

COMPANY REGISTRATION NUMBER 03743207

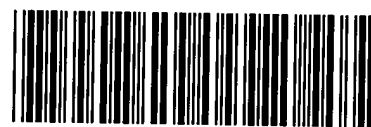
AASTRA TELECOM (UK) LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31st DECEMBER 2014

WEDNESDAY



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25/11/2015

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COMPANIES HOUSE

tgs taylorcocks

3 Acorn Business Centre
Northarbour Road
Cosham
Portsmouth
PO6 3TH

AASTRA TELECOM (UK) LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

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AASTRA TELECOM (UK) LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

Mr. J. A. Evans
Mr. G.J. Hiscock
Mr G. Bevington

Company secretary

Mr. J. Evans

Registered office

Castlegate Business Park
Portskewett
Monmouthshire
Wales
NP26 5YR

Auditor

TGS Taylorcocks
Chartered Accountants
& Statutory Auditor
3 Acorn Business Centre
Northarbour Road
Cosham
Portsmouth
PO6 3TH

Bankers

HSBC

AASTRA TELECOM (UK) LIMITED

STRATEGIC REPORT

YEAR ENDED 31st DECEMBER 2014

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of sales and support of business telephony solutions in the UK market.

REVIEW OF PERFORMANCE AND POSITION

On 1st September 2014 Mitel Networks Limited purchased the trade and assets of Aastra Telecom (UK) Limited. The trade of Aastra Telecom (UK) Limited continues uninterrupted under the control of Mitel Networks Limited.

From 1st September 2014 the company is dormant.

Signed on behalf of the directors



MR. J.A. EVANS
Director

Approved by the directors on 19/11/15

AASTRA TELECOM (UK) LIMITED

DIRECTORS' REPORT

YEAR ENDED 31st DECEMBER 2014

The directors present their report and the financial statements of the company for the year ended 31st December 2014.

RESULTS AND DIVIDENDS

The profit for the year amounted to £209,000. The directors have not recommended a dividend.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

DIRECTORS

The directors who served the company during the year were as follows:

Mr. A. P. Shen	
Mr. J. A. Evans	(Appointed 30th April 2014)
Mr. A. J. Brett	(Resigned 30th April 2014)
Mr. F. N. Shen	(Resigned 31st July 2014)

Post year end the following changes in directors took place:

Mr A.P. Shen (Resigned 31st January 2015)
Mr. G.J. Hiscock (Appointed 31st January 2015)
Mr. G. Bevington (Appointed 31st January 2015)

Mr. Tobia resigned as Company Secretary on 30th April 2014.

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, 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 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 year.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 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.

STRATEGIC REPORT

In accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 the company has set out in the company's strategic report the information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

AASTRA TELECOM (UK) LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31st DECEMBER 2014

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

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Registered office:
Castlegate Business Park
Portskewett
Monmouthshire
Wales
NP26 5YR

Signed on behalf of the directors



MR. J.A. EVANS
Director

Approved by the directors on 19/11/15

AASTRA TELECOM (UK) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AASTRA TELECOM (UK) LIMITED

YEAR ENDED 31st DECEMBER 2014

We have audited the financial statements of Aastra Telecom (UK) Limited for the year ended 31st December 2014. 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 shareholders, 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 shareholders 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 shareholders 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 set out on page 3, 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 31st December 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

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

AASTRA TELECOM (UK) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AASTRA TELECOM (UK) LIMITED *(continued)*

YEAR ENDED 31st DECEMBER 2014

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.



JAMES BLAKE ACA (Senior Statutory Auditor)

For and on behalf of



taylorcocks

Statutory Auditor

Office: Portsmouth

Date:

20/11/2015

AASTRA TELECOM (UK) LIMITED**PROFIT AND LOSS ACCOUNT****YEAR ENDED 31st DECEMBER 2014**

	Note	2014 £000	2013 £000
TURNOVER	2	5,479	8,205
Cost of sales		<u>2,919</u>	<u>4,802</u>
GROSS PROFIT		2,560	3,403
Distribution costs		56	67
Administrative expenses		<u>2,324</u>	<u>3,282</u>
OPERATING PROFIT	3	180	54
Interest receivable		—	9
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>180</u>	<u>63</u>
Tax on profit on ordinary activities	5	(29)	42
PROFIT FOR THE FINANCIAL YEAR		<u>209</u>	<u>21</u>

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above.

The notes on pages 9 to 15 form part of these financial statements.

AASTRA TELECOM (UK) LIMITED**BALANCE SHEET****31st DECEMBER 2014**

	Note	2014 £000	2013 £000
FIXED ASSETS			
Tangible assets	7	<u>—</u>	<u>137</u>
CURRENT ASSETS			
Stocks	8	—	349
Debtors	9	701	2,528
Cash at bank		<u>—</u>	<u>476</u>
		701	3,353
CREDITORS: Amounts falling due within one year	10	<u>—</u>	<u>2,998</u>
NET CURRENT ASSETS		701	355
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>701</u>	<u>492</u>
CAPITAL AND RESERVES			
Called-up equity share capital	13	13	13
Profit and loss account	14	<u>688</u>	<u>479</u>
SHAREHOLDERS' FUNDS	15	<u>701</u>	<u>492</u>

These accounts were approved by the directors and authorised for issue on19/11/15....., and are signed on their behalf by:



MR. J. A. EVANS

Company Registration Number: 03743207

The notes on pages 9 to 15 form part of these financial statements.

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention.

The financial statements have been prepared on a going concern basis. The directors have considered the position of the company and is satisfied that it is appropriate for the financial statements to be prepared on the going concern basis.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Related parties transactions

As the company is a wholly owned subsidiary of Mitel Europe Limited, it has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions with entities which form part of the wholly owned group. The consolidated financial statements of Mitel Europe Limited, within which this company is included, can be obtained from the address contained in note 16.

Turnover

Turnover from product sales to external customers is recognised at invoiced amounts less value added tax when the goods are delivered as this is the point at which ownership and title is transferred. The company has no further performance obligations other than those under its standard manufacturing warranty.

Maintenance Revenue is recognised over the term of the agreement and as the related services are provided Amounts received in advance are recorded as deferred income.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold Improvements	-	Life of lease
Furniture and Equipment	-	15 - 50% per annum

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion.

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

1. ACCOUNTING POLICIES *(continued)*

Leasing and hire purchase commitments

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company, and hire purchase contracts, are capitalised in the balance sheet and are depreciated over their useful lives. The capital elements of future obligations under the leases and hire purchase contracts are included as liabilities in the balance sheet.

The interest elements of the rental obligations are charged in the profit and loss account over the periods of the leases and hire purchase contracts and represent a constant proportion of the balance of capital repayments outstanding.

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2. TURNOVER

The turnover and profit before tax are attributable to the one principal activity of the company.

An analysis of turnover is given below:

	2014	2013
	£000	£000
United Kingdom	<u>5,479</u>	<u>8,205</u>

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

3. OPERATING PROFIT

Operating profit is stated after charging:

	2014	2013
	£000	£000
Directors' remuneration	–	–
Depreciation of owned fixed assets	58	99
Loss on disposal of fixed assets	–	3
Auditor's remuneration		
- as auditor	10	22
Operating lease costs:		
- Plant and equipment	104	156
- Other	2	3
Net loss on foreign currency translation	–	112

4. PARTICULARS OF EMPLOYEES

The average number of staff employed by the company during the financial year amounted to:

	2014	2013
	No	No
Number of support staff	16	19
Number of sales staff	16	19
	32	38

The aggregate payroll costs of the above were:

	2014	2013
	£000	£000
Wages and salaries	1,460	1,827
Social security costs	123	179
Other pension costs	37	60
	1,620	2,066

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

5. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2014	2013
	£000	£000
Current tax:		
UK Taxation		
In respect of the year:		
UK Corporation tax based on the results for the year at 21.74% (2013 - 23.25%)	52	30
(Over) provision in prior year	(31)	(28)
	21	2
Foreign tax		
Current tax on income for the year	-	10
Total current tax	21	12
Deferred tax:		
Origination and reversal of timing differences	(50)	30
Total deferred tax (note 11)	(50)	30
Tax on profit on ordinary activities	(29)	42

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 21.74% (2013 - 23.25%).

	2014	2013
	£000	£000
Profit on ordinary activities before taxation	180	63
Profit on ordinary activities by rate of tax	39	15
Disallowable expenses	2	7
Capital allowances in excess of depreciation	11	8
(Over) provision in a prior year	(31)	(28)
Foreign tax	-	10
Total current tax (note 5(a))	21	12

6. DIVIDENDS

Equity dividends

	2014	2013
	£000	£000
Paid		
Equity dividends on ordinary shares	-	1,000

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

7. TANGIBLE FIXED ASSETS

	Leasehold Improvements £000	Furniture and Equipment £000	Total £000
COST			
At 1st January 2014	125	559	684
Additions	–	1	1
Disposals	(125)	(560)	(685)
At 31st December 2014	<u>–</u>	<u>–</u>	<u>–</u>
DEPRECIATION			
At 1st January 2014	104	443	547
Charge for the year	–	58	58
On disposals	(104)	(509)	(613)
Foreign exchange on translation	–	8	8
At 31st December 2014	<u>–</u>	<u>–</u>	<u>–</u>
NET BOOK VALUE			
At 31st December 2014	<u>–</u>	<u>–</u>	<u>–</u>
At 31st December 2013	<u>21</u>	<u>116</u>	<u>137</u>

All assets were transferred to Mitel Networks Limited as part of the sale of trade and assets on 1st September 2014.

8. STOCKS

	2014 £000	2013 £000
Stock	<u>–</u>	<u>349</u>

9. DEBTORS

	2014 £000	2013 £000
Trade debtors	–	2,171
Amounts owed by group undertakings	701	88
Corporation tax repayable	–	111
Other debtors	–	63
Prepayments and accrued income	–	65
Deferred taxation (note 11)	–	30
	<u>701</u>	<u>2,528</u>

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

10. CREDITORS: Amounts falling due within one year

	2014	2013
	£000	£000
Trade creditors	-	45
Amounts owed to group undertakings	-	1,005
PAYE and social security	-	48
VAT	-	217
Accruals and deferred income	-	1,683
	<u>-</u>	<u>2,998</u>

11. DEFERRED TAXATION

The deferred tax included in the Balance sheet is as follows:

	2014	2013
	£000	£000
Included in debtors (note 9)	-	(30)
	<u>-</u>	<u>(30)</u>

The movement in the deferred taxation account during the year was:

	2014	2013
	£000	£000
Balance brought forward	(30)	(60)
Transferred to Mitel Networks Limited	80	-
Profit and loss account movement arising during the year	(50)	30
Balance carried forward	<u>-</u>	<u>(30)</u>

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

	2014	2013
	£000	£000
Excess of taxation allowances over depreciation on fixed assets	-	4
Other timing differences	-	(34)
	<u>-</u>	<u>(30)</u>

12. COMMITMENTS UNDER OPERATING LEASES

At 31st December 2014 the company had annual commitments under non-cancellable operating leases as set out below.

	Land and buildings	
	2014	2013
	£000	£000
Operating leases which expire:		
Within 1 year	-	18
Within 2 to 5 years	-	143
After more than 5 years	-	67
	<u>-</u>	<u>228</u>

AASTRA TELECOM (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31st DECEMBER 2014

13. SHARE CAPITAL

Allotted, called up and fully paid:

	2014		2013	
	No	£000	No	£000
Ordinary shares of £1 each	<u>13,000</u>	<u>13</u>	<u>13,000</u>	<u>13</u>

14. PROFIT AND LOSS ACCOUNT

	2014	2013
	£000	£000
Balance brought forward	479	1,458
Profit for the financial year	209	21
Equity dividends	—	(1,000)
Balance carried forward	<u>688</u>	<u>479</u>

15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2014	2013
	£000	£000
Profit for the financial year	209	21
Equity dividends	—	(1,000)
Net addition/(reduction) to shareholders' funds	209	(979)
Opening shareholders' funds	<u>492</u>	<u>1,471</u>
Closing shareholders' funds	<u>701</u>	<u>492</u>

16. ULTIMATE PARENT COMPANY

On 1st September 2014 Mitel Networks Limited purchased the trade and assets of Aastra Telecom (UK) Limited. Copies of the group financial statements are available from Mitel Networks Limited, Castlegate Business Park, Portskewett, Monmouthshire, NP26 5YR, Wales.

At the date of the hive out of the trade and assets, Aastra Telecom (UK) Limited had a balance sheet position of:

	£000
Tangible fixed assets	73
Stock	281
Debtors	2,992
Cash at bank	442
Creditors	<u>(3,087)</u>
Net assets	<u>701</u>