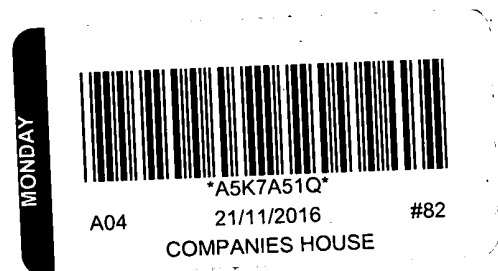


Company Registration number: 2102292

ML Integration Limited
Annual Report and Financial Statements
For the Year Ended 31 March 2016



Registered Office
Vodafone House
the Connection
Newbury
Berkshire
RG14 2FN

ML Integration Limited

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ML Integration Limited

Directors' Report for the Year Ended 31 March 2016

The Directors present their report and the financial statements for the year ended 31 March 2016.

Principal activities and review of developments

The Company was dormant within the meaning of Section 1169 of the Companies Act 2006 throughout the year. Accordingly no income statement has been produced and no auditors have been appointed by the Directors.

The Company is not expected to trade in the foreseeable future.

The Company has met the requirements in the Companies Act 2006 to obtain the exemption from the need to present a Strategic report.

Dividends

The Directors recommend that no final dividend be paid (2015: £nil)

Directors of the Company

The directors who held office during the year and up to the date of signing the financial statements were as follows:

Directors	Appointed	Resigned
SD Showell		4 January 2016
Vodafone Corporate Secretaries Limited		
N C Smith	4 January 2016	

All Directors benefit from qualifying third party indemnity provisions in place during the financial year and at the date of this report.

Statement of Directors' Responsibilities

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

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;

ML Integration Limited

Directors' Report for the Year Ended 31 March 2016 (continued)

Statement of Directors' Responsibilities (continued)

- notify the Company's shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of financial statements;
- state whether applicable UK Accounting Standards, including FRS 102 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

Approved by the Board on 17th November 2016 and signed on its behalf by:



N C Smith
Director

ML Integration Limited

Income Statement for the Year Ended 31 March 2016

The Company did not trade during the financial year, received no income and incurred no expenditure. Consequently, the Company made neither a profit nor a loss in the current year.

The company has no other comprehensive income/ (expense) and therefore no separate statement of comprehensive income has been prepared in respect of either year.

The notes on pages 5 to 7 form an integral part of these financial statements.

ML Integration Limited**Statement of Financial Position as at 31 March 2016**

	Note	2016 £	2015 £
Current assets			
Debtors	4	6,910,478	6,910,478
Net Assets		<u>6,910,478</u>	<u>6,910,478</u>
Capital and reserves			
Called up share capital	5	201,000	201,000
Retained earnings		<u>6,709,478</u>	<u>6,709,478</u>
Total shareholders' funds		<u>6,910,478</u>	<u>6,910,478</u>

The Company has reported no movements in shareholders' funds and therefore no statement of changes in equity has been prepared in respect of either year.

The Directors confirm that:

- for the year ended 31 March 2016 the company was entitled to the exemption under section 480 of the Companies Act 2006 from the requirement to have its accounts audited;
- members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The Directors acknowledge their responsibilities for (a) ensuring the Company keeps accounting records which comply with section 386 of the Companies Act 2006; and (b) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 393 of that Act, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These accounts were approved and authorised by the Board on 17th November 2016 and signed on its behalf by:



N C Smith
Director

The notes on pages 5 to 7 form an integral part of these financial statements.

ML Integration Limited

Notes to the Financial Statements for the Year Ended 31 March 2016

1. General information

The company was dormant and is not expected to trade in the foreseeable future.

The company is a private limited company limited by shares incorporated in United Kingdom and domiciled in England.

The address of its registered office is:

Vodafone House

The Connection

Newbury

Berkshire

RG14 2FN

Company Registration number: 2102292

These financial statements were authorised for issue by the Board on 17th November 2016.

2. Summary of significant accounting policies and key accounting estimates

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.

Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 102, 'Dormant Entities Framework' (FRS 102). The financial statements have been prepared under the historical cost convention as modified by derivative financial assets and liabilities measured at fair value through profit or loss and in accordance with the UK Companies Act 2006, as applicable to companies using FRS 102.

In these financial statements, the company has adopted FRS 102 for the first time. The company's date of transition to FRS 102 is 1 April 2014. Note 8 provides an explanation of how the transition to FRS 102 has affected the reported financial position and performance of the company.

Cash flow statement

Under IAS 7, the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking. A consolidated cash flow statement is included in the financial statements of Vodafone Group Plc in which the Company is consolidated and which are publicly available from the address in note 7.

3. Employees and Directors

The Company had no employees during the year (2015: nil). Directors' emoluments are borne by other group companies in the current and prior year.

ML Integration Limited

Notes to the Financial Statements for the Year Ended 31 March 2016 (continued)

4. Debtors : Amounts falling due within one year

	2016 £	2015 £
Amounts owed by group undertakings	<u>6,910,478</u>	<u>6,910,478</u>

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

5. Share capital

Allotted, called up and fully paid shares

	2016		2015	
	No.	£	No.	£
Ordinary shares of £1.00 each	1,000	1,000	1,000	1,000
Preference shares of £1.00 each	<u>200,000</u>	<u>200,000</u>	<u>200,000</u>	<u>200,000</u>
	<u>201,000</u>	<u>201,000</u>	<u>201,000</u>	<u>201,000</u>

Preference shares carry no dividend or voting rights. On winding up, or other return of capital, the Preference shareholder is entitled to the capital paid up on the shares in priority to other class of share

6. Related party disclosures

The Company has taken advantage of the Related Party Disclosures exemption granted under 'FRS 102' reduced disclosure framework to not to disclose transactions with Vodafone Group Plc group companies.

7. Controlling parties

The Company's immediate parent company is ML Integration Group Limited, a company registered in England and Wales.

The Directors regard Vodafone Group Plc, a company registered in England and Wales, as the ultimate parent company and controlling party.

The smallest and largest group in which the results of the Company are consolidated is that of Vodafone Group Plc, the parent company. The consolidated financial statements of Vodafone Group Plc may be obtained from the Company Secretary, Vodafone Group Plc, Vodafone House, The Connection, Newbury, Berkshire, RG14 2FN.

ML Integration Limited

Notes to the Financial Statements for the Year Ended 31 March 2016 (continued)

8. Explanation of transition to FRS 102

This is the first year that the Company has presented its financial statements under FRS 102. The last Financial statements under a previous GAAP (old UK GAAP) were for the year ended 31 March 2015 and the date of transition to FRS 102 was therefore 1 April 2014.

There has been no impact on the financial statements as a result of the transition from old UK GAAP to FRS 102.