving political and economic risks.

Oversight of all Citizenship & Sustainability issues resides with our Board of Directors, specifically within the [Nomination and Corporate Governance Committee Charter](#) of our Board of Directors. We also manage relevant risks and opportunities through a variety of ongoing internal engagement channels, such as our Human Resources Sustainability Council and our Technology/Operations Sustainability Council. More information about our overall efforts across environmental, social and governance areas critical for our business can be found in our [Nielsen Global Responsibility Report](#) and our [non-financial materiality assessment](#). We recently published our second Nielsen Global Responsibility Report in June 2018; this report contains additional information about our approach to managing human rights-related risks in our operations and through our supply chain.

OUR DUE DILIGENCE PROCESSES TO PROTECT HUMAN RIGHTS ACROSS OUR BUSINESS:

Human rights is embedded as a standalone risk factor within our Enterprise Risk Management (ERM) framework. This multi-channel collaboration to assess and address risks across our business allows us to take a more comprehensive approach to human rights risk management to ensure that we are conducting ongoing, in-depth assessments through our existing due diligence processes, monitoring and reporting on these risks, and taking appropriate actions when needed to provide remedy, integrating any relevant findings into our organizational processes and policies as needed.

We also monitor human rights-related risks on an ongoing basis through other internal audit processes across geographies and different areas of our business. As such, Nielsen's Global Audit and Compliance team is responsible for tracking and assisting with the remediation of control deficiencies through its wide-ranging and ongoing audit processes. We continually review our internal audit questionnaire to ensure we cover all aspects of human rights that are material to our business; this questionnaire was last updated in early 2019.

TRAINING AVAILABLE TO OUR STAFF:

As it relates to employee engagement on human rights-related issues, our [Nielsen Code of Conduct](#) is separate from our Supplier Code and establishes guidelines and expectations for lawful and ethical conduct by our employees around the world. Our Code of Conduct includes a section on "Protecting Human Rights" to ensure every employee is aware of and understands our obligations and expectations in this area, and encourages associates to be vigilant in protecting against exploitation of vulnerable populations, human trafficking or child and forced labor. The Nielsen Code of Conduct is translated into over 40 languages and all employees are required to certify regularly that they understand and will comply with the Code of Conduct. For the first time in 2019, Nielsen will provide virtual, dedicated training for our employees to complement our [Global Commitment to Human Rights](#).

As it relates to training available to our staff who work with our supply chain, through our membership in the RBA, we make online training modules on the [Nielsen Supplier Code of Conduct](#) available to both Nielsen employees and suppliers. In 2017, our Supplier Code was published on our website in 39 languages, and online training was made available in 12 languages. Modules can be assigned to internal staff and suppliers, and participation is tracked. In 2017, 100% of our Global Procurement team completed certificate training on the Supplier Code. Nielsen provides further training to those with a direct supplier relationship to ensure they are readily capable of identifying any potential abuses. In 2017, three members of our Global Procurement team who work with electronics manufacturers were trained further to audit internally.

OUR DUE DILIGENCE PROCESSES TO PROTECT HUMAN RIGHTS ACROSS OUR SUPPLY CHAIN:

In 2015, Nielsen adopted its first Supplier Code of Conduct. In 2016, Nielsen became a supporting member of the [Responsible Business Alliance](#) (formerly the [Electronics Industry Citizenship Coalition “EICC”](#)), and we updated our [Supplier Code of Conduct](#) to incorporate key aspects of this industry code. The RBA Code is a supplier code which has been adopted by more than 100 Fortune 500/multinational corporations engaged within the global electronics supply chain. We have chosen to align ourselves with this industry code and organization due to the particular risk of exposure to labor exploitation within the technology and electronics equipment manufacturing segments of our supply chain. We use our best endeavors to ensure all suppliers agree to adhere to our global supplier code or their own equivalent code and to include contractual requirements for legal compliance.

Prior to contracting with a supplier, Nielsen establishes a baseline of expectations regarding social compliance through our [Supplier Code of Conduct](#). We assess the social compliance risk of new suppliers prior to contracting with them and require management systems necessary to address any potential violations after the contract is implemented.

In addition to the above, Nielsen uses its best endeavors to ensure supplier compliance with our human rights policies through its Global Procurement organization, which provides appropriate oversight through planning, control, monitoring, measurement, corrective action, auditing, review and reporting.

Nielsen collects data on strategic suppliers who are core to our business using third-party supplier self-assessments. The first self-assessment gathers information generally about strategic suppliers' environmental, social and governance (ESG) policies at the company level. It also verifies supplier disclosure with documentation such as written company policies, third-party certifications, and membership or adherence to widely recognized industry standards such as the RBA, along with media and nongovernmental (NGO) reports. From these data points, a scorecard is generated on ESG risks for our strategic suppliers.

Activities to address social and human rights risk focus primarily on collecting annual company and facility level data through two additional specific social compliance questionnaires geared towards electronics manufacturers, along with dialogue and third-party due diligence to assess risks and identify further action, such as the need for social audits. In 2017, Nielsen completed the risk assessments and verification for our top strategic suppliers, including each of the suppliers in the most at-risk segments of our supply chain, and based on these assessments, determined mitigating actions and corrective action plans with those suppliers. Additionally, in 2018 we added a contractual provision to our Supplier Code of Conduct requiring sustainability assessments from suppliers meeting spend, criticality and/or risk exposure criteria. In 2018, we engaged close to 200 of our key suppliers across North America, Europe, Latin America, Asia and the Middle East and exceeded our goal of assessing 100 of our key suppliers with a third-party supplier assessment covering ESG issues. We defined over 40 baseline key performance indicators on our most material purchasing categories in 2017; in 2018, we published the baselines and our primary targets to improve them.

Finally, Nielsen's Global Procurement team engages with strategic suppliers several times a year through regularly scheduled on-site factory visits, conference calls and meetings. Engagement at the company and production facility level is ongoing and aims to address performance and quality concerns, as well as unsatisfactory facility conditions, environmental health and safety issues, and social compliance.

OUR EFFECTIVENESS IN PROTECTING HUMAN RIGHTS ACROSS OUR BUSINESS AND SUPPLY CHAIN:

We use a variety of performance indicators to measure our progress and performance as it relates to protecting human rights throughout our business, operations and supply chain. As detailed in this document, we actively measure our suppliers' performance and progress across a range of environmental, social and governance (ESG) areas, including human rights-related risks. As it relates to our business, we regularly monitor human rights risks that may be raised through our internal audits, as well as through the functional areas with some form of dedicated responsibility to protecting human rights across our organization.

We are committed to regularly sharing updates with our stakeholders and the general public on our approach to addressing human rights-related risks and opportunities across our business and supply chain, through resources such as our [Nielsen Global Responsibility Report](#) and regular communications via [our website](#). This statement is made pursuant to sections 54(1) of the Modern Slavery Act 2015 and constitutes our slavery and human trafficking statement for the financial year ending 12/31/18.

Signature of director:



David Kenny, Chief Executive Officer

Name of company: Nielsen Holdings plc

Date: 18 April 2019

ABOUT NIELSEN

Nielsen Holdings plc (NYSE: NLSN) is a global measurement and data analytics company that provides the most complete and trusted view available of consumers and markets worldwide. Our approach marries proprietary Nielsen data with other data sources to help clients around the world understand what's happening now, what's happening next, and how to best act on this knowledge. For more than 90 years Nielsen has provided data and analytics based on scientific rigor and innovation, continually developing new ways to answer the most important questions facing the media, advertising, retail and fast-moving consumer goods industries. An S&P 500 company, Nielsen has operations in over 100 countries, covering more than 90% of the world's population. For more information, visit www.nielsen.com.



THE SCIENCE BEHIND WHAT'S NEXT™



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