Registered Number 2906681

Recordpoint Limited
Annual Report and Financial Statements
for the year ended 31 December 2013

Recordpoint Limited

Annual Report and Financial Statements for the year ended 31 December 2013

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Recordpoint Limited

Directors and advisers

Directors
R D East
J M Briggs

Company Secretary
R C W Todd

Registered Office
Mere Way
Ruddington Fields Business Park
Ruddington
Nottingham
NG11 6NZ

Registered in England
Registered number 2906681

Independent Auditor
Grant Thornton UK LLP
Grant Thornton House
Melton Street
London
NW1 2EP

Recordpoint Limited

Strategic report for the year ended 31 December 2013

Principal activity
Prior to the disposal of the Company's interest in Cattles Invoice Finance Limited on 14 September 2009, the principal activity of the Company was that of an intermediate holding company. During 2013, the Company recognised contingent consideration amounting to £nil (2012: £89,094) relating to the disposal of Cattles Invoice Finance Limited in 2009. No further contingent consideration is currently anticipated. The Company has not otherwise traded since its incorporation in 1994.

Results and dividends
The loss for the year, after taxation, amounted to £6,855 (2012: profit of £20,713). The directors have not declared a final dividend in respect of the year ended 31 December 2013 (2012: £nil). During the year no interim dividend was paid (2012: £nil).

Restructuring of the Cattles Group
As previously reported, on 2 March 2011 (Scheme Effective Date), Cattles Limited (Cattles) announced that its Group restructuring schemes had become effective. As part of the schemes, the Company has signed a deed of compromise in relation to the guarantees given by the Company under a number of Cattles bank facility agreements and note agreements (referred to as 'the Co-guarantors Compromise Deed'). Details of the Co-guarantors Compromise Deed are summarised below.

Co-guarantors Creditor Scheme
The Co-guarantors Creditor Scheme included a deed of compromise between a number of Group companies which had given guarantees under a number of bank facility agreements and note agreements, and the creditors to whom they owe the relevant guarantee obligations (referred to as 'the Co-guarantors Compromise Deed').

Under the Co-guarantors Creditor Scheme, each of the Guarantor Companies' Guarantor Obligations were limited to an amount equal to its net assets. The Guarantor Companies had guaranteed Cattles' debt under a number of bank facility agreements and note agreements, and the Guarantor Companies owed Guarantor Obligations to different Guaranteed Creditors.

The Guarantor Companies with material assets will realise those assets for the benefit of the financial creditors of Cattles to whom the Guarantor Companies have provided guarantees in respect of Cattles' debt (the Guaranteed Creditors).

In most cases this will mean realising their assets through asset sales and then making pro rata payments to their respective Guaranteed Creditors in respect of their Guarantor Obligations after providing in full for all other creditors.

The Co-guarantor Compromise Deed also provides for the release of certain obligations owed between the Guarantor Companies, but the primary purpose of the Co-guarantors Creditor Scheme is to provide a more efficient means of realising the assets available to the Guaranteed Creditors than would be provided by a formal insolvency process.

Going concern
After making enquiries, the directors have concluded that there is a reasonable expectation that the Company can continue to pay its debts as they fall due for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements. The financial statements do not include the adjustments that would result if the Company were unable to continue as a going concern.

J M Briggs
Director
25 September 2014
Registered number 2906681

Directors' report for the year ended 31 December 2013

The directors present their Annual Report together with the audited financial statements of the Company for the year ended 31 December 2013. The accounts have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime.

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

R D East
J M Briggs

Statement of directors' responsibilities
The directors are responsible for preparing the Strategic Report, the 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 International Financial Reporting Standards as adopted by the European Union (IFRSs). 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 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable IFRSs 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.

Directors' indemnities
Cattles has made qualifying third party indemnity provisions (as defined in section 234 of the Companies Act 2006) for the benefit of the directors, indemnifying them to the maximum extent permitted by law against liabilities attaching to them as directors of the Company, which remain in force at the date of this report.

Financial risk management
Detail of the Company's financial risk management policies are set out in note 7 to the financial statements.

Directors' report for the year ended 31 December 2013 (continued)

Auditor
The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the Company's Auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company receives notice under section 488(1) of the Companies Act 2006.

By Order of the Board

RCW Todd

R C W Todd
Company Secretary

25 September 2014
Registered number 2906681

Independent Auditor's report to the members of Recordpoint Limited

We have audited the financial statements of Recordpoint Limited for the year ended 31 December 2013 which comprise the income statement, the statement of comprehensive income, the statement of changes in equity, the balance sheet, the statement of accounting policies and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/apb/scope/private.cfm.

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 December 2013 and of its loss for the year then ended;
- have been properly prepared in accordance with IFRS as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion 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.

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.

Grant Thornton UK LLP

David Pearson
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP

Statutory Auditor, Chartered Accountants
London, United Kingdom

25 September 2014

Income statement for the year ended 31 December 2013

	Notes	2013 £	2012 £
Profit on disposal of associate – contingent consideration receivable relating to the disposal of Cattles Invoice Finance Limited on 14 September 2009		-	89,094
Movement in discounting of loans and receivables	4	**145**	1,619
Provisions costs	5	**(7,000)**	(70,000)
(Loss)/profit before taxation		**(6,855)**	20,713
Taxation	3	-	-
(Loss)/profit for the year attributable to equity holders of the Company		**(6,855)**	20,713

Statement of comprehensive income for the year ended 31 December 2013

There were no items of other comprehensive income in either of the above years and therefore total comprehensive loss for the year attributable to the equity holders of the Company amounted to £6,855 (2012: income of £20,713).

Recordpoint Limited

Statement of changes in equity for the year ended 31 December 2013

	Share capital £	Retained Earnings £	Total Equity £
At 1 January 2012	10	5,095	5,105
Total comprehensive income for the year	-	20,713	20,713
At 1 January 2013	10	25,808	25,818
Total comprehensive loss for the year	-	(6,855)	(6,855)
At 31 December 2013	**10**	**18,953**	**18,963**

Recordpoint Limited

Balance sheet as at 31 December 2013

	Notes	2013 £	2012 £
ASSETS			
Non-current assets			
Loans and receivables	4	**20,507**	20,362
Current assets			
Trade and other receivables – contingent consideration receivable relating to the disposal of Cattles Invoice Finance Limited on 14 September 2009		**94,446**	94,446
Cash and cash equivalents		**10**	10
		94,456	94,456
Total assets		**114,963**	114,818
LIABILITIES			
Non-current liabilities			
Provisions	5	**96,000**	89,000
Total liabilities		**96,000**	89,000
Net assets		**18,963**	25,818
SHAREHOLDER'S EQUITY			
Share capital	6	**10**	10
Retained earnings		**18,953**	25,808
Total shareholder's equity		**18,963**	25,818

The financial statements were approved by the Board of Directors on 25 September 2014 and were signed on its behalf by:

J M Briggs
Director

Registered number 2906681

Statement of accounting policies

General information
Recordpoint Limited (the Company) is a company incorporated in the United Kingdom. The address of the registered office is given on page 2. The nature of the Company's operations and its principal activity is set out in the Strategic report.

Statement of compliance
These financial statements have been prepared in accordance with EU endorsed IFRS and International Financial Reporting Interpretations Committee ('IFRIC') interpretations issued by the International Accounting Standards Board effective for accounting periods commencing on or after 1 January 2013. These financial statements have also been prepared in accordance with the Companies Act 2006 as applicable to companies reporting under IFRS.

Basis of preparation
The financial statements are prepared under the historical cost convention except for the use of fair values as required by certain accounting standards, and are presented in Pounds Sterling, the Company's functional and presentational currency.

The following accounting policies have been applied consistently by the Company to all periods presented in these financial statements.

Going concern
After making enquiries, the directors have concluded that there is a reasonable expectation that the Company can continue to pay its debts as they fall due for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements. The financial statements do not include the adjustments that would result if the Company were unable to continue as a going concern.

Accounting developments
Standards and interpretations which have been adopted by the Company in 2013
The following standards and amendments to existing standards, which are relevant to the Company's operations, have been published and were mandatory for accounting periods beginning on or after 1 January 2013 or later periods, although the Company did not early adopt any of them. Their adoption has not had any significant impact on the amounts reported in these financial statements but may impact the accounting for future transactions and arrangements:

- IAS 1 (amendment) 'Presentation of Financial Statements' (effective 1 July 2012). The amendment clarifies the presentation of items of other comprehensive income.
- IFRS 13 'Fair Value Measurement' (effective 1 January 2013). This standard establishes a single framework for measuring fair value.
- IAS 19 (revised) 'Employee Benefits' (effective 1 January 2013). The amendments change the accounting for defined benefit plans and termination benefits.
- Annual Improvements 2009-2011 Cycle (effective 1 January 2013). These annual improvements include amendments to five accounting standards.

Statement of accounting policies (continued)

Accounting developments (continued)
Standards and interpretations in 2013 which have not been adopted
The following relevant standards and interpretations have been issued but are not effective for the year ended 31 December 2013:

- IFRS 10 'Consolidated Financial Statements' (effective 1 January 2014).
- IFRS 11 'Joint Arrangements' (effective 1 January 2014).
- IFRS 12 'Disclosure of Interests in Other Entities' (effective 1 January 2014).
- IAS 27 (revised) 'Separate Financial Statements' (effective 1 January 2014).
- IAS 28 (revised) 'Investments in Associates and Joint Ventures' (effective 1 January 2014).
- IAS 32 (amendment) 'Financial Instruments: Presentation' (effective 1 January 2014). The amendment clarifies the accounting treatment of offsetting financial assets and financial liabilities.
- IFRS 9 'Financial Instruments' (no mandatory effective date).
- IFRS 10, IFRS 11 and IFRS 12 (amendments) - transition guidance (effective 1 January 2014).
- IFRS 10, IFRS 12 and IAS 27 (amendments) - investment entities (effective 1 January 2014).
- IAS 36 (amendments) 'Recoverable Amount Disclosures for Non-Financial Assets' (effective 1 January 2014).
- IAS 39 (amendments) 'Novation of Derivatives and Continuation of Hedge Accounting' (effective 1 January 2014.

In all instances, the Board will consider the impact that these standards may have on the Company's 31 December 2014 financial statements. The impact is not yet known.

Cash flow statement
The Company did not enter into any cash transactions during either of the years presented and therefore a cash flow statement has not been presented.

Tax
The charge or credit for current tax is based on the taxable profit or loss for the year as adjusted for items which are non-assessable or disallowed. It is calculated using rates of tax that have been enacted or substantively enacted at the balance sheet date.

Loans and receivables
Loans and receivables are measured at initial recognition at fair value and subsequently at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised when there is objective evidence that the asset is impaired.

Trade and other receivables
Trade and other receivables represents contingent consideration receivable relating to the disposal of Cattles Invoice Finance Limited on 14 September 2009. Trade and other receivables are recognised initially at fair value and, subsequently, at amortised cost less provision for impairment.

Provisions
Provisions are recognised only when present obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and the value can be estimated reliably. Timing or amount of the outflow may still be uncertain.

Provisions are measured as the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date and are discounted to their present values, where the time value of money is material.

All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Statement of accounting policies (continued)

Creditor guarantees
Under the Co-guarantors Creditor Scheme, the Company's Guarantor Obligations were limited to an amount equal to its net assets. The Company will realise those assets for the benefit of the financial creditors of Cattles to whom the Company has provided guarantees in respect of Cattles' debt and then make pro rata payments to its Guaranteed Creditors in respect of its Guarantor Obligations, after providing in full for all other creditors.

Creditor guarantees are measured at their discounted value, with the forecast being reassessed at each balance sheet date, and are split based on the forecast timing of the payments.

Further details of creditor guarantees are set out in note 5.

Key sources of estimation uncertainty
The Company's calculations when recognising provisions for present obligations contains significant judgement and estimates, including the amount which is likely to be called under the guarantee and the discount rate used to calculate the net present value of these future cash flows.

Notes to the financial statements for the year ended 31 December 2013

1 Staff costs and directors' emoluments

The Company has no employees other than the directors (2012: none). The directors received no remuneration for their services to the Company (2012: £nil).

2 Auditor's remuneration

The cost of the Auditor providing audit services to the Company in the current and prior year is borne by a former fellow Group company. No non-audit services were provided in either the current or prior year.

3 Taxation

The Company has no taxation charge or credit for the year (2012: £nil).

The rate of tax for the year is 23.25% (2012: 24.5%) and represents a blended tax rate following the reduction in the rate of corporation tax from 24% to 23% which was effective from 1 April 2013.

The tax (credit)/charge for the year is less than (2012: less than) the tax (credit)/charge on the (loss)/profit on ordinary activities at the standard rate for the reasons set out in the following reconciliation:

	2013 **£**	2012 £
(Loss)/profit before tax	**(6,855)**	20,713
Tax (credit)/charge on (loss)/profit at 23.25% (2012: 24.5%)	**(1,594)**	5,074
Factors affecting charge for the year:		
Expenses not deductible for tax purposes	**1,628**	17,148
Income not taxable for tax purposes	**(34)**	(22,222)
Total tax charge for the year	**-**	-

4 Loans and receivables

	2013 **£**	2012 £
Non-current:		
Intra-group receivables	**1,334,215**	1,334,215
Impairment of intra-group receivables	**(1,307,531)**	(1,307,531)
Discounting of intra-group receivables	**(6,177)**	(6,322)
	20,507	20,362

The intra-group receivables are owed to the Company by Cattles. The Company submitted a claim under the Cattles Scheme for the amount owed at the Scheme Effective Date. The net carrying amount of intra-group receivables reflects the directors' expectations of the recoverability of the intra-group receivables. It is measured at its discounted value, with the forecasts being reassessed at each balance sheet date and is split based on the forecast timing of the payments.

Notes to the financial statements for the year ended 31 December 2013 (continued)

5 Provisions

	2013 £	2012 £
Non-current		
Creditor guarantee provisions	**96,000**	89,000

Under the Co-guarantors Creditor Scheme, the Company's Guarantor Obligations were limited to an amount equal to its net assets. The Company will realise those assets for the benefit of the financial creditors of Cattles to whom the Company has provided guarantees in respect of Cattles' debt and then make pro rata payments to its Guaranteed Creditors in respect of its Guarantor Obligations, after providing in full for all other creditors.

Creditor guarantee provisions reflect the directors' expectations of the amounts that will be payable in respect of these Guarantor Obligations. They are measured at their discounted value, with the forecasts being reassessed at each balance sheet date and are split based on the forecast timing of the payments. The movement in the provision is as follows:

	2013 £	2012 £
At 1 January	**89,000**	19,000
Provisions made	**-**	89,000
Movement in discounting	**7,000**	(19,000)
At 31 December	**96,000**	89,000

6 Share capital

	Authorised 2013 No.	Authorised 2013 £	Authorised 2012 No.	Authorised 2012 £
Ordinary shares of 1p each	**100,000**	**1,000**	100,000	1,000

	Allotted, called up and fully paid 2013 No.	Allotted, called up and fully paid 2013 £	Allotted, called up and fully paid 2012 No.	Allotted, called up and fully paid 2012 £
Ordinary shares of 1p each	**1,000**	**10**	1,000	10

The rights attached to the ordinary shares are as follows:

Voting
On a show of hands every ordinary shareholder who is present in person at a general meeting of the Company and every proxy appointed by an ordinary shareholder and present at a general meeting of the Company shall have one vote and on a poll every ordinary shareholder who is present in person or by proxy shall have one vote for every share held.

Notes to the financial statements for the year ended 31 December 2013 (continued)

6 Share capital (continued)

Dividends
Ordinary shareholders shall be entitled to receive such dividend as the Company by ordinary resolution may from time to time declare as a final dividend (such dividend not to exceed the amount recommended by the Board) or as the Board may from time to time declare as an interim dividend.

Return of capital on a winding-up
Ordinary shareholders are entitled to participate in any surplus assets on the winding-up of the Company in proportion to their shareholdings.

7 Financial risk management

The most significant financial risks potentially faced by the Company are credit and liquidity risk.

Management of credit risk
The Company's credit risk is related to its intra-group receivables and trade and other receivables, which also represent its maximum exposure to credit risk.

Management of liquidity risk
Liquidity risk is the risk to earnings or capital arising from an inability to meet obligations when they become due, without incurring unexpected or unacceptable losses. It includes the risk of inability to manage unplanned decreases or changes in funding sources and also any failure to recognise and address changes in market conditions that could affect the Company's ability to liquidate assets quickly, with minimum value loss, if necessary.

The Company has no financial liabilities and therefore is not subject to any material liquidity risk.

8 Contingent liabilities

Contingent liabilities arose following the disposal of Cattles Invoice Finance Limited, which relate to the warranties that are customary for a transaction of this nature. The warranty period expired on 14 March 2011 with the exception of tax warranties, which expire on 31 December 2015. The contingent liability is capped at £10.8 million for the remaining tax warranty. The Company's ultimate parent company until 2 March 2011, Cattles, has guaranteed these obligations.

Notes to the financial statements for the year ended 31 December 2013 (continued)

9 Related party transactions

Ultimate parent undertaking

Prior to 2 March 2011, the ultimate parent undertaking and controlling party of the Company was Cattles, registered in England and Wales. As a consequence of the Group's restructuring which became effective on 2 March 2011, operating and financial policy has been set by the operation of the various Schemes and other legal arrangements put in place as part of the Group restructuring, and, as such, the voting rights over the Company held by its shareholders do not influence the strategic direction of the Company. Therefore the Company neither has a parent or ultimate parent undertaking, nor does it have a controlling related party.

Related party transactions

Amounts due from Cattles are disclosed in note 4.

Key management compensation

The directors of the Company are the Company's key management. These individuals received no compensation for their services to the Company.