

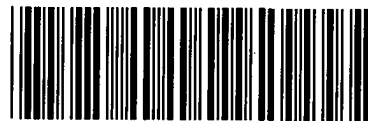
Company Registration No. 4053902

Psion Investments Canada

Annual Report and Financial Statements

31 December 2013

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Psion Investments Canada

Annual report and financial statements 2013

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Psion Investments Canada

Annual report and financial statements 2013

Officers and professional advisers

Directors

T Vasylevska
I McCullagh

Secretary

J Bamber

Registered office

Jays Close
Viabes Industrial Estate
Basingstoke
Hampshire
RG22 4PD

Bankers

HSBC plc
69 Pall Mall
London
SW1Y 5EY

Solicitors

Slaughter & May
One Bunhill Row
London
EC1Y 8YY

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
London
United Kingdom

Psion Investments Canada

Strategic report

The directors present their annual report on the affairs of the Company, together with the financial statements and auditor's report, for the year ended 31 December 2013. The directors have elected to present their financial statements in accordance with FRS 101 Reduced Disclosure Framework as issued by the Financial Reporting Council.

The purpose of the Strategic Report is to inform members of the Company and help them assess how the directors have performed their duty under section 172 of the Companies Act 2006 (duty to promote the Company).

Objectives

The principal activity of the Company is to operate as an investment company to hold Psion Holdings Limited's Canadian investments.

Review of financial performance and position

There have not been any significant changes in the Company's operations in the year and the directors do not expect the Company to change business activity in the foreseeable future. The directors are satisfied with the future prospects of the Company.

Loss before taxation for the year was C\$76,573,000 (2012: loss of C\$38,000). This loss arose entirely from impairment losses in respect of the Company's investment in subsidiaries. The loss in the prior year was as a result of a foreign exchange loss of C\$38,000.

Net assets have reduced from C\$180.8m to C\$104.2m, arising entirely from the impairment.

There are no key performance indicators as the company has no operating activity.

Risk management objectives and policies

Impairment risk

The Company's principal risk is that its investment in subsidiaries becomes impaired due to the recoverable amount of those subsidiaries being reduced below the cost of investment. The Company reviews estimates of the recoverable amount at the end of each financial year and, where a permanent impairment is indicated, records a provision for impairment.

Approved by the Board of Directors
and signed on behalf of the Board



T Vasylevska
Director

27 October 2014

Psion Investments Canada

Directors' report

The Company has chosen, in accordance with section 414C(11) of Companies Act 2006, to include such matters of strategic importance to the Company in the strategic report which otherwise would be required to be disclosed in the Director's report.

Results and dividends

Loss before taxation for the year was C\$76,573,000 (2012: loss of C\$38,000). This loss arose entirely from impairment losses. The loss in the prior year was as a result of a foreign exchange loss of C\$38,000. No interim dividend was paid during the year (2012: C\$nil).

Future developments

The company will continue as a holding company.

Going concern

Agreement has been reached for the sale of the Company's parent, Psion Holdings Limited, to be sold to Zebra Technologies Corp. and the transaction is expected to complete during October 2014. From discussions with Zebra Technologies, the directors believe the Company's activities will continue in the same manner as currently, and with the ongoing financial support of Zebra Technologies' group companies. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

The directors recognise that there is a material uncertainty, however, with regard to the going concern basis and the ongoing applicability of the going concern basis may be at risk from several factors.

- The directors believe, but have no certainty, that Zebra Technologies will continue to operate the business as presently operated. Zebra Technologies has made no contractual commitment to operate the business as before and Zebra may decide to discontinue the whole or parts of the business, or to sell or transfer the business.
- The directors believe, but have no certainty, that Zebra will continue to provide the necessary financial support to the Company to enable it to meet its debts as they fall due, in the same way as such support has been provided by Motorola Solutions. Zebra Technologies has made no contractual commitment to continue to provide financial support, or to provide additional working capital to the business.

The directors have concluded that the above risks represent material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern and the Company may therefore be unable to realise its assets and discharge its liabilities in the normal course of business.

The financial statements do not reflect any adjustments that may be required should the going concern basis of preparation cease to be appropriate.

Directors

The directors who served during the year, and up to the reporting date (except as noted) were

L Meads (resigned 1 March 2013)
E Daffern (resigned 27 June 2013)
I McCullagh (appointed 1 March 2013)
T Vasylevska (appointed 27 June 2013)

Psion Investments Canada

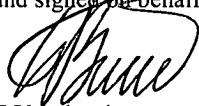
Directors' report

Auditor

The directors confirm that, in the case of each person who is a director at the time when the directors' report is approved, as far as each director is aware, there is no relevant audit information of which the auditor is unaware and that directors have taken all steps that ought to have been taken 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.

At the Annual General Meeting held on 23 May 2003, resolutions were passed in accordance with the provisions of s379 of the Companies Act 1985 to dispense with the requirement to lay accounts before the company in general meeting, to hold general meetings and to appoint the Company's auditor annually.

Approved by the Board of Directors
and signed on behalf of the Board



T Vasylevska
Director

27 October 2014

Psion Investments Canada

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 Financial Reporting Standard 101 Reduced Disclosure Framework. 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:

- properly select and apply accounting policies;
- make judgements and estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information; and
- make an assessment of the company's ability to continue as a going concern.

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 to 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.

Independent auditor's report to the members of Psion Investments Canada

We have audited the financial statements of Psion Investments Canada for the year ended 31 December 2013 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and the related notes 1 to 10. The financial reporting framework that has been applied in their preparation is applicable law and Financial Reporting Standard 101 Reduced Disclosure Framework.

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 auditor

As explained more fully in the statement of directors' responsibilities, 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.

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 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.

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 Financial Reporting Standard 101 Reduced Disclosure Framework; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Emphasis of matter – Going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 2 to the financial statements concerning the company's ability to continue as a going concern. The company has net current liabilities of C\$ 2,565,000 as at 31 December 2013. The company is dependent on the financial support of other group companies in order to meet its liabilities as they fall due, either through deferral of amounts due to those group companies, or through the provision of additional funding. In light of the announced sale of the Enterprise business of Motorola Solutions Inc, of which the company is a part, the company has been unable to obtain written confirmation that this support will be forthcoming from the new owners of the company. These conditions, along with the other matters explained in note 2 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

Independent auditor's report to the members of Psion Investments Canada (continued)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and 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.



Hadleigh Shekle (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
27 October 2014

Psion Investments Canada

Profit and loss account Year ended 31 December 2013

	Note	2013 C\$ 000	2012 C\$ 000
Continuing operations			
Impairment of investments	7	(76,573)	-
Foreign exchange loss	5	-	(38)
		<u>-</u>	<u>(38)</u>
Loss on ordinary activities before tax		(76,573)	(38)
Tax	6	-	313
		<u>-</u>	<u>313</u>
(Loss)/profit for the financial year		<u>(76,573)</u>	<u>275</u>

Other than as set out above, there are no other components of comprehensive income for the current or preceding year and accordingly no separate statement of comprehensive income is presented.

Psion Investments Canada

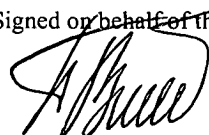
Balance sheet 31 December 2013

	Notes	2013 C\$ 000	2012 C\$ 000
Fixed assets			
Investments in subsidiaries	7	106,793	183,366
Total assets		<u>106,793</u>	<u>183,366</u>
Creditors: amounts falling due within one year			
Amounts owed to other group undertakings	10	(2,565)	(2,565)
Current liabilities		<u>(2,565)</u>	<u>(2,565)</u>
Total liabilities		<u>(2,565)</u>	<u>(2,565)</u>
Net assets		<u>104,228</u>	<u>180,801</u>
Capital and reserves			
Called up share capital	8	353,049	353,049
Profit and loss account		(248,821)	(172,248)
Total shareholders' funds		<u>104,228</u>	<u>180,801</u>

The accompanying notes are an integral part of these financial statements.

These financial statements of Psion Investments Canada, registered number 4053902, were approved by the Board of Directors and authorised for issue on 27 October 2014.

Signed on behalf of the Board of Directors



T Vasylevska
Director

Psion Investments Canada

Statement of changes in equity Year ended 31 December 2013

	Share capital C\$ 000	Profit and loss account C\$ 000	Total C\$ 000
Balance at 1 January 2012	353,049	(172,523)	180,526
Profit for the year	-	275	275
Balance at 31 December 2012	353,049	(172,248)	180,801
Loss for the year	-	(76,573)	(76,573)
Balance at 31 December 2013	<u>353,049</u>	<u>(248,821)</u>	<u>104,228</u>

Psion Investments Canada

Notes to the financial statements Year ended 31 December 2013

1. General information

Psion Investments Canada is a company incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the Strategic report.

These financial statements are presented in Canadian Dollars because that is the currency of the primary economic environment in which the company operates.

These financial statements are separate financial statements. The company is exempt from the preparation of consolidated financial statements, because it is included in the group accounts of Motorola Solutions Inc. The group accounts of Motorola Solutions Inc are available to the public and can be obtained as set out in note 9.

2. Significant accounting policies

Basis of accounting

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council.

As permitted by FRS101, the company has taken advantage of the disclosure exemptions available under that standard in relation to presentation of a cash-flow statement, standards not yet effective and related party transactions.

The Company has applied FRS101 earlier than its stated application date of 1 January 2015, as permitted by FRS101.

Where required, equivalent disclosures are given in the group accounts of Motorola Solutions Inc. The group accounts of Motorola Solutions Inc are available to the public and can be obtained as set out in note 9.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the assets. The principal accounting policies are set out below.

Going concern

Agreement has been reached for the sale of the Company's parent, Psion Holdings Limited, to be sold to Zebra Technologies Corp. and the transaction is expected to complete during October 2014. From discussions with Zebra Technologies, the directors believe the Company's activities will continue in the same manner as currently, and with the ongoing financial support of Zebra Technologies' group companies. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

The directors recognise that there is a material uncertainty, however, with regard to the going concern basis and the ongoing applicability of the going concern basis may be at risk from several factors.

- The directors believe, but have no certainty, that Zebra Technologies will continue to operate the business as presently operated. Zebra Technologies has made no contractual commitment to operate the business as before and Zebra may decide to discontinue the whole or parts of the business, or to sell or transfer the business.
- The directors believe, but have no certainty, that Zebra will continue to provide the necessary financial support to the Company to enable it to meet its debts as they fall due, in the same way as such support has been provided by Motorola Solutions. Zebra Technologies has made no contractual commitment to continue to provide financial support, or to provide additional working capital to the business.

The directors have concluded that the above risks represent material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern and the Company may therefore be unable to realise its assets and discharge its liabilities in the normal course of business.

Psion Investments Canada

Notes to the financial statements (continued) **Year ended 31 December 2013**

2. Significant accounting policies (continued)

Going concern (continued)

The financial statements do not reflect any adjustments that may be required should the going concern basis of preparation cease to be appropriate.

Investments in subsidiaries

Investments in subsidiaries are shown at cost less, where appropriate, provision for impairment.

Foreign currencies

The financial statements are presented in Canadian Dollars, which is the currency of the primary economic environment in which the company operates (its functional currency). Foreign currency transactions in the individual entities are translated into the functional currency using exchange rates prevailing at the date of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Dividend income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of the dividend income can be measured reliably.

Taxation

The tax expense represents tax currently payable.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Equity instruments issued by the Company are recorded at the proceeds received net of direct issue costs.

Financial assets

- Financial assets are initially recorded at fair value net of transaction costs. The Company classifies its financial assets as loans and receivables, except for derivative financial instruments which are accounted for at fair value through profit or loss.
- Loans and receivables, which comprise trade receivables and other receivables which have fixed or determinable payments, are measured at amortised cost, using the effective interest method, less impairment.
- Trade and other receivables are short-term in nature and hence the recognition of interest would be immaterial.
- Cash and cash equivalents comprise cash on hand, demand deposits and other short term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Psion Investments Canada

Notes to the financial statements (continued) **Year ended 31 December 2013**

2. Significant accounting policies (continued)

Financial liabilities

- All the Company's financial liabilities are classified as other financial liabilities except for derivative financial instruments which are accounted for at fair value through profit or loss. Other financial liabilities are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost, using the effective interest method, with interest expense recognised on an effective yield basis, except where such liabilities are short-term in nature and the recognition of interest would be immaterial.

Amounts owed to ultimate parent company

Amounts owed to the ultimate parent company are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Recoverability of investment in subsidiaries

Determining the recoverability of investments in subsidiaries requires estimation as to whether the investment could be realised for consideration at or in excess of the carrying value. In making such estimations, management has regard to evidence as to the fair value less costs to sell of such investments, and the value in use calculations of those investments, which requires estimation of the discounted future cash flows of those entities, including assumptions on future profitability, growth rates, and the discount rate itself. As at 31 December 2013 the investments in the company balance sheet totalled C\$106.8m (2012: C\$183.4m). In the year ended 31 December 2013 an impairment charge of C\$76.6m (2012: C\$nil) has been recorded against the carrying value of investments.

4. Loss for the year

L Meads was remunerated by Psion Services Limited, a group company, and did not receive any additional remuneration for services to Psion Investments Canada. E Daffern was remunerated by Psion Shared Services Limited, a group company, and did not receive any additional remuneration for services to Psion Investments Canada. I McCullagh and T Vasylevska were remunerated by Motorola Solutions UK Limited, a group company, and did not receive additional remuneration for services to Psion Investments Canada.

The audit fee for the Company of £5,700 (2012: £6,160) for the audit of its annual accounts was borne and not recharged by a fellow subsidiary undertaking in the current and preceding year. There were no employees in the current or preceding year.

The Company had no employees during the year (2012: nil).

5. Foreign exchange

The 2012 loss on foreign exchange of C\$38,000 is treated as finance expense as it arose on the translation of a long-term Pound Sterling amount due to Psion Holdings Limited. This loan is now denoted in Canadian dollars and no exchange gain or loss arose during 2013.

Psion Investments Canada

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

6. Tax

	2013 C\$ 000	2012 C\$ 000
Corporation tax:		
Foreign tax	-	(313)
	<u>-</u>	<u>(313)</u>

The tax credit for the year can be reconciled to the loss per the income statement as follows:

	2013 C\$ 000	2012 C\$ 000
Loss on ordinary activities before taxation	(76,573)	(38)
Tax at the standard UK corporation tax rate of 23¼% (2012: 24½%)	(17,801)	(9)
Tax effect of expenses that are not deductible in determining taxable profit		
Impairment	17,801	-
Prior year adjustment	-	(313)
Group relief surrendered for no consideration	-	9
Tax credit for the year	<u>-</u>	<u>(313)</u>

In the 2013 Finance Act, a corporation tax rate reduction of 2% to 21% was enacted effective from 1 April 2014 with a further reduction of 1% to 20% effective 1 April 2015. The 2013 Finance Act was substantively enacted in July 2013.

Psion Investments Canada

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

7. Investments in subsidiaries

	Investments in subsidiaries C\$ 000
Cost	
At 1 January 2013 and 31 December 2013	756,148
Accumulated impairment losses	
At 1 January 2013	572,782
Impairment charged in the year	76,573
At 31 December 2013	649,355
Net book value	
At 31 December 2013	106,793
At 31 December 2012	183,366

The provision for impairment arose following an assessment as at 31 December 2013 of the fair value of each subsidiary in which the company has invested. The fair value has been established as the higher of expected sales value less costs of sale or value in use.

The expected sales value has been calculated based upon information relating to the anticipated sale of the company's parent company, Psion Holdings Limited, to Zebra Technologies Corp. which is expected to complete in October 2014.

Principal subsidiary undertakings	Country of incorporation	Proportion of equity owned and voting rights
Psion Canada Holdings Company	Canada	100%
Psion Shared Services Limited	UK	100%

8. Share capital

	2013 C\$ 000	2012 C\$ 000
Called up, allotted and fully paid		
2 A ordinary shares of £1 each (2012: 2)	-	-
353,048,922 B ordinary shares of C\$1 each (2012: 353,048,922)	353,049	353,049

A ordinary shares rank pari passu with B ordinary shares and carry the same voting right at a meeting of the Company.

Psion Investments Canada

Notes to the financial statements (continued) **Year ended 31 December 2013**

9. Controlling party

Psion Investments Canada is a direct wholly-owned subsidiary of Psion Investments Limited, a company incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. Motorola Solutions Inc. a company incorporated in USA, is the ultimate parent and controlling party. The largest and smallest group in which the results of the Company are consolidated is that headed by Motorola Solutions Inc., a company incorporated in USA, the financial statements of which are available to the public from 1303 East Algonquin Road, Schaumburg, Illinois 60196, USA.

10. Related party transactions

The amounts owed to its parent undertaking, Psion Holdings Limited are disclosed on the face of the balance sheet. The Company has not entered into any other related party transactions.

The loan is not interest-bearing and is repayable on demand.