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Vehicle Mileage Check Limited

Annual report and financial statements

for the year ended 31 March 2011

Company registered number 02017153



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**Vehicle Mileage Check Limited**  
**Annual report and financial statements**  
**for the year ended 31 March 2011**

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# **Vehicle Mileage Check Limited**

## **Directors and other information**

### **Directors**

B J Herb  
R J Hudson  
M E Pepper  
C J Rutter

### **Company secretary**

R P Hanna

### **Independent auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Donington Court  
Pegasus Business Park  
Castle Donington  
East Midlands  
DE74 2UZ

### **Registered office**

Landmark House  
Experian Way  
NG2 Business Park  
Nottingham  
Nottinghamshire  
NG80 1ZZ

# **Vehicle Mileage Check Limited**

## **Directors' report for the year ended 31 March 2011**

The directors present their report and the audited financial statements for the year ended 31 March 2011. The Company's registered number is 02017153.

### **Principal activity**

The Company's principal activity is the provision of information relating to the recorded mileage of used motor vehicles.

### **Review of business and future developments**

The results for the year and the financial position at the year end were considered satisfactory by the directors. The external commercial environment is expected to remain competitive in 2011. However, the directors remain confident that the current level of performance will be maintained in future.

### **Principal risks and uncertainties**

The management of the business and the execution of the Company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the Company are considered to relate to data security, information systems and government regulation. The principal risks and uncertainties facing the Company, together with the main means by which they are managed or mitigated, are set out on pages 38 to 41 of the Experian plc 2011 Annual Report, which does not form part of this report.

### **Financial risk management**

The directors constantly monitor the risks and uncertainties facing the Company with particular reference to its exposure to the treasury, currency and other risks that are identified and discussed in the financial review on pages 42 to 49 of the 2011 Experian plc Annual Report. Such risks are managed on a group basis. The Company's exposure to credit risk is not considered by the directors to be significant.

### **Key performance indicators**

As the Company's relevant risks were managed on a group or divisional basis, the directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of its development, performance or position.

### **Results and dividends**

The profit for the year was £988,000 (2010: £1,146,000). The directors do not recommend payment of a dividend (2010: £nil).

### **Directors**

The directors holding office during the year and up to the date of this report were:

K Fletcher	(resigned 20 June 2011)
B J Herb	(appointed 22 June 2011)
R J Hudson	
M E Pepper	
C J Rutter	

### **Insurance and third party indemnification**

During the year and up to the date of signing of this report the Company, through its parent group, maintained liability insurance and third party indemnification provisions for its directors and the company secretary. This is a qualifying third party indemnity provision for the purposes of the Companies Act 2006.

### **Statement of directors' responsibilities**

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

# **Vehicle Mileage Check Limited**

## **Directors' report for the year ended 31 March 2011 (continued)**

### **Statement of directors' responsibilities (continued)**

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 UK Generally Accepted Accounting Practice (UK Accounting Standards 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 its profit or loss for that period. In preparing these financial statements, the directors are required to

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

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

### **Statement of disclosure of information to auditors**

As at the date this report was signed, so far as each director is aware, there is no relevant audit information of which the auditors are unaware and each director has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the auditors are aware of that information.

By order of the board



C J Rutter  
Director

9 September 2011

## **Independent auditors' report to the members of Vehicle Mileage Check Limited**

We have audited the financial statements of Vehicle Mileage Check Limited for the year ended 31 March 2011, which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

### **Respective responsibilities of directors and auditors**

As explained more fully in the statement of directors' responsibilities set out on pages 2 and 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the 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.

### **Scope of the audit of the financial statements**

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. In addition, we read all the financial and non-financial information in the annual report and financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 March 2011 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.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

### **Matters on which we are required to report by exception**

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.



David Teager (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
East Midlands

12 September 2011

**Vehicle Mileage Check Limited**  
**Profit and loss account**  
**for the year ended 31 March 2011**

	Notes	2011 £'000	2010 (Represented) (Note 1) £'000
<b>Turnover</b>	2	<b>2,244</b>	2,423
Staff costs	4	(349)	(337)
Depreciation and other amounts written off tangible and intangible fixed assets	6	(103)	(51)
Other operating charges		(800)	(908)
<b>Operating profit</b>		<b>992</b>	1,127
Other interest receivable and similar income	3	1	4
<b>Profit on ordinary activities before tax</b>	6	<b>993</b>	1,131
Tax on profit on ordinary activities	7	(5)	15
<b>Profit on ordinary activities after tax and for the financial year</b>	14	<b>988</b>	1,146

All amounts relate to continuing operations

There are no recognised gains and losses other than the profit stated above and therefore no separate statement of total recognised gains and losses has been presented

There is no difference between the profit on ordinary activities before tax and the profit for the financial year stated above and their historical cost equivalents

## Vehicle Mileage Check Limited

### Balance sheet at 31 March 2011

	Notes	2011 £'000	2010 £'000
<b>Fixed assets</b>			
Intangible assets	8	96	199
<b>Current assets</b>			
Debtors	10	11,393	9,980
Cash at bank and in hand		7	72
		<b>11,400</b>	<b>10,052</b>
<b>Current liabilities</b>			
Creditors – amounts falling due within one year	12	(996)	(766)
<b>Net current assets</b>		<b>10,404</b>	<b>9,286</b>
<b>Total assets less current liabilities</b>		<b>10,500</b>	<b>9,485</b>
<b>Net assets</b>		<b>10,500</b>	<b>9,485</b>
<b>Capital and reserves</b>			
Called up share capital	13	-	-
Profit and loss account	14	10,500	9,485
<b>Total shareholders' funds</b>	15	<b>10,500</b>	<b>9,485</b>

The financial statements on pages 5 to 18 were approved by the board of directors on 9 September 2011 and signed on its behalf by



C J Rutter  
Director



# **Vehicle Mileage Check Limited**

## **Notes to the financial statements for the year ended 31 March 2011**

### **1 Accounting policies**

#### **Basis of accounting**

These financial statements have been prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable UK accounting standards. The principal accounting policies are set out below.

In accordance with Financial Reporting Standard ('FRS') 18 'Accounting Policies', the Company has conducted a review of its accounting policies and estimation techniques, which has not resulted in any change to the Company's accounting policies or estimation techniques.

#### **Profit and loss account format**

In 2010 the Company's profit and loss account was prepared with reference to Format 1 of Schedule 1, Part 1, of The Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 ('the Regulations'). On 19 May 2010 Experian plc announced that it intended to adopt a new format in its Group income statement for the year ended 31 March 2011 to report costs by nature rather than by function. The directors have concluded that to support this initiative it would be more appropriate for the Company to prepare its profit and loss account with reference to Format 2 of the Regulations. Accordingly the profit and loss account in these financial statements has been prepared with reference to Format 2 and the comparative figures, which were originally prepared with reference to Format 1, have been represented with reference to Format 2.

#### **Cash flow statement and related party disclosures**

The Company is a wholly-owned subsidiary of Experian plc and is included in its consolidated financial statements, which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 1. The Company is also exempt under the terms of FRS 8 from disclosing transactions with entities that are wholly owned by the Experian plc Group.

#### **Turnover - Revenue recognition**

Turnover represents the fair value of the sale of goods and services to customers, net of value added tax and other sales taxes, rebates and discounts. Revenue in respect of the provision and processing of data is recognised in the year in which the service is provided. Subscription revenues, and revenues in respect of services to be provided by an indeterminate number of acts over a specified period of time, are recognised on a straight line basis over those periods. Insurance indemnities issued by the Company are matched with counterparty insurance. Insurance premiums received are recognised as turnover with a corresponding insurance premium cost included in other operating charges. At the expiry of the indemnity period any refund of premium paid, representing the excess of premium paid less claims and costs, is recognised against other operating charges.

#### **Intangible fixed assets**

The costs relating to internally developed software are capitalised as development costs in accordance with SSAP 13 'Accounting for Research and Development'. The software, which is regularly updated, is amortised on a straight line basis over its useful life, which is considered to be 3 to 5 years.

In accordance with the requirements of FRS 11, the carrying value of intangible assets is subject to ongoing impairment reviews.

Other research and development costs relating to minor product enhancements and developments are expensed in the year in which they are incurred.

#### **Tangible fixed assets**

Tangible fixed assets are stated at cost less depreciation. Cost includes the original purchase price of the asset and attributable costs to bring it to its working condition for its intended use. Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over the expected useful economic lives of the assets concerned. The principal life used for this purpose is three years, applied to plant and machinery.

# Vehicle Mileage Check Limited

## Notes to the financial statements for the year ended 31 March 2011 (continued)

### 1 Accounting policies (continued)

#### Deferred tax

Deferred tax has been recognised as a liability or asset if transactions have occurred at the balance sheet date that give rise to an obligation to pay more, or a right to pay less, tax in the future. A deferred tax asset is not recognised to the extent that the transfer of economic benefits in the future is uncertain. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets and liabilities recognised have not been discounted.

#### Share-based payments

Company employees participate in the Experian plc share-based compensation plans. The fair value of options and shares granted is recognised as an expense after taking into account the Company's best estimate of the number of shares expected to vest. The Company revises the vesting estimate at each balance sheet date. Non-market performance conditions are included in the vesting estimates. Expenses are incurred over the vesting period. Fair value is measured at the date of grant using whichever of the Black-Scholes model, Monte Carlo model and closing market price is most appropriate to the award. Market-based performance conditions are included in the fair value measurement on grant date and are not revised for actual performance.

### 2 Turnover

Turnover and profit before tax all arose from the Company's principal activity, carried out with UK customers.

### 3 Other interest receivable and similar income

Interest receivable comprised bank interest in 2011 and 2010.

### 4 Staff costs and numbers

All staff during the year had employment contracts with Experian Limited and their costs were recharged to the Company. The analysis below is of costs recharged.

Staff costs	2011 £'000	2010 £'000
Wages and salaries	288	272
Social security costs	34	32
Share-based payments (Note 16)	27	33
	349	337

A monthly average number of 9 (2010: 9) employees were engaged in the Company's activities, all in operational roles.

### 5 Directors' remuneration

The directors were remunerated by fellow subsidiary undertakings of Experian plc in respect of their services to the Experian plc Group as a whole and received no remuneration from any company specifically in respect of their directorships of the Company in 2011 or 2010.

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 6 Profit on ordinary activities before tax

Profit on ordinary activities before tax is stated after charging

	2011 £'000	2010 £'000
Depreciation of tangible owned fixed assets	-	3
Amortisation of intangible fixed assets	103	48
Depreciation and other amounts written off tangible and intangible fixed assets	103	51
Fees payable to the auditor for the audit of the Company's financial statements	8	8

#### 7 Tax on profit on ordinary activities

Analysis of charge/(credit) for the year

	2011 £'000	2010 £'000
<b>Current tax:</b>		
Adjustments in respect of prior years	-	(8)
<b>Total current tax</b>	-	(8)
<b>Deferred tax:</b>		
Origination and reversal of timing differences	4	3
Impact of reduction in corporation tax rate	1	-
Adjustments in respect of prior years	-	(10)
<b>Total deferred tax</b>	5	(7)
<b>Tax on profit on ordinary activities</b>	5	(15)

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 7 Tax on profit on ordinary activities (continued)

##### Factors affecting the total current tax charge for the year

The current tax charge for the year is lower (2010 lower) than the standard rate of UK corporation tax of 28% (2010 28%) The differences are explained below

	2011 £'000	2010 £'000
<b>Profit on ordinary activities before tax</b>	<b>993</b>	<b>1,131</b>
Profit on ordinary activities before tax multiplied by the standard rate of UK corporation tax	278	317
Effects of		
Group relief claimed without payment of consideration	(264)	(318)
Adjustments in respect of prior years	-	(8)
Income not taxable	(18)	(15)
Expenses not deductible for tax purposes	8	20
Excess of capital allowances claimed over depreciation charged	(4)	(4)
<b>Current tax charge for the year</b>	<b>-</b>	<b>(8)</b>

The directors have considered the tax effect of UK to UK transfer pricing legislation on non interest bearing intra-group loans and are satisfied that any associated tax charge/(credit) arising will be offset by compensating adjustments from other Group companies such that no additional tax asset or liability should arise Therefore, no entries in respect of these items have been reflected in these financial statements as the net impact on both the tax charge and net assets is £nil (2010 £nil)

##### Factors affecting future tax liabilities

In the foreseeable future, the Company's tax liability will continue to be influenced by the nature of its income and expenditure, the ability of its parent group to surrender UK tax losses to it, and could be affected by changes in UK tax law

The main rate of UK corporation tax has been reduced from 28% to 26% with effect from 1 April 2011 A reduction from 26% to 25% with effect from 1 April 2012 was substantively enacted on 5 July 2011 Further proposed reductions to the main rate will reduce it by 1% per annum to 23% by 1 April 2014 Each of those further proposed reductions is expected to be separately enacted and has not yet been substantively enacted

Accordingly, the calculation of the Company's deferred tax balance at 31 March 2011 has not reflected any of the expected reductions still to be substantively enacted by that date, and the calculation at 31 March 2010 has not reflected any of these reduced future tax rates If the deferred tax balance had reflected the changes outlined above it would have resulted in an immaterial reduction in the Company's deferred tax asset (2010 immaterial)

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 8 Intangible assets

Software	£'000
<b>Cost</b>	
At 1 April 2010 and 31 March 2011	247
<b>Amortisation</b>	
At 1 April 2010	48
Charge for the year	103
At 31 March 2011	151
<b>Net book amount</b>	
At 31 March 2011	96
At 31 March 2010	199

#### 9 Tangible assets

Plant and machinery	£'000
<b>Cost</b>	
At 1 April 2010	30
Elimination of fully depreciated assets	(30)
At 31 March 2011	-
<b>Amortisation</b>	
At 1 April 2010	30
Elimination of fully depreciated assets	(30)
At 31 March 2011	-
<b>Net book amount</b>	
At 31 March 2011	-
At 31 March 2010	-

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 10 Debtors

	2011 £'000	2010 £'000
Trade debtors	90	219
Amounts owed by group undertakings	11,265	9,730
Other debtors	24	3
Corporation tax	-	9
Deferred tax (Note 11)	14	19
	11,393	9,980

Amounts owed by group undertakings are unsecured, interest free and repayable on demand

#### 11 Deferred tax asset

	2011 £'000	2010 £'000
At 1 April	19	12
Amounts (charged)/credited in the profit and loss account	(5)	7
At 31 March	14	19

The deferred tax balance is attributable to depreciation in excess of capital allowances claimed. The Company has no unrecognised deferred tax.

#### 12 Creditors – amounts falling due within one year

	2011 £'000	2010 £'000
Trade creditors	-	19
Amounts owed to group undertakings	576	145
Other creditors including tax and social security	36	57
Accruals and deferred income	384	545
	996	766

Amounts owed to group undertakings are unsecured, interest free and repayable on demand

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 13 Called up share capital

Allotted and fully paid	2011 £	2010 £
100 ordinary shares of £1 each	100	100

#### 14 Profit and loss account

	£'000
At 1 April 2010	9,485
Profit for the financial year	988
Credit in respect of share incentive plans (Note 16)	27
At 31 March 2011	10,500

#### 15 Reconciliation of movements in shareholders' funds

	2011 £'000	2010 £'000
Profit for the financial year	988	1,146
Credit in respect of share incentive plans (Note 16)	27	33
Net increase in shareholders' funds	1,015	1,179
Opening shareholders' funds	9,485	8,306
Closing shareholders' funds	10,500	9,485

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 16 Share-based payment arrangements

The information below relates to options and awards held by the Company's employees over Experian plc shares

##### Options

*Summary of arrangements and information relating to option valuation techniques*

	Experian Share Option Plan	Experian Sharesave Plans
Nature	Grant of options	'Save as you earn' plans
Vesting conditions		
- Service period	3 years*	3 or 5 years
- Performance/Other	n/a	Saving obligation over the vesting period
Maximum term	10 years	3 5 or 5 5 years
Method of settlement	Share distribution	Share distribution
Expected departures (at grant date)	5%	3 years – 30%** 5 years – 50%**
Option exercise price calculation***	Market price over the 3 dealing days preceding the grant	20% discount to market price over 3 dealing days preceding the grant

\* Options with a four year service period were granted on the Experian plc demerger and vested in October 2010

\*\* The stated values for expected departures include an assumption about participants who will not meet the savings requirement of the plans

\*\*\* Three day averages are calculated by taking middle market quotations of an Experian plc share from the London Stock Exchange daily official list

Black-Scholes models are used to determine an appropriate value of the option grants and inputs into the models are calculated as follows

*Expected volatility* - Calculated as an average over the expected life with an assumption made for volatility in each year of the expected life. Volatility in the first year is assumed to be the same as implied volatility on grant date. Volatility for year 4 and beyond is assumed to remain at the long run historic volatility. Linear interpolation is assumed for years 2 and 3.

*Expected dividend yield* - Yields are based on the current consensus analyst forecast figures at the time of grant. The inputs utilised are an average of the forecast over the next three financial years.

*Risk-free rate* - Rates are obtained from the UK Government Debt Management Office website which details historical prices and yields for gilt strips.

*Expected option life to exercise* - Options under the Experian Share Option Plan vest after 3 years and their expected life is 4 years. Options under the Experian Sharesave Plans have expected lives of either 3 or 5 years.

*Share price on grant date* - The closing price on the day the options were granted.

*Option exercise price* - Exercise price as stated in the terms of each award.



## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 16 Share-based payment arrangements (continued)

The weighted average estimated fair values and the inputs into the Black-Scholes models are as follows

	Experian Share Option Plan*	Experian Sharesave Plans	
	2010	2011	2010
Share price on grant date (£)	4.64	6.14	4.32
Exercise price (£)	4.64	4.85	3.46
Expected volatility (%)	39.8	24.6	40.2
Expected dividend yield (% per annum)	2.6	2.8	2.9
Risk free interest rate (% per annum)	2.9	1.8	3.5
Expected option life to exercise (years)	4.0	3.7	4.0
Fair value (£)	1.31	1.52	1.58

\* - No such options were granted in the year ended 31 March 2011

#### Reconciliation of movement in the number of options

	Number of options 2011 '000	Weighted average exercise price 2011 £	Number of options 2010 '000	Weighted average exercise price 2010 £
Outstanding at 1 April	35	3.94	35	3.91
New grants	1	4.85	8	4.35
Forfeitures	(1)	3.57	(3)	4.08
Exercises	(8)	4.79	(3)	4.89
Lapses	-	5.56	(1)	3.68
Cancellations	(1)	3.35	(2)	3.80
Transfers of employees during the year	4	4.47	1	4.46
Outstanding at 31 March	30	3.80	35	3.94
Exercisable at 31 March	5	5.27	-	n/a

The weighted average share price of options exercised during the year was £6.90 (2010: £5.69)

# Vehicle Mileage Check Limited

## Notes to the financial statements for the year ended 31 March 2011 (continued)

### 16 Share-based payment arrangements (continued)

*Share options outstanding at the end of the year*

Options outstanding at the end of the year had the following exercise prices and remaining contractual lives

**At 31 March 2011**

Range of exercise prices £	Number of options '000	Weighted average exercise price £	Weighted average remaining lives	
			Expected years	Contractual years
2.00 to 3.00	11	2.90	1.1	1.5
3.00 to 4.00	7	3.34	1.3	6.7
4.00 to 5.00	8	4.59	1.9	6.8
5.00 to 6.00	3	5.62	0.5	5.4
6.00 to 7.00	1	6.14	0.5	6.1

**At 31 March 2010**

Range of exercise prices £	Number of options '000	Weighted average exercise price £	Weighted average remaining lives	
			Expected years	Contractual years
2.00 to 3.00	13	2.90	2.1	2.5
3.00 to 4.00	7	3.35	2.4	7.6
4.00 to 5.00	10	4.59	1.8	6.2
5.00 to 6.00	5	5.61	1.5	7.5
6.00 to 7.00	1	6.13	1.5	7.6

# Vehicle Mileage Check Limited

## Notes to the financial statements for the year ended 31 March 2011 (continued)

### 16 Share-based payment arrangements (continued)

#### Share awards

*Summary of arrangements and information relating to share grant valuation techniques*

	Experian Performance Share Plan	Experian UK Employee Plan	Approved	All-
Nature	Grant of shares	Grant of shares		
Vesting conditions				
- Service period	3 to 5 years	3 years		
- Performance/Other	50% or 75% - Benchmark profit performance of Experian plc Group assessed against specified targets*	n/a		
	50% or 25% - Distribution percentage determined by ranking Total Shareholder Return ('TSR') relative to a comparator group**			
Expected outcome of meeting performance criteria (at grant date)	Benchmark profit – 91% TSR – range from 30% to 61%	n/a		
Maximum term	5 years	3.5 years		
Method of settlement	Share distribution	Share distribution		
Expected departures (at grant date)	5%	15%		

\* The Benchmark profit performance condition for the Experian Performance Share Plan in 2008 or prior years required Experian plc Group's Benchmark profit before tax ('Benchmark PBT') growth to exceed 7% over a 3 year period with the condition fully satisfied if Benchmark PBT growth is 14%. In the case of Performance Share Plan awards after 1 April 2009 but before 31 March 2010, the growth percentages are 4% and 8% respectively. In the case of such awards after 1 April 2010 with performance conditions attaching, the growth percentages are 5% and 11% respectively. The period of assessment commences at the beginning of the financial year of grant. This is not a 'market-based' performance condition as defined by FRS 20. Further unconditional awards have been made since 1 April 2010 under the Experian Performance Share Plan.

Experian plc Group's Benchmark PBT is defined as its profit before amortisation of acquisition intangibles, acquisition expenses, goodwill impairments, adjustments to contingent consideration, charges in respect of the demerger-related equity incentive plans, exceptional items, financing fair value remeasurements, tax and discontinued operations. It includes the Experian plc Group's share of its continuing associates' pre-tax profits.

\*\* The Experian Performance Share Plan TSR condition is considered a 'market-based' performance condition as defined by FRS 20. In valuing the awarded shares, TSR is evaluated using a Monte Carlo simulation with historic volatilities and correlations for comparator companies measured over the 3 year period preceding valuation and an implied volatility for Experian plc.

Share grants are valued by reference to the market price on the day of award with no modification made for dividend distributions or other factors as participants are entitled to dividend distributions on awarded shares. Market-based performance conditions are included in the fair value measurement on grant date and are not revised for actual performance.

## Vehicle Mileage Check Limited

### Notes to the financial statements for the year ended 31 March 2011 (continued)

#### 16 Share-based payment arrangements (continued)

*Movement in number of share awards outstanding*

Number of awards	2011 £'000	2010 £'000
At 1 April	15	18
New grants	1	2
Forfeitures	-	(1)
Vesting	(1)	(5)
Transfers of employees during the year	2	1
<b>At 31 March</b>	<b>17</b>	<b>15</b>

Share awards granted during the year had a weighted average award fair value of £6.32 (2010: £4.63)

**Summary of the total cost of share-based compensation, included in staff costs:**

	2011 £'000	2010 £'000
Share options	12	14
Share awards	15	19
<b>Total expense recognised (all equity settled)</b>	<b>27</b>	<b>33</b>

#### 17 Ultimate parent undertaking and controlling party

The immediate parent undertaking is Experian Finance plc, incorporated in England and Wales

The Company's ultimate parent undertaking and controlling party, Experian plc, is incorporated in Jersey. It is the parent company of the smallest and largest group in which the results of the Company for the year were consolidated and copies of its consolidated financial statements may be obtained from the Company Secretary, Experian plc, Newenham House, Northern Cross, Malahide Road, Dublin 17, Ireland