

Cable and Wireless (CALA Management Services) Limited

Annual report and financial statements

For the nine month period ended 31 December 2016

Registered office:

Griffin House
161 Hammersmith Road
London
W6 8BS

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Directors' report

The Directors of Cable and Wireless (CALA Management Services) Limited (the "Company") submit their Directors' report and the financial statements for the period ended 31 December 2016.

Principal activities and business review

The Company's main operation is that of providing management services in connection with the Management and Operation Agreement (the "Operation Agreement") with Cable & Wireless Panama S.A. ("CWP").

The Company has met the requirements in the Companies Act 2006 to obtain exemption provided from the presentation of a strategic report.

The principal risk facing the business is the recoverability of debt from CWP. Under the Operation Agreement, the Company bears the credit risk on the CWP debt, yet is required to pay incurred management fees.

The Directors are assessing the possible impact of the United Kingdom's exit from the European Union. At present the impact cannot be clearly determined but is not expected to be material.

No change in the Company's activities is envisaged in the foreseeable future.

On 16 November 2015, the Board of Directors of the ultimate parent company, Cable & Wireless Communications Plc, entered into an agreement with Liberty Global plc to sell all issued and to be issued shares of Cable & Wireless Communications Plc pursuant to certain conditions, regulatory and other approvals (the "Transaction"). Effective 16 May 2016, the Transaction completed, Cable & Wireless Communications Plc was delisted from the London Stock Exchange and renamed Cable & Wireless Communications Limited ("CWC") and Liberty Global plc became the ultimate parent company.

Dividends

The Directors do not recommend the payment of a dividend (year ended 31 March 2016: \$USnil).

Directors

The Directors who held office during the period and subsequent to the period end were:

C Underwood (resigned 16 May 2016)
E Martin (resigned 16 May 2016)
C Bracken (appointed 16 May 2016, resigned 20 September 2016)
J Evans (appointed 16 May 2016, resigned 20 September 2016)
L Pegg (appointed 20 September 2016)
B Stockwell (appointed 20 September 2016)

The Directors benefit from qualifying third party indemnity provisions in place during the financial period and at the date of this report.

Disclosure of information to auditor

The Directors who held office at the date of approval of this report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Independent auditor

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

Going concern

After making suitable enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operations existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing these financial statements.

Change of accounting reference date

On 30 December 2016, pursuant to section 392 of the Companies Act 2006, the Company altered its financial year to 31 December to conform to that of the ultimate parent entity, Liberty Global plc. As such, this financial report has been prepared for the nine month period ended 31 December 2016 and comparative amounts are not entirely comparable.

By order of the Board of Directors:



L Pegg
Company Secretary

Griffin House
161 Hammersmith Road
London
W6 8BS

28 September 2017

Statement of directors' responsibilities in respect of the Directors' report and the financial statements

The Directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including Financial Reporting Standard 101 *Reduced Disclosure Framework*.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

- 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;
- notify the Company's shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of the financial statements; 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 enable them to ensure that its financial statements comply with the Companies Act 2006. They 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.

Independent Auditor's report to the members of Cable and Wireless (CALA Management Services) Limited

We have audited the financial statements of Cable and Wireless (CALA Management Services) Limited for the nine month period ended 31 December 2016 set out on pages 6 to 16. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the statement of Directors' responsibilities set out on page 4, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its result for the period then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

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

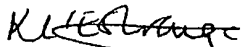
Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Directors' report:

- we have not identified material misstatements in that report; and
- in our opinion, that report has been prepared in accordance with the Companies Act 2006.

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.
- The directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



Katharine L'Estrange (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
1 Sovereign Square
Sovereign Street
Leeds
LS1 4DA
29 September 2017

**Profit and loss account and statement of comprehensive income
for the nine month period ended 31 December 2016**

| | | Nine months ended 31 December 2016 US\$'000 | Year ended 31 March 2016 US\$'000 |
|----------------------------|------|--|---|
| | Note | | |
| Other operating income | 5 | 4,310 | 5,698 |
| Operating costs | 6 | <u>(4,310)</u> | <u>(5,698)</u> |
| Profit before tax | | - | - |
| Tax on profit | 7 | <u>-</u> | <u>-</u> |
| Profit for the period/year | | <u>-</u> | <u>-</u> |

There was no other comprehensive income or expenditure for the period other than that included in the profit and loss account.

The accompanying notes from pages 9 to 16 form an integral part of these financial statements.

Cable and Wireless (CALA Management Services) Limited
Annual report and financial statements
31 December 2016

Balance sheet
As at 31 December 2016

| | | 31 December 2016 US\$'000 | 31 March 2016 US\$'000 |
|-----------------------------|------|---------------------------------|------------------------------|
| | Note | | |
| Current assets | | | |
| Trade and other receivables | 8 | 2,868 | 1,489 |
| Current liabilities | | | |
| Trade and other payables | 9 | (2,796) | (1,417) |
| Net assets | | <u>72</u> | <u>72</u> |
| Capital and reserves | | | |
| Called up share capital | 10 | 30,066 | 30,066 |
| Profit and loss account | | (29,994) | (29,994) |
| Shareholders' funds | | <u>72</u> | <u>72</u> |

The accompanying notes from pages 9 to 16 form an integral part of the financial statements.

These financial statements on pages 6 to 16 were approved by the Board of Directors on 28 September 2017 and were signed on its behalf by:

Belinda Stockwell

B Stockwell
Director
Cable and Wireless (CALA Management Services) Limited
Registered number – 03057907

Statement of changes in equity
For the nine month period ended 31 December 2016

| | Called up share capital US\$'000 | Profit and loss account US\$'000 | Total US\$'000 |
|--|--|--|-------------------|
| Balance at 1 April 2015 | 30,066 | (29,994) | 72 |
| Total comprehensive income for the year | | | |
| Profit for the year | – | – | – |
| Other comprehensive income | – | – | – |
| Total comprehensive income for the year | – | – | – |
| Total contributions by and distributions to owners | – | – | – |
| Balance at 31 March 2016 | 30,066 | (29,994) | 72 |
| Balance at 1 April 2016 | 30,066 | (29,994) | 72 |
| Total comprehensive income for the period | | | |
| Profit for the period | – | – | – |
| Other comprehensive income | – | – | – |
| Total comprehensive income for the period | – | – | – |
| Total contributions by and distributions to owners | – | – | – |
| Balance at 31 December 2016 | 30,066 | (29,994) | 72 |

The accompanying notes from pages 9 to 16 form an integral part of the financial statements.

Notes to the financial statements

1. General information

Cable and Wireless (CALA Management Services) Limited is a company incorporated and domiciled in the UK.

The Directors have reviewed the financial position of the Company, including the arrangements with Group undertakings, and are satisfied that it remains appropriate to prepare the financial statements on a going concern basis.

The Company's intermediate parent undertaking at 31 December 2016 is Cable & Wireless Communications Limited. On 16 November 2015, the Board of Directors of Cable & Wireless Communications Plc entered into an agreement with Liberty Global plc ("Liberty Global") to sell all issued and to be issued shares of Cable & Wireless Communications Plc pursuant to certain conditions, regulatory and other approvals (the "Transaction"). The Transaction was approved by the shareholders and Board of Directors of both Cable & Wireless Communications Plc and Liberty Global.

Effective 16 May 2016, the Transaction completed, Cable & Wireless Communications Plc was delisted from the London Stock Exchange and renamed Cable & Wireless Communications Limited and Liberty Global became the ultimate parent company.

On 30 December 2016, pursuant to section 392 of the Companies Act 2006, the Company altered its financial year to 31 December to conform to that of the ultimate parent company, Liberty Global. As such, this financial report has been prepared for the nine month period ended 31 December 2016 and comparative amounts are not entirely comparable.

2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

2.1. Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied. In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("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.

The Company will continue to prepare its financial statements in accordance with FRS 101 on an ongoing basis until such time as it notifies shareholders of any change to its chosen accounting framework.

The Directors consider the US dollar to be the functional currency reflecting the economic effects of the underlying transactions, events and conditions for the Company. The financial statements are presented in US dollars ("US\$") and rounded to the nearest thousand.

2.2. Exemptions

The Company's intermediate parent undertaking at 31 December 2016, Cable & Wireless Communications Limited ("CWC") includes the Company in its consolidated financial statements. The consolidated financial statements of CWC are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the address in note 12.

Notes to the financial statements (continued)

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A cash flow statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets, and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of key management personnel.

As the consolidated financial statements of CWC include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Business combinations – business combinations that took place prior to 1 April 2014 have not been restated.

Judgements made by the Directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 3.

2.3. Measurement convention

The financial statements are prepared on the historical cost basis.

2.4. Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction or, if hedged forward, at the rate of exchange under the related forward currency contract. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

2.5. Non-derivative financial instruments

Non-derivative financial instruments comprise trade and other receivables, cash and cash equivalents, trade and other payables.

Trade and other receivables

Trade and other receivables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other payables

Trade and other payables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Notes to the financial statements (continued)

2.6. Impairment

Financial assets (including trade and other receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment, an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

2.7. Other operating income

Other operating income relates to the recharge of operating costs incurred by the Company on behalf of other business units. Revenue is recognised when the service is provided.

2.8. Taxation

Current income tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the income statement. The directors periodically evaluate positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establish provisions where appropriate.

Income tax is charged or credited to Other Comprehensive Income if it relates to items that are charged or credited to Other Comprehensive Income.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Notes to the financial statements (continued)

2.8. Taxation (continued)

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

3. Accounting estimates and judgements

Due to the nature of the Company's operations there are no key assumptions applied by management nor any estimation uncertainty in the judgement applied by management that may cause material adjustment to the carrying amounts of assets or liabilities within the next financial year, except for:

Recoverability of loans receivable from Group undertakings

Loans receivable from Group undertakings are stated at their recoverable amount less any necessary provision. Recoverability of loans receivable from Group undertakings is assessed annually and a provision is recognised if any indications exist that the loans receivable from Group undertakings is not considered recoverable.

4. Information regarding directors, employees and auditor

No remuneration was paid to the Directors' for qualifying services to this company in the current period or prior year. All directors' remuneration is paid by and disclosed in the financial statements of Cable & Wireless International HQ Limited, a fellow Group undertaking.

In the current period the auditor's remuneration was US\$5,000 (year ended 31 March 2016: US\$15,000) for the audit of these financial statements, and was borne by another entity.

The Company had no employees during the period (year ended 31 March 2016: nil). The Company is not charged an allocation of staff costs by the Group.

Notes to the financial statements (continued)

5. Other operating income

Other operating income derives from management fees paid by Group undertakings in respect of corporate, financial, managerial and technical services.

| | Nine months ended 31 December 2016 US\$'000 | Year ended 31 March 2016 US\$'000 |
|--|---|---|
| Management fees received from Group undertakings | 4,310 | 5,698 |

6. Operating costs

| | Nine months ended 31 December 2016 US\$'000 | Year ended 31 March 2016 US\$'000 |
|--|---|---|
| Management fee charged by Group undertakings | 4,310 | 5,698 |

7. Income tax expense

Analysis of charge in the period

| | Nine months ended 31 December 2016 US\$'000 | Year ended 31 March 2016 US\$'000 |
|--|---|---|
| UK Corporation tax at 20% (31 March 2016: 20%) | - | - |
| | - | - |

Factors affecting tax charge for the period

The tax assessment for the period is the same as (year ended 31 March 2016: the same as) the standard rate of corporation tax in the UK of 20% (year ended 31 March 2016: 20%).

Notes to the financial statements (continued)

7. Income tax expense (continued)

Current tax reconciliation

| | Nine months ended 31 December 2016 US\$'000 | Year ended 31 March 2016 US\$'000 |
|---------------------------------------|---|---|
| Profit before tax | - | - |
| Tax charge @ 20% (31 March 2016: 20%) | - | - |
| Total tax charge (see above) | - | - |

Deferred tax

Deferred tax assets are recognised for unused tax losses and allowances to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

A reduction in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) was substantively enacted on 26 October 2015. A further reduction to 17% (effective from 1 April 2020) was substantively enacted on 6 September and fully enacted on 15 September 2016. This will reduce the company's future current tax charge accordingly. The deferred tax assets have been calculated using the now enacted rate of 17%.

8. Trade and other receivables

| | 31 December 2016 US\$'000 | 31 March 2016 US\$'000 |
|-------------------------------------|---------------------------------|------------------------------|
| Amounts due from Group undertakings | 2,868 | 1,489 |

Amounts due from Group undertakings are repayable on demand with a nil interest rate (31 March 2016: nil). Carrying value approximates fair value.

Notes to the financial statements (continued)

9. Trade and other payables

| | 31 December 2016 US\$'000 | 31 March 2016 US\$'000 |
|---------------------------------|---------------------------------|------------------------------|
| Loans due to Group undertakings | 2,796 | 1,417 |

Amounts due to Group undertakings are repayable on demand with a nil interest rate (31 March 2016: nil). Carrying value approximates fair value.

The table below provides information about the contractual terms of the Company's loans and borrowings, which are measured at amortised cost.

The components of our loans and borrowings are as follows:

| | | | Face value 31 December 2016 \$'000 | Carrying amount 31 December 2016 \$'000 | Face value 31 March 2016 \$'000 | Carrying amount 31 March 2016 \$'000 |
|------------------------------------|----------|-----------------------------|--|---|--|--|
| | Currency | Nominal interest rate | Year of maturity | | | |
| Loans due to Group undertakings | USD | 0% | Repayable on demand | 2,796 | 2,796 | 1,417 |

10. Called up share capital

| | 31 December 2016 \$'000 | 31 March 2016 \$'000 |
|---|-------------------------------|----------------------------|
| Allotted, called up and fully paid 20,200,002 ordinary shares of £1 each | 30,066 | 30,066 |

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

11. Related party transactions

Under FRS 101.8(k), the Company is exempt from the requirement to disclose transactions with entities that are 100% owned by Liberty Global plc (note 14).

The Company received management fees of US\$4,310,000 (year ended 31 March 2016: US\$5,698,000) from CWP, which is 49% owned by CWC Cala Holdings Limited. As at 31 December 2016, there is an outstanding amount from CWP of US\$2,868,000 (31 March 2016: US\$1,489,000).

Other than the parties disclosed above, the Company has no other material related party transactions or balances at 31 December 2016.

Transactions with key management personnel

FRS 101.8(j) exempts entities from the disclosures in respect of the compensation of key management personnel.

Notes to the financial statements (continued)

12. Ultimate parent company

The Company's immediate parent undertaking is Cable and Wireless (West Indies) Limited, incorporated in England and Wales.

The results of the Company are consolidated in the financial statements of Cable & Wireless Communications Limited, the intermediate parent company at 31 December 2016. The consolidated financial statements of CWC may be obtained from the Company Secretary, Cable & Wireless Communications Limited, Griffin House, 161 Hammersmith Road, London W6 8BS or from CWC's website: www.cwc.com.

Effective 16 May 2016, Liberty Global plc ("Liberty Global") became the ultimate parent company. From this date, the results of the Company are consolidated in the financial statements of Liberty Global, the ultimate parent company at 31 December 2016. The consolidated financial statements of Liberty Global may be obtained from the Company Secretary, Liberty Global plc, Griffin House, 161 Hammersmith Road, London W6 8BS or from Liberty Global's website: www.libertyglobal.com.