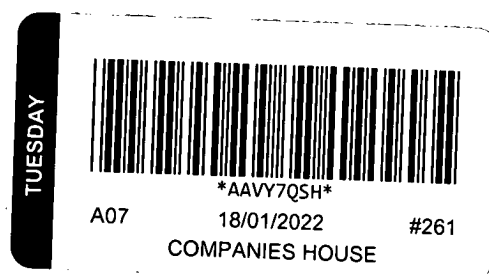


Registered number:
04098226

CARDPOINT LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020



CARDPOINT LIMITED

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CARDPOINT LIMITED

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2020**

The directors' present their Strategic Report for the year ended 31 December 2020 as follows:

BUSINESS REVIEW

The company's principal activity is that of an intermediate holding company of a group engaged in the operation of an estate of independent automated teller machines ("ATM's") in the United Kingdom.

The company made a profit of £nil for the year ended 31 December 2020 and 2019. The entity acts as a holding company and entity mainly derives its income through investments and subsidiary undertakings. The net assets of the Company, as at 31 December 2020, was £91.6m (2019: £91.6m) and remained unchanged in the year.

Section 172 Statement

In accordance with the Companies (Miscellaneous Reporting) Regulations 2018 and the resulting amendments made to section 172 of the Companies Act, the Company presents the additional required disclosures below on pages 2-4.

Stakeholder Engagement

Although the Company operates as an intermediate holding company within the Cardtronics plc group of companies, our board of directors (the "Board") recognizes the importance of fulfilling the Company's responsibilities commensurate with its role. Until 9 August 2021, the ultimate parent undertaking was Cardtronics plc, Subsequently the ultimate parent company is NCR Corporation (see note 7 Controlling Party).

For financial year ending 31 December 2020, the largest and smallest group to consolidate these financial statements is Cardtronics plc, whose financial statements are available from Companies House. As a holding company, Cardpoint Limited holds direct and indirect investments in certain subsidiaries and provides intercompany financing via intercompany notes. The Company is also a recipient of such financing and a counterparty in various intercompany transactions.

CARDPOINT LIMITED

STRATEGIC REPORT (continued) FOR THE YEAR ENDED 31 DECEMBER 2020

Our Investors	
Why they matter to us	Our investors include our parent company, Cardtronics Holdings LLC, a direct subsidiary holding company, which is the ultimate parent (see note 7 Controlling Party) of a group of companies that provide convenient automated consumer financial services through a network of automated teller machines and multi-function financial services kiosks (collectively referred to as "ATMs"). Our immediate parent and the investors in the Group are important to us because continued access to capital is of vital importance to the long-term success of our subsidiary businesses. Through the Group's engagement activities with investors, it seeks to communicate its strategic objectives and provide insights into key elements of its business. The Group creates value for its shareholders by generating strong and sustainable results. It also seeks input on key governance and sustainability matters from its shareholder base and places great value on the opinions and feedback from our shareholders.
What matters to them	Group investors are concerned with a broad range of issues including, but not limited to, Group financial and operational performance and condition, strategic execution, investment plans, code of conduct, and capital allocation. Key points commonly raised or discussed with Group shareholders in stewardship discussions include executive compensation, governance matters, board composition, and the board's role in strategy, risk management, and human capital management. Our immediate parent operates as a holding company within the Group and matters of Group investors are also relevant to our direct investor.
Type of engagement	Regular corporate governance activities involving representatives of our direct investor, Cardtronics Holdings LLC.
How the Board engages	The ultimate parent company (see note 7 Controlling Party) engages with investors through regular corporate governance activities. These activities may involve representatives from Cardtronics UK Limited Board and that its direct investor Cardpoint Limited. The Board of Cardpoint also serves Group investors by functioning in a managerial capacity on behalf of the Group and engaging with investors in this capacity.
How they influence the Board's decision making	The opinions of Group investors are taken into account in shaping Group strategy, remuneration policy, and capital structure. Active engagement with Group shareholders and the feedback received is evaluated by the Group to evolve and improve governance and long-term value creation. This on-going evaluation effects the activities of holding companies like Cardpoint and its immediate parent Cardtronics Holdings LLC.

Our Investees	
Why they matter to us	Our investees consist of other holding companies, payroll entities and operating entities. For these entities, access to capital is of vital importance as they play their respective roles and facilitate the business activities of the Group.
What matters to them	Access to the capital necessary to fulfill their roles as holding, payroll or operating entities.
Type of engagement	Direct communication with our investees.
How the Board engages	Frequent communication with investee board members and management who are also employees of the Group. Coordination of investments, distributions and other transactions with these related parties.
How they influence the Board's decision making	Investee capital requirements are considered by the Board in its decision making on behalf of the entity. The Board consists of Directors who are employees of the group who consider the needs of the Group including the Investees.

CARDPOINT LIMITED

STRATEGIC REPORT (continued) FOR THE YEAR ENDED 31 DECEMBER 2020

Our Intercompany Counterparties	
Why they matter to us	Our intercompany counterparties consist of other holding companies or finance entities. These entities both provide and receive financing to/from the entity. For these entities, the delivery of debt financing is of vital importance as they finance the activities of the Group.
What matters to them	Access to the financing necessary to fulfill their roles as financing, holding, payroll or operating entities.
Type of engagement	Direct communication with our intercompany counterparties.
How the Board engages	Frequent communication with counterparty board members and management who are also employees of the Group. Coordination of financing transactions with these related parties.
How they influence the Board's decision making	Counterparty financing requirements are considered by the Board in its decision making on behalf of the entity. The Board consists of Directors who are employees of the Group who consider the needs of the Group including the intercompany counterparties.

Group Employees	
Why they matter to us	Although Cardpoint has no employees, its subsidiaries employ personnel in multiple countries. Having people who bring a diverse range of talents and perspectives - who feel pride in the Group and are engaged in their roles - is fundamental to the long-term success of the Group's business. The Board of our ultimate parent (see note 7 Controlling Party) places great value on ensuring the leadership of the Group creates a positive, inclusive, and diverse work environment for its employees in which all have the opportunity to realize their potential as individuals and teams. The Board of the Group believes it takes an active interest in ensuring all employees understand and feel connected to the purpose-driven mission as well as the vision and values of the organization. For these reasons, Group employees matter to the Board of Cardpoint.
What matters to them	Group employees are concerned with opportunities for personal development and career progression; a culture of communication, collaboration and trust; compensation and benefits; the ability to make a difference within the Cardtronics Group and in the communities it serves; knowing their voice is heard; ensuring everyone is treated fairly; and feeling alignment between personal and company values.
Type of engagement	<ul style="list-style-type: none"> • Annual employee engagement survey • Communication through multimedia channels for sharing information • Group CEO videos, memos, briefings and presentations of strategy and business performance updates • Leadership town hall meetings and email updates • Meetings with recognized trade unions and elected workplace representatives
How the Board engages	<ul style="list-style-type: none"> • Discussions on talent development and succession planning • Group compensation committees work to align pay and performance • Meetings with senior leaders across the organization
How they influence the Board's decision making	The Cardpoint Board decision making is influenced by what matters to Group Employees to the extent that the Cardpoint Board functions as Group management or must take action on behalf of Cardpoint in order for it to function in its capacity as a holding company and facilitate what matters to employees.

CARDPOINT LIMITED

**STRATEGIC REPORT (continued)
FOR THE YEAR ENDED 31 DECEMBER 2020**

PRINCIPAL RISKS AND UNCERTAINTIES

The key risks faced by the Company are aligned with the ultimate parent company of the Group (see note 7 Controlling Party). For more details of these risks and how they are managed please refer to the strategic report in the annual report and accounts for Cardtronics plc, the ultimate parent company at the balance sheet date. The company has performed a review of its operation in the light of the planned exit of the United Kingdom from the European Union and does not foresee any significant direct impact on the Company's businesses. The directors have not identified any other significant risks for the Company.

As experienced during the year, economic conditions can deteriorate as a result of a number of factors such as the COVID-19 pandemic. Economic headwinds can negatively affect our business, results of operations and financial condition. In response to the pandemic the Company acted swiftly to hibernate ATMs, minimise ongoing costs and ensure sufficient cash is accessible to maintain business operations. Staff were transitioned to remote working where appropriate and all business functions operated as needed during this period of abnormality. Senior Management regularly review the situation at both a regional and global level and adjust plans as appropriate.

RISK MANAGEMENT PROCESS

The ultimate parent company (see note 7 Controlling Party), operates a formalised Enterprise Risk Management ("ERM") program that seeks to identify the major risks group faces. The risks are prioritised, assigned to a member of the respective management team who develops mitigation plans, monitors the risk activity, and is responsible for implementation of the mitigation plan, if necessary. The risks, plans, and activities are monitored by the group management team and the group Board of Directors on a regular basis.

This report was approved by the board and signed on its behalf.



W Davies
Director

Date: 8 December 2021

CARDPOINT LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2020**

The directors present their report and the financial statements for the year ended 31 December 2020.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £nil (2019: £nil).

During the year, the company declared no dividends (2019: £nil).

GOING CONCERN

The directors believe that should financial support be required from the ultimate parent company (see note 7 Controlling Party) that the support would be provided. Therefore, directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of the approved financial statements (Note 2.3).

DIRECTORS

The directors who served during the year were:

J Hile (Resigned 18 July 2020)
M Terry
W Davies (Appointed 18 July 2020)

SUBSEQUENT EVENTS

On 25 January 2021 NCR, a global enterprise technology provider for the financial, retail and hospitality industries, entered into a definitive agreement to acquire all of the outstanding shares of the Cardtronics group for \$39 per share in an all cash transaction. The transaction completed on 21 June 2021 and cleared regulatory approval on 10 August 2021. The ultimate parent company is now NCR Corporation, for more details see the note 7 Controlling Party.

AUDITOR

Under section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

This report was approved by the board on 8 December 2021 and signed on its behalf.



W Davies
Director

Registered office:
Building 4,
1st Floor,
Trident Place,
Mosquito Way,
Hatfield,
AL10 9UL

CARDPOINT LIMITED

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL REPORT AND
FINANCIAL STATEMENTS**

The directors are responsible for preparing the Annual Report and 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 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:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- assess the company's ability to continue as a going concern; disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

CARDPOINT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CARDPOINT LIMITED

Opinion

We have the financial statements of Cardpoint Limited ("the company") for the year ended 31 December 2020 which comprise the Balance Sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and the result for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included enquiring of directors and inspection of policy documentation as to the Cardtronics Plc's policies and procedures to prevent and detect fraud that apply to this group company as well as enquiring whether the directors have knowledge of any actual, suspected or alleged fraud.

CARDPOINT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CARDPOINT LIMITED (Continued)

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions. We did not identify any additional fraud risks.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors (as required by auditing standards), and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

The company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

This company, as a holding company, is not subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

CARDPOINT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CARDPOINT LIMITED (Continued)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 6, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Kelly Dunn (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Botanic House
100 Hills Road
Cambridge
CB2 1AR
Date: 8 December 2021

CARDPOINT LIMITED

**PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Note	2020 £000	2019 £000
Interest receivable and similar income		-	-
Income from investments		-	-
Result / profit before taxation		-	-
Tax on result		-	-
Result / profit for the financial year		-	-
Total comprehensive income for the year		-	-

There were no recognised gains and losses for 2020 or 2019 other than those included in the profit and loss account and other comprehensive income.

The notes on pages 13 to 20 form part of these financial statements.

CARDPOINT LIMITED

**BALANCE SHEET
AS AT 31 DECEMBER 2020**

	Note	2020 £000	2019 £000
Fixed assets			
Investments	4	<u>147,822</u>	<u>147,822</u>
Current liabilities			
Creditors: Amounts falling due within one year	5	<u>(56,250)</u>	<u>(56,250)</u>
Net current liabilities		<u>(56,250)</u>	<u>(56,250)</u>
Total assets		<u><u>91,572</u></u>	<u><u>91,572</u></u>
Capital and reserves			
Called up share capital	6	<u>5,804</u>	<u>5,804</u>
Profit and loss account		<u>85,768</u>	<u>85,768</u>
Shareholder's funds		<u><u>91,572</u></u>	<u><u>91,572</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 8 December 2021.



W Davies
Director

The notes on pages 13 to 20 form part of these financial statements.

Company number: 04098226

CARDPOINT LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Share capital £000	Profit and loss account £000	Total equity £000
At 1 January 2019	5,804	85,768	91,572
Result for the year	-	-	-
At 31 December 2019	<u>5,804</u>	<u>85,768</u>	<u>91,572</u>
Result for the year	-	-	-
At 31 December 2020	<u><u>5,804</u></u>	<u><u>85,768</u></u>	<u><u>91,572</u></u>

The notes on pages 13 to 20 form part of these financial statements.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

1. GENERAL INFORMATION

Cardpoint Limited (the "Company") is a company incorporated and domiciled in the UK. The address of its registered office is Building 4, 1st Floor, Trident Place, Mosquito Way, Hatfield, AL10 9UL.

2. ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

These financial statements were prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

These financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
 - paragraphs 76 and 79(d) of IAS 40 Investment Property; and
 - paragraph 50 of IAS 41 Agriculture
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. ACCOUNTING POLICIES (continued)

2.3 Going concern

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and consequently, these financial statements have been prepared on the going concern basis.

Notwithstanding net current liabilities of £56.25m as at 31 December 2020 the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have prepared cash flow forecasts for a period of at least 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the company will have sufficient funds, through funding from its ultimate parent company (see note 7 Controlling Party) to meet its liabilities as they fall due for that period.

Those forecasts are dependent on Cardtronics plc, and its group subsidiaries, not seeking repayment of the amounts currently owed to them, which at 31 December 2020 amounted to £56.25m. Cardtronics plc has indicated its intention to continue to provide financial support as is needed by the company, and that it does not intend to seek repayment of the amounts due at the balance sheet date, for the period covered by the forecasts. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

2.4 New standards, interpretations and amendments effective

There are no amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 December 2020 have had a material impact on the Company.

2.5 Investments in subsidiaries

Investments in subsidiaries are stated at cost less provision for any diminution in value.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. ACCOUNTING POLICIES (continued)

2.6 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets

The Company classifies all of its financial assets as loans and receivables.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of contractual monetary asset. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the Company will be unable to collect all of the amounts due under the terms receivable, the amount of such a provision being the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade receivables, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses in the Profit and loss account. On confirmation that the trade receivable will not be collected, the gross carrying value of the asset is written off against the associated provision.

Financial liabilities

The Company classifies all of its financial liabilities as liabilities at amortised cost.

At amortised cost

Financial liabilities at amortised cost including bank borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried into the Balance Sheet.

2.7 Dividends

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. ACCOUNTING POLICIES (continued)

2.8 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

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

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

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

2.9 Taxation

Tax is recognised in the Profit and Loss account and Other Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

2.10 Exemption from preparing group accounts

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare Group financial statements. These financial statements present information about the Company as an individual undertaking and not about its Group.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. ACCOUNTING POLICIES (continued)

2.11 Impairment

Financial instruments:

The company recognises loss allowances for ECLs on financial assets measured at amortised cost. Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company's historical experience and informed credit assessment and including forward-looking information.

The company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the company to actions such as realising security (if any is held); or
- the financial asset is more than 180 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial assets.

Credit-impaired financial assets

At each reporting date, the company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

2. ACCOUNTING POLICIES (continued)

2.11 Impairment (continued)

Evidence that a financial asset is credit-impaired includes the following observable data:

- o Significant financial difficulty of the borrower or issuer;
- o A breach of contract such as a default or being more than 180 days past due;
- o The restructuring of a loan or advance by the company on terms that the company would not consider otherwise;
- o It is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- o The disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECL in the Balance Sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off when the company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

The company expects no significant recovery from the amount written-off. However, financial assets that are written-off could still be subject to enforcement activities in order to comply with the company's procedures for recovery of amounts due.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the company's accounting policies, which are described in note 2, 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 directors do not consider that there are any critical accounting judgements that must be applied nor are there any key sources of estimation uncertainty.

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

4. FIXED ASSET INVESTMENTS

Investments in
subsidiary
companies
£000

COST AND NET BOOK VALUE

At 1 January 2020 and 31 December 2020

147,822

DIRECT SUBSIDIARY UNDERTAKINGS

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding	Principal activity	Registered office address
Cardtronics UK Limited	Ordinary	100%	ATM operations	Building 4, 1st Floor Trident House, Mosquito Way, Hatfield, Hertfordshire, AL10 9UL
Omnicalash Limited	Ordinary	100%	Dormant	Cardtronics UK Limited, Building 4, 1st Floor Trident Place, Mosquito Way, Hatfield, Hertfordshire, AL10 9UL

INDIRECT SUBSIDIARY UNDERTAKINGS

The following were indirect subsidiary undertakings of the Company:

Name	Class of shares	Holding	Principal activity	Registered office address
Cardpoint GmbH	Ordinary	100%	ATMs operations	Kornmarkt 2-3, 54290 Trier, Germany
New Wave ATM Installations Limited	Ordinary	100%	Installation of ATMs	Building 4, 1st Floor Trident Place, Mosquito Way, Hatfield, Hertfordshire, AL10 9UL, UK

CARDPOINT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

5. CREDITORS: amounts payable within one year

	2020 £000	2019 £000
Amounts due to group undertakings	56,250	56,250
	<u>56,250</u>	<u>56,250</u>

The intergroup balance is repayable on demand.
Amounts owed to group undertakings are non-interest bearing balances.

6. SHARE CAPITAL

	2020 £000	2019 £000
Shares classified as equity		
Allotted, called up and fully paid		
116,071,836- Ordinary shares of £0.05 each	<u>5,804</u>	<u>5,804</u>
1- Deferred share of £0.05 each	<u>-</u>	<u>-</u>

7. CONTROLLING PARTY

The company's immediate parent undertaking is Cardtronics Holding LLC, a company incorporated in the USA, having registered office at 2711 Centerville Road, Suite 400, Wilmington, De 19808, United States. Until 20 June 2021, the ultimate parent undertaking was Cardtronics plc, a company incorporated in the UK, having a registered office at Building 4 1st Floor Trident Place, Mosquito Way, Hatfield, Hertfordshire, AL10 9UL. Subsequently the ultimate parent company is NCR Corporation, a company incorporated in the US, having a registered office at 864 Spring St NW, Atlanta, GA 30308, United States. For financial year ending 31 December 2020, the largest and smallest group to consolidate these financial statements is Cardtronics plc, whose financial statements are available from Companies House.

8. SUBSEQUENT EVENTS

On 25 January 2021 NCR entered into a definitive agreement to acquire all of the outstanding shares of the Cardtronics group for \$39 per share in an all cash transaction. The transaction completed on 21 June 2021 and cleared regulatory approval on 10 August 2021. The ultimate parent company is now NCR Corporation, for more details see the note 7 Controlling Party.