

**Company Registration No. 06913318**

**IMImobile SAT Limited**

**Annual Report and Financial Statements**

**For the year ended 31 March 2014**



# **IMIImobile SAT Limited**

## **Annual Report and financial statements for the year ended 31 March 2014**

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# **IMIImobile SAT Limited**

## **Annual Report and financial statements for the year ended 31 March 2014**

### **Directors**

Mr Michael Jefferies  
Mr Tim Newmarch

### **Registered Office**

1 Cliveden Office Village  
Lancaster Road  
Cressex Business Park  
High Wycombe  
Buckinghamshire  
England  
HP12 3YZ

### **Bankers**

Barclays Bank Plc  
Barclays Corporate  
1 Churchill Place  
London  
E14 5HP

### **Auditor**

Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London  
United Kingdom

# **IMImobile SAT Limited**

## **Directors' report**

The directors present their annual report and the audited financial statements for the year ended 31 March 2014.

This directors' report has been prepared in accordance with the special provisions relating to small companies under s418 of the Companies Act 2006. The Company has taken advantage of the exemption in the Companies Act 2006 not to prepare a strategic report.

### **Principal activities**

The Company's principal activity remains the provision of software and services enabling users to securely back up mobile phone data online.

### **Business review**

During the year the Company lost its major contract, and revenue stream within the business. Following this loss, and after careful consideration, the directors believe it is unlikely that the Company will have adequate resources to continue in operational existence for the foreseeable future and the directors intend to liquidate the Company. Accordingly, they have prepared the financial statements on a basis other than that of a going concern.

Further details can be found in note 1 of the statement of accounting policies in the financial statements.

The Company generated profits of £11,617 (2013: £2,918) in the year. The full trading performance for the year is shown on page 7.

At 31 March 2014 the immediate parent of the Company was IMImobile Europe Limited and the ultimate parent company was IMI Mobile Private Limited.

On 27 June 2014 IMImobile PLC was successfully admitted to AIM and as a result of the transaction became the legal parent of IMI Mobile Private Limited.

On 18 August 2014 IMImobile PLC acquired IMImobile Europe Limited from IMImobile VAS Limited FZE as part of the capital restructuring of the group to become its immediate and ultimate parent company.

### **Principal risks and uncertainties**

The principal risk to the business would be a catastrophic failure of any of the Company's core systems, content feeds and network connections. This has been reduced through the implementation of dual-site architecture and the dual routing of all traffic across the group.

### **Directors**

The directors who served during the year and to the date of this report were as follows:

Mr Michael Jefferies

Mr Tim Newmarch

### **Proposed dividend**

The directors have proposed a final ordinary dividend in respect of the current financial year of £nil per ordinary share (2013: £nil).

# IMImobile SAT Limited

## Directors' report (continued)

### Auditor

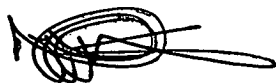
Each of the persons who is a director at the date of approval of this report confirms that:

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

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

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



M Jefferies  
Group Finance Director

19 December 2014

# **IMIImobile SAT Limited**

## **Directors' responsibilities statement**

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of 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; 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 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 IMImobile SAT Limited**

We have audited the financial statements of IMImobile SAT Limited for the year ended 31 March 2014 which comprise of the profit and loss account, the balance sheet, and the related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 Directors' responsibilities statement, 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 March 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Emphasis of matter – Financial statements prepared other than on a going concern basis**

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern.

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

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

## **Independent auditor's report to the members of IMI Mobile SAT Limited (continued)**

### **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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from preparing a Strategic Report or in preparing the Directors' Report.



David Griffin (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London  
United Kingdom

19 December 2014



# IMImobile SAT Limited

## Profit and loss account For the year ended 31 March 2014

|                                                      | Notes | 2014<br>£     | 2013<br>£     |
|------------------------------------------------------|-------|---------------|---------------|
| Turnover                                             | 2     | 38,487        | 41,373        |
| Cost of sales                                        |       | (25,471)      | (23,145)      |
| <b>Gross profit</b>                                  |       | <b>13,016</b> | <b>18,228</b> |
| Administrative expenses                              |       | (1,399)       | (15,310)      |
| <b>Operating profit</b>                              |       | <b>11,617</b> | <b>2,918</b>  |
| Interest payable                                     | 4     | -             | -             |
| <b>Profit on ordinary activities before taxation</b> | 3     | <b>11,617</b> | <b>2,918</b>  |
| Tax on profit on ordinary activities                 | 6     | -             | -             |
| <b>Profit for the financial year</b>                 |       | <b>11,617</b> | <b>2,918</b>  |

A statement of recognised gains and losses has not been included as part of these financial statements as the Company made no gains or losses in the period other than as disclosed in the profit and loss account.

The results stated above are all derived from continuing operations.

# IMImobile SAT Limited

## Balance sheet As at 31 March 2014

|                                                       | Notes | 2014<br>£ | 2013<br>£ |
|-------------------------------------------------------|-------|-----------|-----------|
| <b>Fixed assets</b>                                   |       |           |           |
| Intangible assets                                     | 7     | -         | -         |
|                                                       |       | -         | -         |
| <b>Current assets</b>                                 |       |           |           |
| Debtors                                               | 8     | 3,816     | 3,825     |
| Cash at bank                                          |       | 13,864    | 22,437    |
|                                                       |       | 17,680    | 26,262    |
| <b>Creditors: amounts falling due within one year</b> | 9     | (368,156) | (388,355) |
| <b>Net current liabilities</b>                        |       | (350,476) | (362,093) |
| <b>Total assets less current liabilities</b>          |       | (350,476) | (362,093) |
| <b>Net liabilities</b>                                |       | (350,476) | (362,093) |
| <b>Capital and reserves</b>                           |       |           |           |
| Called up share capital                               | 10    | 10        | 10        |
| Profit and loss account                               | 11    | (350,486) | (362,103) |
| <b>Shareholder's deficit</b>                          | 12    | (350,476) | (362,093) |

The financial statements have been prepared in accordance with provisions applicable to companies subject to the small companies regime.

The financial statements of IMImobile SAT Limited, registered number 06913318 were approved by the Board of Directors and authorised for issue on 19 December 2014.

Signed on behalf of the Board of Directors



M Jefferies  
Group Finance Director

# IMImobile SAT Limited

## Notes to the financial statements For the year ended 31 March 2014

### 1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

#### **Basis of accounting**

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

Under FRS 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

As the Company is a subsidiary undertaking of IMImobile Europe Limited, the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The financial statements of IMImobile PLC Limited, within which the Company is included in the Pro-forma information, can be obtained from the address given in note 13.

#### **Going concern**

The Company has net current liabilities of £350,476 (2013: £362,093) and made a profit in the year of £11,617 (2013: £2,918). During the year the Company lost its major contract, and revenue stream within the business. Following this loss, and after careful consideration, the directors believe it is unlikely that the Company will have adequate resources to continue in operational existence for the foreseeable future and the directors intend to liquidate the Company. Accordingly, the financial statements have been prepared on a basis other than that of going concern, which included, where appropriate, writing down the assets to their net realisable value.

#### **Research and development expenditure**

Expenditure on research and development is written off to the profit and loss account in the year in which it is incurred.

#### **Turnover**

Turnover represents the amounts (excluding value added tax) derived from the provision of services to customers.

#### *Licence revenue*

Revenue derived from licence fees are recognised over the term of the licence.

#### **Intangible assets**

Licences are valued at cost less accumulated amortisation. Amortisation is calculated to write off the cost in equal annual instalments over their estimated useful lives, which is 20 years, unless market conditions trigger an impairment review.

#### **Taxation**

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

# IMImobile SAT Limited

## Notes to the financial statements For the year ended 31 March 2014

### 1. Accounting policies (continued)

#### Dividends on shares presented within shareholder's funds

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.

### 2. Turnover

All turnover was derived from the Company's principal activities.

### 3. Profit on ordinary activities before taxation

|                                                                                                   | 2014<br>£    | 2013<br>£     |
|---------------------------------------------------------------------------------------------------|--------------|---------------|
| <b>Profit on ordinary activities before taxation is stated after charging:</b>                    |              |               |
| Fees payable to Company's auditor for the audit of annual financial statements and other services |              |               |
| Audit fee                                                                                         | 2,500        | 2,500         |
| Amortisation                                                                                      | -            | 12,072        |
|                                                                                                   | <u>2,500</u> | <u>12,072</u> |

Audit fees are borne by its parent company, IMImobile Europe Limited.

### 4. Interest payable

|                       | 2014<br>£ | 2013<br>£ |
|-----------------------|-----------|-----------|
| Bank interest payable | -         | -         |
|                       | <u>-</u>  | <u>-</u>  |

### 5. Staff costs and directors remuneration

The directors of the Company are remunerated through the immediate parent company, IMImobile Europe Limited. It is not practicable to allocate directors remuneration between services to the group and this company.

There were no employees, other than the directors in the current or preceding year. No costs have been recognised within the year ended 31 March 2014 or 31 March 2013.

# IMImobile SAT Limited

## Notes to the financial statements For the year ended 31 March 2014

### 6. Taxation

|                                         | 2014<br>£ | 2013<br>£ |
|-----------------------------------------|-----------|-----------|
| <b>UK corporation tax</b>               |           |           |
| Adjustments in respect of prior periods | -         | -         |
| Total current tax credit                | -         | -         |
| Deferred tax                            | -         | -         |
| Tax on profit on ordinary activities    | -         | -         |

#### Factors affecting the tax charge for the current period

The differences between the current tax charge for the period and the standard rate of corporation tax in the UK 23 % (2013: 24%) have been explained below:

|                                          | 2014<br>£ | 2013<br>£ |
|------------------------------------------|-----------|-----------|
| <b>Current tax reconciliation</b>        |           |           |
| Profit on ordinary activities before tax | 11,617    | 2,918     |
| Current tax at 23% (2013: 24%)           | 2,672     | 700       |
| Effects of:                              |           |           |
| Losses utilised                          | (2,672)   | (700)     |
| Tax rate adjustment                      | -         | -         |
| Total current tax charge                 | -         | -         |

### 7. Intangible fixed assets

|                                 | <b>Intangible<br/>assets<br/>£</b> |
|---------------------------------|------------------------------------|
| <b>Cost</b>                     |                                    |
| At 1 April 2013                 | 14,202                             |
| Additions                       | -                                  |
| At 31 March 2014                | 14,202                             |
| <b>Accumulated amortisation</b> |                                    |
| At 1 April 2013                 | 14,202                             |
| Charge for the year             | -                                  |
| At 31 March 2014                | 14,202                             |
| <b>Net book value</b>           |                                    |
| At 31 March 2014                | -                                  |
| At 31 March 2013                | -                                  |

# IMImobile SAT Limited

## Notes to the financial statements For the year ended 31 March 2014

### 8. Debtors

|                                   | 2014<br>£    | 2013<br>£    |
|-----------------------------------|--------------|--------------|
| Trade debtors                     | 3,816        | 3,816        |
| Amounts owed from group companies | -            | 9            |
|                                   | <u>3,816</u> | <u>3,825</u> |

### 9. Creditors: amounts falling due within one year

|                                 | 2014<br>£      | 2013<br>£      |
|---------------------------------|----------------|----------------|
| Trade creditors                 | 7,208          | 9,727          |
| Amounts owed to group companies | 357,448        | 378,128        |
| Other creditors                 | 3,500          | 500            |
|                                 | <u>368,156</u> | <u>388,355</u> |

Amount owed to group undertakings are interest free and repayment on demand.

### 10. Called up share capital

|                                                                          | 2014<br>£ | 2013<br>£ |
|--------------------------------------------------------------------------|-----------|-----------|
| Allotted, called-up and fully paid<br>1000 Ordinary shares at 0.01p each | <u>10</u> | <u>10</u> |

### 11. Reserves

|                     | Profit<br>and loss<br>account<br>£ |
|---------------------|------------------------------------|
| At 1 April 2013     | (362,103)                          |
| Profit for the year | 11,617                             |
| At 31 March 2014    | <u>(350,486)</u>                   |

### 12. Reconciliation of movements in shareholder's deficit

|                               | 2014<br>£        | 2013<br>£        |
|-------------------------------|------------------|------------------|
| Profit for the year           | 11,617           | 2,918            |
| Opening shareholder's deficit | (362,093)        | (365,011)        |
| Closing shareholder's deficit | <u>(350,476)</u> | <u>(362,093)</u> |

# **IMImobile SAT Limited**

## **Notes to the financial statements For the year ended 31 March 2014**

### **13. Ultimate parent company and parent undertaking**

At 31 March 2014 the directors consider IMImobile Europe Limited, a company incorporated in England and Wales, to be the immediate parent company. The ultimate parent company of the group was IMI Mobile Private Limited, a company incorporated in India.

On 18 August 2014 IMImobile PLC acquired IMImobile Europe Limited from IMImobile VAS Limited FZE, as part of the capital restructuring of the group to become its immediate and ultimate parent company.

The group in which the results of the Company are consolidated is that headed by IMI Mobile Private Limited. The consolidated financial statements of the group are included in the Pro-forma information of the IMImobile PLC financial statements, and may be obtained by request from IMImobile PLC, 1 Cliveden Office Village, Lancaster Road, High Wycombe, HP12 3YZ.

On the 27 June 2014 IMImobile PLC was successfully admitted to AIM and as a result of this transaction, the Company became the legal parent of IMI Mobile Private Limited.