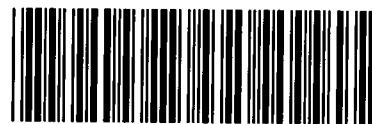


Company Registration No. 09915313 (England and Wales)

INTELEMATICS EUROPE LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
30 JUNE 2016

THURSDAY



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COMPANIES HOUSE

INTELEMATICS EUROPE LIMITED

COMPANY INFORMATION

Directors

K E R Lloyd-Jukes
A S M Vreeburg
A T Flanagan
M S Lloyd
F van Bruggen
N Taylor

Company number

09915313

Registered office

90 Longacre
London
WC2E 9RA

Accountants

RSM UK Tax and Accounting Limited
Chartered Accountants
Springpark House
Basing View
Basingstoke
Hampshire
RG21 4HG

INTELEMATICS EUROPE LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 30 JUNE 2016**

	Notes	2016 £	£
Fixed assets			
Intangible assets	3		385,636
Tangible assets	4		357,438
			<u>743,074</u>
Current assets			
Debtors	5	509,125	
Cash at bank and in hand		2,853,453	
		<u>3,362,578</u>	
Creditors: amounts falling due within one year	6	(309,985)	
Net current assets			<u>3,052,593</u>
Total assets less current liabilities			<u><u>3,795,667</u></u>
Capital and reserves			
Called up share capital	7		2,400,000
Share premium account	9		1,539,505
Profit and loss reserves	9		(143,838)
Total equity			<u><u>3,795,667</u></u>

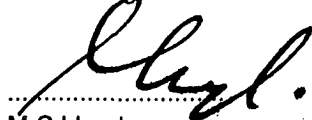
The directors of the company have elected not to include a copy of the income statement within the financial statements.

For the financial period ended 30 June 2016 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies and the members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 7TH FEBRUARY 2017 and are signed on its behalf by:



M S Lloyd
Director

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 JUNE 2016

1 Accounting policies

Company information

Intelematics Europe Limited is a private company limited by shares incorporated in England and Wales. The registered office is 90 Longacre, London, WC2E 9RA.

Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Software	1 to 5 years straight line
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Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Computers	25% straight line
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The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2016

1 Accounting policies (Continued)

Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include unpaid share capital and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other payables, are initially recognised at transaction price, and subsequently carried at transaction price less repayments made.

Equity instruments

Equity instruments issued by the company are recorded at the fair value of proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

Taxation

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting period.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2016

1 Accounting policies (Continued)

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

Period of account

The company was incorporated on 14 December 2015. These financial statements have been prepared for the period from incorporation to 30 June 2016.

2 Employees

The average monthly number of persons (including directors) employed by the company during the period was:

	2016 Number
Total	6

The directors are employed by the Joint Venture shareholders as employees of those entities. In the opinion of the directors the time spent performing their duties as directors of the company is insignificant and as a result no costs have been recognised in the statement of comprehensive income.

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2016

3 Intangible fixed assets

	Software £
Cost	
At 14 December 2015	-
Additions	392,342
	<u>392,342</u>
At 30 June 2016	392,342
	<u> </u>
Amortisation and impairment	
At 14 December 2015	-
Amortisation charged for the period	6,706
	<u>6,706</u>
At 30 June 2016	6,706
	<u> </u>
Carrying amount	
At 30 June 2016	385,636
	<u><u> </u></u>

4 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 14 December 2015	-
Additions	364,369
	<u>364,369</u>
At 30 June 2016	364,369
	<u> </u>
Depreciation and impairment	
At 14 December 2015	-
Depreciation charged in the period	6,931
	<u>6,931</u>
At 30 June 2016	6,931
	<u> </u>
Carrying amount	
At 30 June 2016	357,438
	<u><u> </u></u>

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 JUNE 2016

5 Debtors

	2016 £
Amounts falling due within one year:	
Other debtors	160,722
Prepayments and accrued income	39,743
	<u>200,465</u>
Amounts falling due after one year:	
Unpaid share capital	308,660
	<u>308,660</u>
Total debtors	<u>509,125</u>

On 31 March 2016 the company issued 120,000 B Ordinary shares of £1 each with a share premium of £410,000. £152,000 was paid on allotment, £190,000 is due to be paid on the second anniversary of the shareholders agreement dated 14 December 2015 and £188,000 is due to be paid on the third anniversary of the shareholders agreement.

Amounts receivable in the future are held using the effective interest method in accordance with the accounting policies.

6 Creditors: amounts falling due within one year

	2016 £
Trade creditors	175,249
Other taxation and social security	1,132
Other creditors	133,604
	<u>309,985</u>

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2016

7 Called up share capital

	2016 £
2,280,000 A Ordinary shares of £1 each	2,280,000
120,000 B Ordinary shares of £1 each	120,000
	<u>2,400,000</u>

A ordinary shares are entitled to one vote per share held, the shares rank equally in respect of dividends and a capital distribution on liquidation.

B ordinary shares have no dividend or voting rights and are entitled to a refund of capital on liquidation.

Reconciliation of movements during the period:

	A Ordinary Number	B Ordinary Number	Total Number
On incorporation	1,800,000	-	1,800,000
Issue of fully paid shares	480,000	120,000	600,000
	<u>2,280,000</u>	<u>120,000</u>	<u>2,400,000</u>
At 30 June 2016	<u>2,280,000</u>	<u>120,000</u>	<u>2,400,000</u>

On incorporation the company issued 1,800,000 Ordinary shares of £1 each. The Ordinary shares were re-designated as A ordinary shares of £1 each.

On 31 March 2016 the company issued 480,000 A Ordinary shares of £1 each.

760,000 A Ordinary shares were issued at par, the remaining 1,520,000 were issued at a premium of £0.80 a share.

On 31 March 2016 the company issued 120,000 B Ordinary shares of £1 each with a share premium of £410,000. £152,000 was paid on allotment, £190,000 is due to be paid on the second anniversary of the shareholders agreement dated 14 December 2015 and £188,000 is due to be paid on the third anniversary of the shareholders agreement.

8 Share premium account

	2016 £
On incorporation	832,000
Issue of new shares	707,505
	<u>1,539,505</u>
At end of period	<u>1,539,505</u>

INTELEMATICS EUROPE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 JUNE 2016

9 Reserves

2016
£

At the beginning of the period
Loss for the period

-
(143,838)

At the end of the period

(143,838)

10 Related party transactions

Transactions with related parties

The AA, The ANWB and Intelematics Australia are joint venture owners of the ordinary share capital of the company, together owning 95% of the issued share capital in equal proportions. The company has benefited from the provision of office space from the AA and management, legal, professional and administrative support from the AA, ANWB and Intelematics Australia all of which has been provided at no cost to the company. It is not possible to identify the costs of the services provided as they are an in house resource and the cost is marginal.

11 Control

The directors do not consider there to be one ultimate controlling party.

INTELEMATICS EUROPE LIMITED

SCHEDULE OF ADMINISTRATIVE EXPENSES FOR THE PERIOD ENDED 30 JUNE 2016

	Period ended 30 June 2016 £
Administrative expenses	
Wages and salaries	4,185
Social security costs	484
Staff recruitment costs	13,000
Premises insurance	804
Computer running costs	3,416
Travelling expenses	2,000
Legal and professional fees	116,339
Accountancy	10,488
Bank charges	53
Telecommunications	3,800
Other office supplies	352
Amortisation	6,706
Depreciation	6,931
Profit on foreign exchange	(7,529)
	161,029

INTELEMATICS EUROPE LIMITED

DETAILED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 30 JUNE 2016

		Period ended 30 June 2016 £
Administrative expenses		(161,029)
Operating loss		(161,029)
Investment revenues		
Bank interest received	36	
Other interest received on financial instruments	17,155	
		<u>17,191</u>
Loss before taxation		<u>(143,838)</u>
