Company registration number 717446

GLASS'S INFORMATION SERVICES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

GLASS'S INFORMATION SERVICES LIMITED

For the year ended 31 December 2016

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GLASS'S INFORMATION SERVICES LIMITED (Registered Number 717446)
DIRECTORS AND PROFESSIONAL ADVISERS
For the year ended 31 December 2016

DIRECTORS

A Harwood
J Evans
L Roberts

REGISTERED OFFICE

5th Floor
Wellington House
125 Strand
London
WC2R 0AP

BANKER

Bank of Scotland plc
25 Gresham Street
London
EC2V 7HN

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
The Atrium
1 Harefield Road
Uxbridge
Middlesex
UB8 1EX

GLASS'S INFORMATION SERVICES LIMITED
STRATEGIC REPORT
For the year ended 31 December 2016

The directors present their strategic report for the year ended 31 December 2016.

PRINCIPAL ACTIVITIES

The principal activity of the company is the provision of data and information services related to the automotive industry. The company is registered in England and Wales with the company number 717446.

REVIEW OF THE BUSINESS

The company traded satisfactorily during the year, generating revenue of £13,746,000 (2015 - £14,582,000) and profit before taxation of £3,894,000 (2015 – £3,033,000).

The company is part of the Autovista Holdco UK Limited Group (formerly Candle Holdco UK Limited) ('the Group') whose ultimate parent entity is Autovista Group Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited).

In 2016 the Group made significant progress in improving the underlying performance demonstrated by a 13.5% growth in Group adjusted EBITDA as disclosed in its accounts driven by a strong focus on high margin subscription income and continued improvement in operational efficiency.

During the year the Group completed a rationalisation of intercompany indebtedness within the Group. On 23 November 2016 the company issued one bonus £1 ordinary share for a consideration of £30,000,000. Following the issue, a share capital reduction was completed and the nominal value of the 100,001 ordinary shares were reduced from £1 to £0.00001. On 16 December 2016 the company was sold by Framleydove Limited to Autovista Group Limited (formerly EurotaxGlass's Limited), which is now the company's immediate parent undertaking.

The directors consider that the company is now well positioned to meet the automotive information needs of the market, utilising the brand strength of Glass's and its portfolio of digital products and services.

GOING CONCERN

The directors' consideration of the appropriateness of the going concern basis in preparing the financial statements is set out in note 1 to the financial statements.

FUTURE DEVELOPMENTS

The business remains committed to the following:

- Developing a high quality, high margin digital subscription business
- Improving the quality of data and insights
- Further strengthening the technology infrastructure and underlying business systems
- Continuing to improve operational efficiency

The focus in 2017 is to continue to improve margin and grow profit through an emphasis on growth in high quality subscription driven sales whilst also continuing to improve operational efficiency. As part of this process the business will have exited its remaining print business by the end of 2017.

RESOURCES, PRINCIPAL RISKS AND UNCERTAINTIES, AND RELATIONSHIPS

The main resources of the business are the knowledge, skills and experience of its employees, the databases and methodologies used to produce the products, and the brand recognition with customers. The company had an average employee base of 174 (2015: 184), as measured by full time equivalent heads (FTEs).

The Group finances its activities through a combination of cash at bank, working capital and external borrowings. Together these financial investments give rise to a range of market, credit and liquidity risks. Details of the financial risk management objectives and policies are set out in note 1.

The main operational risks around the business are the dependencies on the economic health of our customers, as well as the ability to generate accurate and timely information to meet our customers' needs. Details of the credit risk management objectives and policies are set out in note 1.

On behalf of the board

A Harwood
Director

29 June 2017

GLASS'S INFORMATION SERVICES LIMITED
DIRECTORS' REPORT
For the year ended 31 December 2016

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2016.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

A review of the company and future developments are included in the strategic report on pages 2 and 3.

RESULTS AND DIVIDENDS

The company made a profit before taxation for the year of £3,894,000 (2015 - £3,033,000). No dividends were paid or proposed in the year (2015 - £nil).

DIRECTORS

The directors who served during the year and up to the date of signing these financial statements are shown below:

L Roberts
A Harwood
J Evans

DIRECTORS INDEMNITIES

The Group maintains liability insurance for the directors and officers. The Company has also provided an indemnity for its directors and the secretary (where applicable) which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006. This indemnity was in force during the year and at the date of approval of the financial statements.

PRINCIPAL RISKS AND UNCERTAINTIES

The main financial risks and uncertainties have been discussed within the Strategic Report.

PRINCIPAL ACTIVITIES AND FUTURE DEVELOPMENTS

Principal activities and future developments have been discussed within the Strategic Report.

GOING CONCERN

The directors' consideration of the appropriateness of the going concern basis in preparing the financial statements is set out in note 1 to the financial statements.

INDEPENDENT AUDITORS

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and a resolution to be re-appointed will be proposed at the next annual general meeting.

DISCLOSURE OF INFORMATION TO AUDITORS

Each individual director at the date of approval of this report confirms that:

(a) As far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and

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

GLASS'S INFORMATION SERVICES LIMITED
DIRECTORS' REPORT
For the year ended 31 December 2016

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The directors 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.

On behalf of the board

A Harwood
Director

29 June 2017

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GLASS'S INFORMATION SERVICES LIMITED

Report on the financial statements

Our opinion

In our opinion, Glass's Information Services Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), comprise:

- the Balance Sheet as at 31 December 2016;
- the Profit and Loss Account and Statement of Comprehensive Income for the year then ended;
- the Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

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.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the parent company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.

Alex Crompton

Alex Crompton (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Uxbridge

29 June 2017

GLASS'S INFORMATION SERVICES LIMITED
PROFIT AND LOSS ACCOUNT
For the year ended 31 December 2016

	Note	2016 £'000	2015 £'000
REVENUE	3	13,746	14,582
Raw materials and consumables		(39)	(56)
Staff costs	5	(6,338)	(7,166)
Depreciation and other amounts written off tangible and intangible assets	8/9	(1,572)	(1,697)
Other operating expenses		(3,118)	(3,904)
Income from shares in group undertakings		7	-
OPERATING PROFIT	5	2,686	1,759
Interest receivable and similar income	6	1,526	1,597
Amounts written off investments	10	(5)	-
Interest payable and similar expenses	6	(313)	(323)
PROFIT BEFORE TAXATION		3,894	3,033
Tax on profit	7	(804)	(709)
PROFIT FOR THE FINANCIAL YEAR		3,090	2,324

All activities are derived from continuing operations.

STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31 December 2016

	2016 £'000	2015 £'000
Profit for the financial year	3,090	2,324
Other comprehensive (expense)/income:		
Remeasurements of net defined benefit obligation	(2,887)	588
Movement on deferred tax relating to pension deficit	549	(112)
Total tax on components of other comprehensive income/(expense)	549	(112)
Other comprehensive (expense)/income for the year, net of tax	(2,338)	476
Total comprehensive income for the year	752	2,800

All activities are derived from continuing operations.

GLASS'S INFORMATION SERVICES LIMITED
BALANCE SHEET
As at 31 December 2016

	Note	2016 £'000	2016 £'000	2015 £'000	2015 £'000
FIXED ASSETS					
Intangible assets	8		1,541		1,967
Tangible assets	9		697		582
Investments	10		-		5
			2,238		2,554
CURRENT ASSETS					
Inventories	11	2		8	
Debtors (including debts falling due after more than one year)	12	81,703		113,473	
Cash at bank and in hand		850		619	
		82,555		114,100	
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	13	(9,382)		(44,194)	
NET CURRENT ASSETS			73,173		69,906
TOTAL ASSETS LESS CURRENT LIABILITIES			75,411		72,460
Post-employment benefits			(1,927)		(260)
Provision for other liabilities	18		(532)		-
NET ASSETS INCLUDING PENSION DEFICIT			72,952		72,200
CAPITAL AND RESERVES					
Called up share capital	16		-		100
Profit and loss account	19		72,952		72,100
TOTAL EQUITY			72,952		72,200
Analysis of shareholders' funds			72,952		72,100
Equity shareholders' funds			-		100
Called up share capital					
TOTAL EQUITY			72,952		72,200

These financial statements on pages 8 to 34 were approved by the board of directors on 29 June 2017.

Signed on behalf of the Board of Directors by:

A Harwood
Director

GLASS'S INFORMATION SERVICES LIMITED
STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2016

	Called up share capital (note 16) £'000	Share premium account £'000	Profit and loss account[1] (note 19) £'000	Total Equity £'000
Balance as at 1 January 2015	**100**	**-**	**69,300**	**69,400**
Profit for the financial year	-	-	2,324	2,324
Other comprehensive income for the year	-	-	476	476
Total comprehensive income for the year	-	-	2,800	2,800
Balance as at 31 December 2015	**100**	**-**	**72,100**	**72,200**
Balance as at 1 January 2016	**100**	**-**	**72,100**	**72,200**
Profit for the financial year	-	-	3,090	3,090
Other comprehensive expense for the year	-	-	(2,338)	(2,338)
Total comprehensive income for the year	-	-	752	752
Bonus share issue	-	30,000	(30,000)	-
Share capital reduction	(100)	(30,000)	30,100	-
Total transactions recognised directly in equity	(100)	-	100	-
Balance as at 31 December 2016	**-**	**-**	**72,952**	**72,952**

1. ACCOUNTING POLICIES

General Information

Glass's Information Services Limited specialises in publishing digital data on used vehicle. The company operates in the UK. The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is 5th Floor, Wellington House, 125 Strand, London, WC2R 0AP.

Statement of compliance

The individual financial statements of Glass's Information Services Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard Applicable in the United Kingdom and the Republic of Ireland (FRS 102) and the Companies Act 2006.

Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The company has adopted FRS 102 in these financial statements.

Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

Going concern basis

In determining the appropriate basis of preparation of the financial statements, the directors are required to consider whether the company can continue in operational existence for the foreseeable future. The financial performance of the company is dependent upon the wider economic environment in which it and the wider Group, of which it is a member, operates.

The Group was in compliance with all its covenants for 2016. The Group's forecasts and projections, taking reasonable account of possible changes in trading performance, indicate at the date of approval of the 2016 consolidated financial statements that the Group will be able to remain in compliance with its covenants for the foreseeable future, and at least for 12 months from the date of these financial statements. Therefore, the directors have a reasonable expectation that the company can continue to adopt the going concern basis in preparing the financial statements.

Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions. [FRS 102 para 1.12]. These exemptions are:

- (i) a reconciliation of the number of shares outstanding at the beginning and end of the period. [FRS 102 para 4.12(a)(iv)];
- (ii) the requirement to prepare a statement of cash flows. [Section 7 of FRS 102 and para 3.17(d)];
- (iii) certain financial instrument disclosures providing equivalent disclosures are included in the consolidated financial statements of the group in which the entity is consolidated. [FRS 102 paras 11.39 - 11.48A, 12.26 - 12.29].
- (iv) the non-disclosure of key management personnel compensation in total. [FRS 102 para 33.7].

Autovista Holdco UK Limited (formerly Candle Holdco UK Limited) is the parent undertaking of the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of Autovista Holdco UK Limited (formerly Candle Holdco UK Limited) can be obtained from 5th Floor, Wellington House, 125 Strand, London, WC2R 0AP.

The ultimate parent undertaking and the largest group to consolidate these financial statements Is Autovista Group Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited) a private limited company incorporated under the laws of Jersey, registration number 111511.

Copies of Autovista Group Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited) consolidated financial statements can be obtained from 12 Castle Street, St Helier, Jersey, JE2 3RT.

1. ACCOUNTING POLICIES (continued)

Consolidated financial information

The company is exempt under section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included in the consolidated financial statements of Autovista Holdco UK Limited (formerly Candle Holdco UK Limited), which are publicly available.

These financial statements are the company's separate financial statements.

Foreign Currency

(i) Functional and presentation currency

The company's functional and presentation currency is the pound sterling

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account except when deferred in other comprehensive income as qualifying cash flow hedges.

All foreign exchange gains and losses are presented in the profit and loss account within 'other operating expenses'.

Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable and represents the amount receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the company and value added taxes

The company bases its estimate of returns on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

The company recognises revenue when (a) the significant risks and rewards of ownership have been transferred to the buyer; (b) the company retains no continuing involvement or control over the goods; (c) the amount of revenue can be measured reliably; (d) it is probable that future economic benefits will flow to the entity.

Revenue represents income from subscriptions, advertisements and other goods and services supplied. Subscription income is recorded upon invoice, and is recognised in the profit and loss account pro rata, when the associated service is provided to the subscriber. Income for advertisements and other goods and services are recognised upon delivery of the associated service. Any income received in advance is treated as deferred income and included in creditors. Any goods or services for which income has not yet been received is accrued for and included within debtors.

(i) Interest income

Interest income is recognised using the effective interest rate method.

Exceptional Items

Items that are material in size and unusual or infrequent in nature are disclosed as exceptional items in the notes to the financial statements. The directors are of the opinion that the separate recording of exceptional items provides helpful information about the company's underlying business performance.

1. ACCOUNTING POLICIES (continued)

Employee Benefits

The company provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined benefit and defined contribution pension plans.

(i) Short Term Benefits

Short term benefits, including holiday pay and other similar non-monetary benefits are recognised as an expense in the period in which the service is received.

(ii) Pension plans

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations. The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

The company also operates a defined benefit plan for certain employees. The scheme was closed to new entrants on 1 January 2001 and closed to new accruals on 1 September 2004. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The liability recognised in the balance sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the reporting date less the fair value of the plan assets at the reporting date.

The defined benefit obligation is calculated using the projected unit credit method. Annually the company engages independent actuaries to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the company's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income. These amounts together with the return on plan assets, less amounts included in net interest, are disclosed as 'Remeasurement of net defined benefit liability'.

The cost of the defined benefit plan, recognised in profit or loss as employee costs, except where included in the cost of an asset, comprises:

- the increase in pension benefit liability arising from employee service during the period; and
- the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is recognised in profit or loss as 'Interest payable and similar expenses'.

(iii) *Annual bonus plan*

The company operates an annual bonus plan for employees. An expense is recognised in the profit and loss account when the company has a legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

1. ACCOUNTING POLICIES (continued)

Taxation

Taxation expense for the period comprises current and deferred tax recognised the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are not discounted.

(i) *Current Tax*
Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(ii) *Deferred tax*

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

Intangible Assets

Computer software is stated at cost less accumulated amortisation and accumulated impairment losses. Software is amortised over its estimated useful life, of between three and five years, on a straight line basis.

Where factors, such as technological advancement or changes in market price, indicate that residual value or useful life have changed, the residual value, useful life or amortisation rate are amended prospectively to reflect the new circumstances.

The assets are reviewed for impairment if the above factors indicate that the carrying amount may be impaired.

Publishing rights, intellectual property and goodwill are stated at cost less amortisation. Goodwill represents the excess of purchase consideration for businesses purchased over the value attributable to the net assets acquired. Amortisation is calculated to write off their cost by equal annual instalments over their estimated useful life of 20 years. The estimated useful life was based on the period of time over which revenue was expected to be earned in relation to the net assets purchased.

External software development costs of new products are capitalised from the point at which it is reasonably certain that sufficient economic benefits will derive from the product and the cost of the asset can be reliably measured, in accordance with FRS 102 recognition criteria of an asset para 18.4 – 18.7.

The company evaluates the carrying value of publishing rights, intellectual property and goodwill in each financial year to determine if there has been an impairment in value, which would result in the inability to recover the carrying amount. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the profit and loss account.

1. ACCOUNTING POLICIES (continued)

Tangible Assets

Tangible assets are stated at cost (or deemed cost) less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use, dismantling and restoration costs and borrowing costs capitalised.

For all fixed assets depreciation is calculated using the straight-line method, to allocate the cost to their residual values over their estimated useful lives, as follows:

Leasehold buildings	Over the shorter of 50 years and the remaining lease period
Fixtures, fittings and motor vehicles	5 years (fixtures and fittings) 4 years (motor vehicles)
Computer and office equipment	5 years (office equipment) 3 years (computer equipment)

Repairs, maintenance and minor inspection costs are expensed as incurred

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss and included in 'Other operating (expenses)/income'.

Borrowing Costs

The company does not capitalise interest on qualifying assets.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Leased Assets

At inception the company assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease based on the substance of the arrangement.

(i) Finance leased assets

Leases of assets that transfer substantially all the risks and rewards incidental to ownership are classified as finance leases. Finance leases are capitalised at commencement of the lease as assets at the fair value of the leased asset or, if lower, the present value of the minimum lease payments calculated using the interest rate implicit in the lease. Where the implicit rate cannot be determined the company's incremental borrowing rate is used. Incremental direct costs, incurred in negotiating and arranging the lease, are included in the cost of the asset.

Assets are depreciated over the shorter of the lease term and the estimated useful life of the asset. Assets are assessed for impairment at each reporting date.

The capital element of lease obligations is recorded as a liability on inception of the arrangement. Lease payments are apportioned between capital repayment and finance charge, using the effective interest rate method, to produce a constant rate of charge on the balance of the capital repayments outstanding.

(ii) Operating leased assets

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

(iii) Lease incentives

Incentives received to enter into a finance lease reduce the fair value of the asset and are included in the calculation of present value of minimum lease payments.

Incentives received to enter into an operating lease are credited to the profit and loss account, to reduce the lease expense, on a straight-line basis over the period of the lease.

1. ACCOUNTING POLICIES (continued)

Impairment of non-financial assets

At each balance sheet date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset (or asset's cash generating unit) may be impaired. If there is such an indication the recoverable amount of the asset (or asset's cash generating unit) is compared to the carrying amount of the asset (or asset's cash generating unit).

The recoverable amount of the asset (or asset's cash generating unit) is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's (or asset's cash generating unit) continued use. These cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset.

If the recoverable amount of the asset (or asset's cash generating unit) is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the profit and loss account, unless the asset has been revalued when the amount is recognised in other comprehensive income to the extent of any previously recognised revaluation. Thereafter any excess is recognised in profit or loss.

If an impairment loss is subsequently reversed, the carrying amount of the asset (or asset's cash generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the profit and loss account.

Investments

(i) Investments in subsidiary company

Investment in subsidiary company is held at cost less accumulated impairment losses

Inventories

Inventories relate to paper and are stated at the lower of cost and net realisable value.

Cash flow statement

The company has taken advantage of the exemption under FRS 102 para 1.12(b) from preparing a statement of cash flows on the basis that it is a qualifying entity and Autovista Holdco UK Limited (the parent undertaking of the smallest group of undertakings to consolidate these financial statements) includes the company's cash flows in its own consolidated financial statements.

Provisions and contingencies

(i) *Provisions*

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount of the obligation can be estimated reliably.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

In particular:

i) Restructuring provisions are recognised when the company has a detailed, formal plan for the restructuring and has raised a valid expectation in those affected by either starting to implement the plan or announcing its main features to those affected and therefore has a legal or constructive obligation to carry out the restructuring; and

(ii) Provision is not made for future operating losses

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as a finance cost.

1. ACCOUNTING POLICIES (continued)

Provisions and contingencies (continued)

(ii) *Contingencies*

Contingent liabilities are not recognised. Contingent liabilities arise as a result of past events when (i) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date or (ii) when the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control. Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Contingent assets are not recognised. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

Financial instruments

The company has chosen to adopt the Sections 11 and 12 of FRS 102 in respect of:

(i) *Financial assets*

Basic financial assets, including trade and other receivables, cash and bank balances and investments in commercial papers, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(ii) *Financial liabilities*

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(iii) *Offsetting*

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

1. ACCOUNTING POLICIES (continued)

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Distributions to equity holders

Dividends and other distributions to company's shareholders are recognised as a liability in the financial statements in the period in which the dividends and other distributions are approved by the company's shareholders. These amounts are recognised in the statement of changes in equity.

Related party transactions

The company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned.

Financial risk management

Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, fair value interest rate risk and cash flow interest rate risk), credit risk and liquidity risk. The Group's overall financial risk management programme seeks to minimise potential adverse effects on the Group's financial performance at acceptable cost levels.

Risk management is part of the overall review of the operations of the business by the Directors. The use of any derivative instruments to hedge certain risks (e.g. movements in interest rates or foreign exchange rates) may only be undertaken after explicit approval by the Board.

(i) Market risk

Foreign exchange risk

The company predominately operates in the UK and has minimal foreign exchange risk arising from various currency exposures.

Fair value interest rate risk and cash flow interest rate risk

The company's interest rate risk arises from its loans to/from other group undertakings. Loans issued/received at variable rates expose the company to cash flow interest rate risk.

The Group manages its cash flow interest rate risk by assessing the cost of using interest rate caps against the expected benefit. The Group does not currently have any interest caps in place. Such interest rate caps have the economic effect of limiting the interest payable on the borrowings to a maximum predetermined/-agreed interest rate. The position is reviewed regularly by the Board.

(ii) Credit risk

The Company is exposed to credit risk from its exposures to customers, including outstanding receivables and committed transactions. The maximum exposure to credit risk is represented by the carrying amount of the financial assets that are carried in the balance sheet.

The Company has no significant concentrations of credit risk, with 68% (2015: 60%) of total trade receivables relating to debtors with individual balances of less than £10,000. Cash on hand is placed with reputable financial institutions and is spread over various countries and institutions.

The carrying amounts of the following financial assets and financial liabilities approximate their fair values: cash, marketable securities, trade receivables and payables, short-term and long-term borrowings and other receivables and payables.

1. ACCOUNTING POLICIES (continued)

Financial risk management (continued)

Financial risk factors (continued)

(iii) Liquidity risk

Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group finance. Group finance monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or liquidity covenants (where applicable) on any of its borrowing facilities.

Surplus cash held by the operating entities over and above the balance required for working capital management are transferred to the Group treasury for its subsequent funding of other Group operating entities that are in working capital needs.

(iv) Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

Upon completion of the refinancing in December 2015, the Group has agreed to certain financial covenants as specified in the facility agreements with lenders. The Group monitors its forecast and actual performance of cash and net debt position against these covenants on a weekly and monthly basis as appropriate.

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 9 for the carrying amount of the tangible assets, and note 1 for the useful economic lives for each class of assets.

Impairment of debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 12 for the net carrying amount of the debtors and associated impairment provision.

Defined benefit pension scheme

The company has an obligation to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors in determining the net pension obligation in the balance sheet. The assumptions reflect historical experience and current trends. See note 17 for the disclosures relating to the defined benefit pension scheme.

Dilapidations

Provisions have been made for dilapidations. These provisions are estimates and the actual costs and timing of future cash flows are dependent on future events. The difference between expectations and the actual future liability will be accounted for in the period when such determination is made.

2. CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS (continued)

Intangibles assets

External software development costs of new products are capitalised from the point at which it is reasonably certain that sufficient economic benefits will derive from the product and the cost of the asset can be reliably measured, in accordance with FRS 102 recognition criteria of an asset para 18.4 – 18.7.

The company evaluates the carrying value of publishing rights, intellectual property and goodwill in each financial year to determine if there has been an impairment in value, which would result in the inability to recover the carrying amount. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the profit and loss account.

Onerous lease provision

The Company reviews all lease commitments on an ongoing basis. Any lease commitments that are considered onerous are provided for. The provision is calculated by considering the remaining life of the lease and costs which will be incurred in continuing to meet lease obligations and the possibility of subletting the property to which the lease relates.

3. REVENUE

Revenue represents sales in connection with the provision of automotive information.

Revenue by geography	**2016 £'000**	**2015 £'000**
United Kingdom	12,597	13,805
Europe	1,149	777
	13,746	14,582

Analysis of revenue by category:	**2016 £'000**	**2015 £'000**
Sales of goods	13,322	13,693
Services	424	889
	13,746	14,582

4. EMPLOYEES AND DIRECTORS

The average monthly number of employees (including executive directors) during the year was:

By activity:

	2016 Number	2015 Number
Editorial, production and development	82	88
Sales and marketing	47	57
Management and infrastructure	45	39
	174	184

Directors

The directors' emoluments were as follows:

	2016 £'000	2015 £'000
Aggregate emoluments	709	710
	709	710

The aggregate amount of contributions paid in respect of directors for the defined contribution pension scheme during the year was £21,800 (2015: £21,800).

Two directors (2015: two) were members of defined contribution schemes. No directors (2015: none) exercised share options during the year.

Highest paid director

	2016 £'000	2015 £'000
Total amount of emoluments and amounts (excluding shares) receivable under long-term incentive	300	300

Loans to related parties

	2016 £'000	2015 £'000
Opening balance	-	-
Loans advances during the year	693	-
Total	693	-

The loans were made by the company to fund share subscriptions into Autovista Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited) the ultimate holding company in the course of the financial restructure of the Group. These loans are repayable upon a compulsory transfer notice or upon a winding up of Autovista Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited).

5. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

	2016 £'000	2015 £'000
Wages and salaries	6,016	5,785
Social security costs	586	638
Other pension costs	171	245
Exceptional costs – staff costs	(435)	498
Staff costs	**6,338**	**7,166**
Exceptional costs – non staff costs	228	21
Intangible assets – impairment charge (see note 8)	3	-
Tangible assets –impairment charge (see note 9)	190	-
Loss/(profit) on disposal of tangible assets	8	(113)
Operating lease charges	697	610
Onerous lease provision	532	-
Foreign exchange losses on trade receivables	15	30
Audit fees payable to the company's auditor	33	35

Included in the above is a net gain of £207,000 (2015: costs of £519,000) which is considered to be exceptional. This includes a one-off gain due to pension benefit changes (see note 17) of £889,000 (2015: nil). Management are committed to improving the organisational effectiveness of the Group, as a consequence of which restructuring activity has taken place in the current year. The direct costs associated with this restructuring, primarily consisting of redundancy costs, associated professional fees and consultancy fees, have been disclosed as exceptional costs.

Staff costs of £6,338,000 (2015: £7,166,000) are stated after recharges of £4,826,000 (2015: £3,892,000) to other group undertakings.

In accordance with SI 2008/489 the company has not disclosed the fees payable to the company's auditors for 'Other services' as this information is included in the consolidated financial statements of Autovista Holdco UK Limited (formerly Candle Holdco UK Limited).

6. NET INTEREST EXPENSE

(a) Interest receivable and similar income

	2016 £'000	2015 £'000
Bank deposit interest received	1	2
Intercompany interest receivable	1,525	1,595
	1,526	1,597

(b) Interest payable and similar expenses

	2016 £'000	2015 £'000
Intercompany interest payable	(313)	(323)
	(313)	(323)

(c) Net interest expense

	2016 £'000	2015 £'000
Interest receivable and similar income	1,526	1,597
Interest payable and similar charges	(313)	(323)
	1,213	1,274

7. TAX ON PROFIT

(a) Tax Expense included in profit or loss

	2016 £'000	2015 £'000
Current tax:		
UK Corporation tax on profit for the year	406	824
Adjustment in respect of prior periods	249	444
Total current tax	655	1,268
Deferred tax:		
Rate change	-	68
Origination and reversal of timing differences	149	(627)
Total deferred tax (note 14)	149	(559)
Total tax expense included in profit	804	709

(b) Factors affecting tax charge for the year

The tax charge for the year is higher (2015: higher) than the standard rate of corporation tax in the UK – 20% (2015 – 20.25%). The differences are explained below:

	2016 £'000	2015 £'000
Profit before taxation	**3,894**	**3,033**
Profit before taxation multiplied by the standard rate in the UK of 20% (2015 – 20.25%)	779	614
Effects of:		
Depreciation in excess of capital allowances	150	(457)
Adjustment in respect of transfer pricing	-	191
Adjustment in respect of prior periods	249	444
Expenses not deductible for tax purposes	291	68
Group relief claimed for nil consideration	(665)	-
Difference between pension cost and net pension cost charge	-	(219)
Re-measurement of deferred tax – change in UK tax rate	-	68
Tax charge for the year	**804**	**709**

Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2015 (on 26 October 2015) and Finance Bill 2016 (on 7 September 2016). These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 17% from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

8. INTANGIBLE ASSETS

	Development of Intellectual Property £'000	Computer Software £'000	Publishing Rights £'000	Goodwill £'000	Total £'000
Cost					
At 1 January 2016	6,579	2,091	719	8,083	17,472
Additions	514	102	-	-	616
Disposals	-	(1,517)	-	-	(1,517)
At 31 December 2016	7,093	676	719	8,083	16,571
Accumulated amortisation and impairment					
At 1 January 2016	5,333	1,943	719	7,510	15,505
Charge for the year	652	36	-	307	995
Impairment charge	-	3	-	43	46
Disposals	-	(1,516)	-	-	(1,516)
At 31 December 2016	5,985	466	719	7,860	15,030
Net book value					
At 31 December 2016	1,108	210	-	223	1,541
At 31 December 2015	1,246	148	-	573	1,967

During the year the company evaluated the carrying value of goodwill in relation to Virtual Showroom, a business acquired in February 2000, to be nil. This resulted in an impairment charge of £43,000 (2015: nil). Goodwill includes net book value of £223,000 (2015: £295,000) for the asset known as Gavco 203, a platform acquired in March 2000. Gavco 203 has a remaining amortisation period of 3.2 years (2015: 4.2 years). There are no other individually material intangible assets.

During the year the company committed to vacating its office in Weybridge in early 2017. As a result the carrying value of certain computer software assets was reviewed, resulting in an impairment charge of £3,000 (2015: nil).

The above net book value of £1,541,000 (2015: £1,967,000) has been pledged against the group debts (see note 21).

9. TANGIBLE ASSETS

	Leasehold buildings £'000	Computer and office equipment £'000	Fixtures, fittings and motor vehicles £'000	Total £'000
Cost				
At 1 January 2016	375	2,882	1,181	4,438
Additions	-	656	6	662
Disposals	-	(1,461)	(837)	(2,298)
At 31 December 2016	375	2,077	350	2,802
Accumulated depreciation and impairment				
At 1 January 2016	370	2,644	842	3,856
Charge for the year	3	248	90	341
Impairment charge	2	4	184	190
Disposals	-	(1,460)	(822)	(2,282)
At 31 December 2016	375	1,436	294	2,105
Net book value				
At 31 December 2016	-	641	56	697
At 31 December 2015	5	238	339	582

During the year the company committed to vacating its office in Weybridge in early 2017. As a result the carrying value of computer and office equipment in the Weybridge office was reviewed, resulting in an impairment charge of £190,000 (2015: nil).

The above net book value of £697,000 (2015: £582,000) has been pledged against the group debts (see note 21).

10. INVESTMENTS

	2016 £'000	2015 £'000
Shares in subsidiary companies at cost		
At 1 January	5	5
Impairment charge	(5)	-
At 31 December	-	5

The shares held by the company in its subsidiary companies at 31 December 2016 are as follows:

Company	Country of Incorporation	Registered office	Status	Class of shares held	Proportion of issued shares held
Autovista France Sarl (formerly Eurotax Glass's France Sarl)	France	160 Bis Rue De Paris, 92100 Boulogne-Billancourt, France	Trading	Euro 16 Shares	100%
The Palgrave Publishing Company Limited	England and Wales	5th Floor, Wellington House, 125 Strand, London, WC2R 0AP	Dormant	0.01p ordinary shares 0.01p preference shares	100%
Glass's Guide Pension Trustee Limited	England and Wales	5th Floor, Wellington House, 125 Strand, London, WC2R 0AP	Dormant	£1 ordinary shares	100%

10. INVESTMENTS (continued)

The principal activity of Autovista France Sarl (formerly EurotaxGlass's France Sarl) is the provision of data and information services to the automotive industry. The aggregate amount of the net assets of Autovista France Sarl (formerly EurotaxGlass's France Sarl) was £4,961,000 at 31 December 2016 (2015: £4,031,000). Its profit after tax for the year ended 31 December 2016 was £104,000 (2015: £188,000).

On 30 November 2016 The Palgrave Publishing Company Limited performed a share capital reduction reducing the nominal value of the issue ordinary shares (from 25p to 0.01p) and its preference shares (from £1 to 0.01p). As a result of the share capital reduction, an impairment charge of the investment of £4,999 was made.

Glass's Guide Pension Trustee Limited is a dormant company.

11. INVENTORIES

	2016 £'000	2015 £'000
Raw materials	2	8

There is no significant difference between the replacement cost of inventories and the balance sheet carrying amount.

12. DEBTORS

	2016 £'000	2015 £'000
Trade debtors	2,533	3,501
Amounts owed by group undertakings	73,886	105,730
Other debtors	1,448	1,053
Deferred tax asset	2,202	1,802
Prepayments and accrued income	1,634	1,387
	81,703	113,473

All amounts fall due within one year, except for £1,806,000 of the deferred tax asset which is due in more than one year.

Amounts owed by group undertakings are unsecured, repayable on demand and denominated in sterling. They carry interest at 1% above Bank of England base rate. The average rate over the year was 1.40%.

Trade debtors are stated after provisions for impairments of £11,500 (2015: £52,000).

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2016 £'000	2015 £'000
Trade creditors	472	809
Amounts owed to group undertakings	826	34,886
Other taxation and social security	547	694
Other creditors	142	568
Accruals and deferred income	7,395	7,237
	9,382	44,194

Amounts owed to group undertakings are unsecured, and repayable on demand and denominated in sterling. They carry interest at 1% above Bank of England base rate. The average rate over the year was 1.40%.

14. DEFERRED TAXATION

The amounts of deferred taxation at 19% (2015: 19%) recognised in the financial statements are as follows:

Deferred tax asset:	2016 £'000	2015 £'000
Balance at 1 January	1,802	1,355
(Charged)/credited to the profit and loss account	(149)	559
Credited/(charged) to the statement of comprehensive income	549	(112)
Balance at 31 December	2,202	1,802

There are no uncertain tax positions for the year ended 31 December 2016 and 31 December 2015.

Deferred tax asset included within debtors (note 12) comprises	2016 £'000	2015 £'000
Depreciation in excess of capital allowances	1,836	1,752
Other timing differences	-	1
Deferred tax asset relating to pension liability (note 17)	366	49
Total deferred tax asset	2,202	1,802

The directors consider that it is more likely than not that there will be sufficient taxable profits in the future such as to realise the deferred tax asset, and therefore the asset has been recognised in these financial statements.

15. FINANCIAL INSTRUMENTS

The company has the following financial instruments:

	Note	2016 £'000	2015 £'000
Financial assets that are debt instruments measured at amortised cost:			
- Trade debtors	12	2,533	3,501
- Amounts owed by group undertakings	12	73,886	105,730
- Other debtors	12	1,448	1,053
Financial liabilities measured at amortised cost:			
- Trade creditors	13	472	809
- Amounts owed to group undertakings	13	826	34,886
- Other creditors	13	142	568

Derivative financial instruments

The company has not entered into any derivative financial instruments.

16. CALLED UP SHARE CAPITAL

Ordinary shares of £0.00001 each

Allotted and fully paid	No.	2016 £'000	2015 £'000
At 1 January	100,000	100	100
Bonus share issue	1	-	-
Share capital reduction	-	(100)	-
Amounts owed by group undertakings	100,001	-	100

On 23 November 2016, the company issued one bonus £1 ordinary share for a consideration of £30,000,000. Following the issue, a share capital reduction was completed and the nominal value of the 100,001 shares were reduced from £1 to £0.00001.

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

Preference shares of $0.01 each
(US $ rate at the time of $1.429: £)

Allotted and fully paid	No.	£'000
At 1 January 2015 and 2016	1,000	-
Amounts owed by group undertakings	1,000	-

The preference shares are classified as equity in the balance sheet.

On a winding up, the holders have priority before all other classes of shares to receive repayment of capital plus any arrears of dividends. The holders have no voting rights unless the dividend is in arrears by six months or more.

17. POST EMPLOYMENT BENEFITS

The company operates a number of pension schemes for its employees. The amount recognised in the balance sheet as follows:

	2016 £'000	2015 £'000
Defined benefit scheme liability	(1,927)	(260)
	(1,927)	(260)

Defined benefit costs recognised in profit and loss

	2016 £'000	2015 £'000
Expenses	-	6
Net interest (income)/cost	(13)	36
Gain due to benefit changes	(889)	-
Defined benefit costs recognised in profit and loss account	(902)	42

During the year certain members were given the option to give up some of their future pension increases in return for a higher but level pension. A number of members took up this option and the terms were such that there was a gain to the scheme which has been estimated as £889,000 as at 31 December 2016.

No amounts (2015: nil) were included in the cost of assets.

Defined contribution cost recognised in profit and loss

	2016 £'000	2015 £'000
Contributions	187	245
Defined contributions recognised in profit and loss account	187	245

Amounts outstanding at 31 December 2016 were £72,752 (2015: £54,009).

Defined benefit scheme

For certain employees, the company operates a defined benefit pension scheme with assets held in a separately administered fund. The scheme provides retirement benefits on the basis of members' final salary. The plan is administered by an independent trustee, who is responsible for ensuring that the plan is sufficiently funded to meet current and future obligations. The company has agreed a funding plan with the trustee, whereby ordinary contributions are made into the scheme based on a percentage of active employees' salary. Additional contributions are agreed with the trustee to reduce the funding deficit where necessary. The assets of the scheme are invested under a pension contract with Mobius Life Ltd.

The defined benefit pension scheme was closed to new entrants on 1 January 2001 and closed to new accruals on 1 September 2004. At the same time, the company established a defined contribution scheme to provide benefits to new employees.

Employer contributions of £318,000 (2015: £471,000) were paid to the defined benefit scheme during the year. The Employer has agreed to pay future contributions on or before 1 July each year starting with £318,000 in 2016 rising to £600,000 in 2022. The contributions are determined by an independent qualified actuary on the basis of regular valuations. The current arrangements as regards to contribution levels are described in the Schedule of contributions dated 22 June 2016.

17. POST EMPLOYMENT BENEFITS (continued)

Defined benefit scheme (continued)

A comprehensive actuarial valuation of the company pension scheme, using the projected unit credit method, was carried out at 30 June 2015 and updated to 31 December 2016 by a qualified actuary, independent of the scheme sponsoring employer. The major assumptions used by the actuary are disclosed below.

	2016	2015
Expected rate of increase of salaries	N/A	N/A
Expected rate of increase in pension payment		
- Pension accrued pre 1 July 1996	5.00%	5.00%
- pension accrued post 1 July 1996	3.50%	3.30%
Discount rate (base on ML Corporate Bond Index at 31 December)	2.60%	3.80%
Inflation assumption (RPI)*	3.50%	3.30%
Inflation assumption (CPI)*	2.50%	2.30%

Retail Price Index (RPI), Consumer Price Index (CPI)

The mortality assumptions adopted at 31 December 2016 imply the following life expectancies:

Longevity at age 65	2016 (Years)	2015 (Years)
Male retiring in 2016	22.2	21.8
Female retiring in 2016	24.2	23.9
Male retiring in 2036	23.9	23.6
Female retiring in 2036	26.1	25.9

Reconciliation of defined benefit scheme liabilities

	2016 £'000	2015 £'000
Defined benefit obligation at start of the year	24,773	26,434
Interest expense	909	917
Actuarial losses/(gains)	5,819	(1,764)
Benefits paid	(815)	(814)
Gains due to benefit changes	(889)	-
Defined benefit obligation at the end of year	29,797	24,773

17. POST EMPLOYMENT BENEFITS (continued)

Reconciliation of defined benefit scheme assets

	2016 £'000	2015 £'000
Opening fair value of plan assets	24,513	25,157
Expected return	922	875
Actuarial gains/(losses)	2,932	(1,176)
Contributions by employer	318	471
Benefits paid	(815)	(814)
Closing fair value of plan assets	27,870	24,513

The fair value of plan assets was:	2016 £'000	2015 £'000
Real Return Fund	13,515	11,264
Bonds	-	-
Insured pension	35	50
Cash	10	21
Diversified Growth Fund	7,279	7,478
LDI	7,031	5,700
	27,870	24,513

Retail Price Index (RPI), Consumer Price Index (CPI)

The return on the plan assets was:

	2016 £'000	2015 £'000
Interest Income	922	875
Return on plan assets less interest income	2,932	(1,176)
Total return on plan assets	3,854	(301)

18. PROVISION FOR OTHER LIABILITIES

The company had the following provisions for other liabilities during the year:

	Onerous leases £'000	Pending litigation £'000	Dilapidations £'000	Total £'000
At 1 January 2016	-	120	315	435
Additions dealt with in profit and loss account	532	(14)	35	553
At 31 December 2016	532	106	350	988

Pending litigation
In December 2015, the company became aware of a potential claim from a customer regarding service delivery levels for the costs of credits that could fall due and has the assessed the provision required was £106,000 as at 31 December 2016. The claim is expected to be fully resolved in 2017.

Dilapidations
The company made an assessment at the Balance Sheet date that they were under provided in the event of dilapidations becoming due and assessed that the total provision required was £350,000 as at 31 December 2016. The provision for dilapidations is expected to be fully utilised through the period of the lease which terminates on 31 December 2022.

The settlement of the pending litigation and dilapidations provisions are likely to occur during 2017 and are therefore included within creditors falling due within one year.

Onerous leases
During 2016, the company entered into a lease for new London premises with the result that during the first quarter of 2017 all employees transitioned to the new premises. As a result the current premises would become vacant and for a period of time will not be sub-let. As a result, it was assessed that an onerous lease provision of £532,000 was required.

19. PROFIT AND LOSS ACCOUNT

The profit and loss account represents accumulated comprehensive income for the year and prior periods, plus a bonus share issue and a share capital reduction.

20. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption under FRS 102 para 33.1A "related party transactions" from disclosing related party transactions on the grounds that it is a wholly owned subsidiary of a group headed by Autovista Group Holdings Jersey 1 Limited, whose consolidated financial statements are publicly available.

The company is exempt from disclosing other related party transactions as they are with other companies that are wholly owned within the Group.

21. CONTINGENT LIABILITIES

The company has granted a fixed and floating charge over its assets in respect of the term debt and revolving credit facilities of its parent company and other group companies. At 31 December 2016 the total amount outstanding under these facilities was £132,239,826 (2015 - £109,520,820).

22. CAPITAL AND OTHER COMMITMENTS

The company had the following future minimum lease payments under non- cancellable operating leases for each of the following periods

Payments due	2016 £'000	2015 £'000
Not later than one year	57	15
Later than one year and not later than five years	148	521
Later than five years	3,696	2,172
	3,901	2,708

The company recognised lease payments of £696,752 during the year (2015: £610,130). In addition, the company has recognised an onerous lease provision of £468,586 during the year (2015: nil) relating to lease payments.

The company had no other off-balance sheet arrangements.

23. CONTROLLING PARTIES

On 16 December 2016 the company was sold by Framleydove Limited to Autovista Group Limited (formerly EurotaxGlass's Limited), which is now the company's immediate parent undertaking.

The ultimate controlling party of the company is Hayfin Special Opportunities Credit Fund LP.

The most senior parent company to consolidate these financial statements at 31 December 2016 is Autovista Group Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited), a company incorporated in Jersey. The consolidated financial statements of Autovista Group Holdings Jersey 1 Limited (formerly ETG Holdings Jersey 1 Limited) can be obtained from 12 Castle Street, St Helier, Jersey, JE2 3RT.

Autovista Holdco UK Limited (formerly Candle Holdco UK Limited) is the parent undertaking of the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of Autovista Holdco UK Limited (formerly Candle Holdco UK Limited) can be obtained from 5th Floor, Wellington House, 125 Strand, London, WC2R 0AP.

24. EVENTS AFTER THE END OF THE REPORTING YEAR

There were no events after the end of the reporting year as set out by FRS 102 para 32.10.