

**Company Number: 05388228**

**ALTEX-ATS LIMITED  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED  
31 MARCH 2008**



# **Altex-ATS Limited**

## **Directors' Report for the year ended 31 March 2008**

The directors present their report and the audited financial statements of the company for the year ended 31 March 2008.

### **PRINCIPAL ACTIVITY**

The company's principal activity is software development. The company was regulated by the Financial Services Authority up to 27 November 2007.

The company is incorporated and domiciled in the United Kingdom ("UK"). The registered office is 2 Broadgate, London, EC2M 7UR.

### **BUSINESS REVIEW AND FUTURE DEVELOPMENTS**

The directors consider that the year end position was in line with expectations during the development phase of the software and do not anticipate any change to the principal activities.

The company has the support of its parent entity, Intercapital Limited.

### **RESULTS AND DIVIDENDS**

The results of the company are set out in the income statement on page 4. The directors do not propose payment of a dividend (2007: £nil). The loss for the year of £4,274,000 (2007: loss of £982,000) has been transferred to reserves.

### **FINANCIAL RISK MANAGEMENT**

The company's risk profile and financial risk management policies are disclosed in note 2 to the financial statements.

### **KEY PERFORMANCE INDICATORS**

The directors of ICAP plc manage the group's operations on a divisional basis. ICAP's considerable investment in technology is essential to keep both the electronic and voice broking business competitive. The measure which ICAP can benchmark itself against competitors is technology spend as a percentage of revenue. The development, performance and position of ICAP plc, which includes the company, are discussed in their annual report which does not form part of this report.

### **DIRECTORS AND DIRECTORS' INTERESTS**

The directors of the company, who held office during the period were:

Simon George Brown	Resigned 14 December 2007
Kevin Noles	Resigned 14 December 2007
Valerie Chitty	
Jonathan Lee Henry	Resigned 14 December 2007
Jamie Macleod	Resigned 14 December 2007
Ian Chicken	

The interests of the directors and their families in the share capital of the company are shown in note 8.

### **DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

The directors are responsible for preparing financial statements for each financial year which give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those 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 the financial statements comply with IFRSs as adopted by the European Union; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

**Altex-ATS Limited**  
**Directors' Report for the year ended 31 March 2008**

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records that 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 1985. 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.

**CREDITOR PAYMENT POLICY**

The company has no external trade creditors.

**LAYING OF REPORTS AND ACCOUNTS**

The company has passed an elective resolution dispensing with the requirement to lay reports and accounts before the members of the company in general meeting. However, under the provisions of section 253(2) of the Companies Act 1985 (as amended), any member of the company has the right to require this report and accounts to be laid before the members of the company in general meeting. Any member wishing to exercise this right must deposit notice at the company's registered office within 28 days of the date of this report.

**AUDITORS**

The company has passed an elective resolution dispensing with the requirement to appoint auditors annually. The company's auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

**PROVISION OF INFORMATION TO THE AUDITORS**

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware.

The directors have taken all steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

By Order of the Board



T Cavanagh

Secretary

8 September 2009

## **Altex-ATS Limited**

### **Independent Auditors' Report to the members of Altex-ATS Limited**

We have audited the financial statements of Altex-ATS Limited for the year ended 31 March 2008 which comprise the Income Statement, the Statement of Recognised Income and Expense, the Balance Sheet, Cash Flow Statement and the related notes. These financial statements have been prepared under the accounting policies set out therein.

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and whether the financial statements have been properly prepared in accordance with the Companies Act 1985. We report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements. We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

#### **Opinion**

In our opinion:

- the financial statements give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of the company's affairs as at 31 March 2008 and of its loss and cash flows for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.



**PricewaterhouseCoopers LLP**  
**Chartered Accountants and Registered Auditors**  
**London**  
**8 September 2009**

**Altex-ATS Limited**  
**Income Statement for the year ended 31 March 2008**

	<u>Note</u>	<u>Year ended 31/3/2008 £'000</u>	<u>Year ended 31/3/2007 £'000</u>
<b>Turnover</b>		-	-
Administrative expenses	5	(3,585)	(1,494)
<b>Operating loss</b>		<u>(3,585)</u>	<u>(1,494)</u>
Finance income	9	6	11
<b>Loss before taxation</b>		<u>(3,579)</u>	<u>(1,483)</u>
Tax (charge)/credit on ordinary activities	10	(695)	501
<b>Loss for the year</b>		<u><u>(4,274)</u></u>	<u><u>(982)</u></u>

## Altex-ATS Limited

### Statement of Recognised Income and Expense for the year ended 31 March 2008

	<u>Year ended</u> <u>31/3/2008</u> £'000	<u>Year ended</u> <u>31/3/2007</u> £'000
Loss for the year	(4,274)	(982)
<b>Total recognised income and expense for the year</b>	<u>(4,274)</u>	<u>(982)</u>

**Altex-ATS Limited**  
**Balance Sheet as at 31 March 2008**

	<u>Note</u>	<u>As at</u> <u>31/3/2008</u> £'000	<u>As at</u> <u>31/3/2007</u> £'000
<b>Non-current assets</b>			
Intangible assets	11	262	1,393
Property, plant and equipment	12	176	201
Deferred tax asset	13	-	695
<b>Total fixed assets</b>		<u>438</u>	<u>2,289</u>
<b>Current assets</b>			
Trade and other receivables	14	68	820
Cash and cash equivalents	15	4	-
<b>Total current assets</b>		<u>72</u>	<u>820</u>
<b>Current liabilities</b>			
Trade and other payables	16	(2,217)	(542)
<b>Net (liabilities) / assets</b>		<u>(1,707)</u>	<u>2,567</u>
<b>Equity</b>			
Called up share capital	17	4	4
Share Premium	18	3,996	3,996
Accumulated deficit	18	(5,707)	(1,433)
<b>Total equity</b>	18	<u>(1,707)</u>	<u>2,567</u>

The financial statements on pages 4 to 20 were approved by the board of directors on 8 September 2009 and were signed on its behalf by:



**I Chicken**

**Director**

**Altex-ATS Limited**  
**Cash Flow Statement for the year ended 31 March 2008**

	<u>Note</u>	<u>Year ended</u> <u>31/3/2008</u> £'000	<u>Year ended</u> <u>31/3/2007</u> £'000
<b>Cash flows from operating activities</b>			
Loss before taxation		(3,579)	(1,483)
Adjustments for:			
Depreciation of property, plant and equipment		95	35
Amortisation of intangible assets		90	-
Impairment of intangible assets		1,834	-
Net finance income		(6)	(11)
Operating cash flows before movements in working capital		<u>(1,566)</u>	<u>(1,459)</u>
Decrease/(increase) in trade and other receivables		359	(25)
Increase/(decrease) in trade and other payables		2,087	(198)
Net cash flows from/(used in) operating activities		<u>880</u>	<u>(1,682)</u>
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment		(70)	(190)
Purchase of intangible assets		(793)	(1,393)
Interest income		6	11
Net cash flows used in investing activities		<u>(857)</u>	<u>(1,572)</u>
<b>Cash flows from financing activities</b>			
Proceeds from issue of ordinary shares		-	3,231
Net cash flows from financing activities		<u>-</u>	<u>3,231</u>
Net increase/(decrease) in cash and cash equivalents		23	(23)
Net cash and cash equivalents at beginning of year	16	(19)	4
Net cash and cash equivalents at end of year	15	<u>4</u>	<u>(19)</u>

The receipt of unpaid share capital was partly settled through the netting of related party balances.

Therefore, in the absence of the use of cash or cash equivalents, unpaid share capital received through intercompany settlements have been excluded from operating activities in the cash flow statement and included within the movement of trade and other payables (2007: £nil).



# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 1. PRINCIPAL ACCOUNTING POLICIES

a) Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the EU, the Companies Act 1985 and under the historical cost convention.

b) Turnover

The company had no turnover during either period.

c) Taxation

Tax on the loss for the year comprises both current and deferred tax as well as adjustments in respect of prior periods. Tax is charged or credited to the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted, or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all temporary differences between the carrying value of assets and liabilities for reporting purposes and the amounts charged or credited for tax purposes. Deferred tax is calculated at the rate of tax expected to apply when the liability is settled or the asset is realised. A deferred tax asset is only recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax liabilities are offset against deferred tax assets within the same taxable entity or qualifying local tax group where there is both the legal right and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

d) Intangible assets

Contractor costs and relevant employee costs are recognised as an intangible asset in accordance with the criteria of IAS 38, "Intangible Assets". Intangible assets are stated at historical cost less provision for any impairment in its value and accumulated amortisation.

Amortisation has not been charged as the assets are still in the development stage. As soon as the development is complete amortisation will commence on a 3 year straight line basis.

e) Property, plant and equipment

Property, plant and equipment is stated at historical cost less provision for any impairment in its value and accumulated depreciation. Property, plant and equipment is depreciated on a straight line basis over its expected useful economic life as follows:

Computer equipment - 3 years

The company reviews its depreciation rates regularly to take account of any changes in circumstances. These rates are determined upon consideration of factors such as the expected rate of technological development and anticipated usage levels. Depreciation is charged against assets from the date at which the company begins to derive economic benefit from the asset.

f) Cash and cash equivalents

Cash equivalents includes all investments readily convertible to a known amount of cash and subject to an insignificant risk of changes in value when it has a maturity of three months or less from the date of acquisition.

g) Share capital

Ordinary shares are classified as equity. Dividends are recognised as deductions from retained earnings in the period in which they are declared.

h) Impairment of assets

An impairment review of the recoverable amounts of assets is undertaken at each balance sheet date or when such events or changes in circumstances indicate that an impairment loss may have occurred.

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 2. FINANCIAL RISK MANAGEMENT

#### *Financial risk factors*

The company's activities expose it to a variety of financial risks, including liquidity, interest rate, currency and credit risk. The overall financial risk management framework, strategy and policies of the company are determined by the board of its ultimate parent company, ICAP plc (the "Group"). It does this through two board committees, the Group Risk and Finance Committees, and also by regional and market risk committees. The company does not manage its own financial risk framework.

#### *Financial assets and liabilities*

The company's financial assets are classified as loans and receivables and analysed below:

	<u>As at</u> <u>31/3/2008</u> <u>£'000</u>	<u>As at</u> <u>31/3/2007</u> <u>£'000</u>
<b>Financial assets</b>		
Cash and cash equivalents	4	-
Net trade receivables	68	820
<i>Less</i>		
Prepayments	(3)	-
	<u>69</u>	<u>820</u>

None of the company's financial liabilities are held for trading.

#### *a) Market risk*

##### Foreign exchange risk

The company operates principally in the United Kingdom and therefore has no exposure to foreign exchange risk.

##### Interest rate risk

The company's interest rate risk arises from cash and cash equivalents where changes in market rates can have an adverse impact on cash flows and income streams. Interest rate risk is monitored at a Group level by the Treasury Committee. In terms of cash and other interest bearing investments, the company must comply with the Group Investment Policy. Limits are in place to restrict the amount that can be invested at one institution and all investments must be credit rated AA or above and be for less than 18 months, unless approved by the Treasury Committee.

The company estimates that an increase of 0.1% in interest rates would have an impact of £nil on the company's income statement and equity.

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 2. FINANCIAL RISK MANAGEMENT (CONTINUED)

#### Interest rate risk (continued)

As at 31 March 2008 there were no instruments with a contracted maturity or re-pricing date in excess of 18 months (2007: none). The company's effective interest rate profile for the year ended 31 March 2008 was as follows:

	<u>Year Ended 31/3/2008</u>			<u>Total</u> £'000
	<u>None</u> £'000	<u>Fixed</u> £'000	<u>Variable</u> £'000	
<b>Assets</b>				
Cash and cash equivalents	-	-	4	4
Trade and other receivables	65	-	-	65
	<u>65</u>	<u>-</u>	<u>4</u>	<u>69</u>
<b>Liabilities</b>				
Other payables	<u>(2,217)</u>	<u>-</u>	<u>-</u>	<u>(2,217)</u>

As at 31 March 2007, the company's interest rate profile, using effective interest rates, was as follows:

	<u>Year Ended 31/3/2007</u>			<u>Total</u> £'000
	<u>None</u> £'000	<u>Fixed</u> £'000	<u>Variable</u> £'000	
<b>Assets</b>				
Cash and cash equivalents	-	-	-	-
Trade and other receivables	820	-	-	820
	<u>820</u>	<u>-</u>	<u>-</u>	<u>820</u>
<b>Liabilities</b>				
Trade and other payables	<u>(542)</u>	<u>-</u>	<u>-</u>	<u>(542)</u>

The table below shows the effective annual interest rate for each category of financial liability.

	<u>Year Ended 31/3/2008</u>		<u>Year Ended 31/3/2007</u>	
	<u>Fixed</u> %	<u>Variable</u> %	<u>Fixed</u> %	<u>Variable</u> %
<b>Assets</b>				
Cash and cash equivalents	-	4.54%	-	3.86%

#### Price risk

The company has no exposure to price risk.

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 2. FINANCIAL RISK MANAGEMENT (CONTINUED)

*b) Credit risk*

Credit risk arises from the potential that a counterparty is unable or unlikely to perform on an obligation resulting in a loss for the company.

The company has no significant concentrations of credit risk and the maximum exposure is limited to other receivables (note 14). The Group policy is to limit exposure by netting balances. All group undertakings are party to a netting agreement.

*c) Liquidity risk*

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and ensuring the availability of funding through an adequate amount of committed credit. This is important to ensure that the company can meet all present and future financial obligations as they fall due and comply with regulatory requirements. The Treasury Committee monitors free cash resources ensuring that all companies within the Group maintain sufficient resources to finance their operations and that all investments comply with the Group Investment Policy. This dictates borrowing and investing limits based on an institutions credit rating and the nature of financial instruments that can be held.

The company's exposure to liquidity risk is not significant.

The following tables show the maturity of the company's liabilities:

	<u>On demand</u>	<u>Less than 3 months</u>	<u>Total</u>
<b>31 March 2008</b>	£'000	£'000	£'000
<b>Liabilities</b>			
Trade and other payables	<u>(2,005)</u>	<u>(212)</u>	<u>(2,217)</u>

	<u>On demand</u>	<u>Less than 3 months</u>	<u>Total</u>
<b>31 March 2007</b>	£'000	£'000	£'000
<b>Liabilities</b>			
Trade and other payables	<u>(370)</u>	<u>(172)</u>	<u>(542)</u>

*d) Fair values*

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arms length transaction.

As at 31 March 2008 there are no assets or liabilities whose carrying value was not a reasonable approximation of its fair value (2007: none), due to their short term nature.

## Altex-ATS Limited

### Notes to the financial statements for the year ended 31 March 2008

#### 3. KEY ACCOUNTING JUDGEMENTS AND SOURCES OF ESTIMATION UNCERTAINTY

The company makes various judgements in applying its accounting policies and various assumptions and estimates, including about the future, when determining the carrying value of certain assets and liabilities. As at 31 March 2008 there was an impairment of an intangible asset that had a significant effect on the amounts recognised in the financial statements and may have a significant risk of causing a material adjustment to the carrying amounts of the assets and liabilities in the next financial year.

#### 4. GOING CONCERN

The company's financial statements have been prepared on the going concern basis because its parent entity, Intercapital Limited, has indicated that it will provide financial support to the company until at least twelve months from the date of signing the accounts.

#### 5. ADMINISTRATIVE EXPENSES

	<u>Year ended</u> <u>31/3/2008</u> £'000	<u>Year ended</u> <u>31/3/2007</u> £'000
Impairment of intangible assets (note 11)	1,834	-
Amortisation of intangible assets (note 11)	90	-
Depreciation of property, plant and equipment:		
- Owned assets (note 12)	95	35
Management recharge (note 19)	351	370
Other operating costs	1,215	1,089
	<u>3,585</u>	<u>1,494</u>

The company's administrative expenses include the auditors' remuneration in the UK of £4,000 (2007: £4,000).

Fees paid to the company's auditor, PricewaterhouseCoopers LLP, and its associates for services other than the statutory audit of the company are not disclosed in the company's accounts since the consolidated accounts of the company's parent, ICAP plc, are required to disclose non-audit fees on a consolidated basis.

#### 6. STAFF COSTS

Staff costs comprise:

	<u>Year ended</u> <u>31/3/2008</u> £'000	<u>Year ended</u> <u>31/3/2007</u> £'000
Employee costs:		
Wages and salaries (note 19)	788	602
Social security costs (note 19)	157	133
	<u>945</u>	<u>735</u>

During the year staff costs were either borne by the company or by a fellow subsidiary undertaking of ICAP plc; such costs were charged to the company by way of the group management recharges referred to in note 5

The average number of persons employed by the company during the period was 13 (2007: 18).

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 7. DIRECTORS' REMUNERATION

Valerie Chitty and Ian Chicken received no remuneration for their services to this company.

Remuneration payable to the other directors in respect of services to the company was as follows:

	<u>Year ended</u> <u>31/3/2008</u>		<u>Year ended</u> <u>31/3/2007</u>	
	Total £'000	Highest paid director £'000	Total £'000	Highest paid director £'000
Aggregate emoluments	213	71	309	108
Compensation for loss of office	118	63	-	-
	<u>331</u>	<u>134</u>	<u>309</u>	<u>108</u>

### 8. DIRECTORS' INTERESTS

Directors' interests in shares were as follows:

	<u>As at</u> <u>31/3/2008</u>	<u>As at</u> <u>31/3/2007</u>
<b>Altex -ATS Limited</b>		
<b>Ordinary B shares of £1 each</b>		
Simon Brown	-	925
Kevin Noles	-	102
Jamie Macleod	-	925
Jonathan Lee Henry	-	22
<b>Altex -ATS Limited</b>		
<b>Deferred shares of £1 each</b>		
Jamie Macleod	-	419
<b>ICAP plc</b>		
<b>Ordinary shares of 10p each</b>		
Ian Chicken	13,000	15,859
Valerie Chitty	2,748	2,748

Other directors' interests in options over shares were as follows:

	<u>Scheme</u>	<u>As at</u> <u>1/4/2007</u>	<u>Granted</u>	<u>Exercised</u>	<u>As at</u> <u>31/3/2008</u>	<u>Exercise</u> <u>price (p)</u>
<b>ICAP plc</b>						
<b>Ordinary shares of 10p each</b>						
<b>Current directors</b>						
Valerie Chitty	SAYE*	2,409	-	-	2,409	388.00
Ian Chicken	SAYE*	2,409	-	-	2,409	388.00
	UCSOP***	125,000	-	(83,200)	41,800	270.00
<b>Past directors</b>						
Simon Brown	SAYE*	2,409	-	-	2,409	388.00
Kevin Noles	SAYE*	2,409	-	-	2,409	388.00
Jonathan Lee Henry	SAYE*	2,409	-	-	2,409	388.00

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 8. DIRECTORS' INTERESTS (CONTINUED)

\* These options were granted on 30 June 2006 under the Sharesave Scheme. Options are exercisable after three years from the contract start date.

\*\* These options were granted on 27 November 2003 under the 2001 Unapproved Company Share Option Plan (UCSOP). These options are exercisable between 27 November 2006 and 25 November 2013.

Except as disclosed above, none of the directors in office at 31 March 2008 held any interests in the share capital of the company, its ultimate parent undertaking, ICAP plc, or any of its fellow subsidiary undertakings.

### 9. FINANCE INCOME

	<u>Year ended</u> <u>31/3/2008</u> £'000	<u>Year ended</u> <u>31/3/2007</u> £'000
Finance income	<u>6</u>	<u>11</u>

### 10. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

	<u>Year ended</u> <u>31/3/2008</u> £'000	<u>Year ended</u> <u>31/3/2007</u> £'000
a) Analysis of credit for the year		
Impact of change in tax rate (note 13)	-	-
Deferred taxation:		
Current year credit (note 13)	-	(501)
Prior year adjustment (note 13)	695	-
Taxation credit	<u>695</u>	<u>(501)</u>
b) Factors affecting the taxation charge for the year		
Loss on ordinary activities before taxation	<u>(3,579)</u>	<u>(1,483)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (2007: 30%)	(1,074)	(445)
Effects of:		
Expenses not deductible for tax purposes	-	4
Capital allowances in excess of depreciation	-	(60)
Prior year adjustment	695	-
Unrecognised deferred tax asset	1,074	-
Tax credit for the year	<u>695</u>	<u>(501)</u>
Effective tax rate	19%	(34%)

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 11. INTANGIBLE ASSETS

	<u>Software development</u> £'000	<u>Total</u> £'000
<b>Cost</b>		
As at 1 March 2006	-	-
Additions	1,393	1,393
As at 1 April 2007	<u>1,393</u>	<u>1,393</u>
Additions	793	793
Impairment charge	(1,834)	(1,834)
As at 31 March 2008	<u><u>352</u></u>	<u><u>352</u></u>
<b>Depreciation</b>		
As at 1 March 2006	-	-
Amortisation charge for the year	-	-
As at 1 April 2007	<u>-</u>	<u>-</u>
Amortisation charge for the year	90	90
As at 31 March 2008	<u><u>90</u></u>	<u><u>90</u></u>
<b>Net book value</b>		
As at 31 March 2008	<u><u>262</u></u>	<u><u>262</u></u>
As at 31 March 2007	<u><u>1,393</u></u>	<u><u>1,393</u></u>

The carrying amount of the intangible has been reduced to its recoverable amount through the recognition of an impairment loss against goodwill. This loss has been included in administration expenses in the income statement.



## Altex-ATS Limited

### Notes to the financial statements for the year ended 31 March 2008

#### 12. PROPERTY, PLANT AND EQUIPMENT

	<u>Computer equipment</u> £'000	<u>Total</u> £'000
<b>Cost</b>		
As at 1 March 2006	69	69
Additions	190	190
As at 1 April 2007	<u>259</u>	<u>259</u>
Additions	70	70
As at 31 March 2008	<u><u>329</u></u>	<u><u>329</u></u>
<b>Depreciation</b>		
As at 1 March 2006	23	23
Charge for the year	35	35
As at 1 April 2007	<u>58</u>	<u>58</u>
Charge for the year	95	95
As at 31 March 2008	<u><u>153</u></u>	<u><u>153</u></u>
<b>Net book value</b>		
As at 31 March 2008	<u><u>176</u></u>	<u><u>176</u></u>
As at 31 Mach 2007	<u><u>201</u></u>	<u><u>201</u></u>

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 13. DEFERRED TAXATION

	<u>As at</u> <u>31/3/2008</u> £'000	<u>As at</u> <u>31/3/2007</u> £'000
Opening balance	695	194
Tax losses for the period	-	501
Change in estimate: prior year adjustment	(695)	-
	<u>        </u> <u>        </u>	<u>        </u> <u>        </u>

During the year no deferred tax asset was recognised (2007: £695,000) as it is uncertain the losses would be utilised in the immediate future. As a result of the above, the opening balance has been released in the current year. The unrecognised deferred tax asset is £1,595,000 (2007: £nil).

### 14. TRADE AND OTHER RECEIVABLES

	<u>As at</u> <u>31/3/2008</u> £'000	<u>As at</u> <u>31/3/2007</u> £'000
Other debtors	65	52
Unpaid share capital	-	768
Prepayments	3	-
	<u>        </u> <u>        </u>	<u>        </u> <u>        </u>

### 15. CASH AND CASH EQUIVALENTS

	<u>As at</u> <u>31/3/2008</u> £'000	<u>As at</u> <u>31/3/2007</u> £'000
Cash in hand and at bank	<u>        </u> <u>        </u>	<u>        </u> <u>        </u>

The effective interest rates are disclosed in note 2.

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 16. TRADE AND OTHER PAYABLES

	<u>As at</u> <u>31/3/2008</u> £'000	<u>As at</u> <u>31/3/2007</u> £'000
Other tax and social security	14	44
Bank overdraft	-	19
Amounts owed to group undertakings (note 19)	2,005	370
Accruals	113	109
Other creditors	85	-
	<u>2,217</u>	<u>542</u>

### 17. CALLED UP SHARE CAPITAL

	<u>As at</u> <u>31/3/2008</u> £'000	<u>As at</u> <u>31/3/2007</u> £'000
Authorised share capital:		
5,010 ordinary A shares of £1 each	5	5
4,990 ordinary B shares of £1 each	5	5
500 deferred shares of £1 each	1	1
	<u>11</u>	<u>11</u>
Allotted and fully paid share capital:		
2,004 ordinary A shares of £1 each	2	2
1,996 ordinary B shares of £1 each	2	2
419 deferred shares of £1 each	-	-
	<u>4</u>	<u>4</u>

During the year, the company's allotted 250 ordinary A shares of £1 each and 419 ordinary B shares of £1 each were fully paid by Intercapital plc.

A and B shares are separate classes of shares but rank pari passu in all respects except on winding up where A shares rank ahead of B shares.

Deferred shares are non-voting, non-income bearing shares.

# Altex-ATS Limited

## Notes to the financial statements for the year ended 31 March 2008

### 18. STATEMENT OF CHANGES IN EQUITY

	<u>Share capital (note 17) £'000</u>	<u>Share premium £'000</u>	<u>Accumulated deficit £'000</u>	<u>Total £'000</u>
As at 1 March 2006	1	-	(451)	(450)
Issued share capital	3	3,996	-	3,999
Loss for the year	-	-	(982)	(982)
As at 31 March 2007	<u>4</u>	<u>3,996</u>	<u>(1,433)</u>	<u>2,567</u>
Loss for the year	-	-	(4,274)	(4,274)
As at 31 March 2008	<u><u>4</u></u>	<u><u>3,996</u></u>	<u><u>(5,707)</u></u>	<u><u>(1,707)</u></u>

### 19. RELATED PARTY TRANSACTIONS

#### Parent undertaking

The company's immediate parent undertaking is Intercapital Limited, which does not prepare consolidated financial statements.

The company's ultimate parent undertaking is ICAP plc, which heads the smallest and largest group ("the group") of undertakings of which the company is a member that prepares consolidated financial statements. Copies of the consolidated financial statements of ICAP plc can be obtained from the Company Secretary, ICAP plc, 2 Broadgate, London, EC2M 7UR.

#### Related party transactions

The company entered into the following transactions with related parties who are members of the group:

	<u>As at 31/3/2008 £'000</u>	<u>As at 31/3/2007 £'000</u>
Costs of management services received; Fellow subsidiary undertakings (note 5 and 6)	<u>351</u>	<u>370</u>

The company had the following outstanding balances owed by / (to) related parties who are members of the group:

	<u>As at 31/3/2008 £'000</u>	<u>As at 31/3/2007 £'000</u>
Parent undertaking	392	-
Fellow subsidiary undertakings	<u>(2,397)</u>	<u>(370)</u>
	<u><u>(2,005)</u></u>	<u><u>(370)</u></u>

All group undertakings are party to a netting agreement. All balances are unsecured, non-interest bearing and have no fixed terms of repayment.

## **Altex-ATS Limited**

### **Notes to the financial statements for the year ended 31 March 2008**

#### **19. RELATED PARTY TRANSACTIONS (CONTINUED)**

##### Fellow subsidiary undertakings

Administrative expenses arise from management charges from fellow subsidiary undertaking ICAP Management Services Limited. Details relating to this cost can be found in note 5 and 6.

##### Remuneration of key management personnel

There are no key management personnel other than the directors of the company. Directors' remuneration is disclosed in note 7.