

VODAFONE (NI) LIMITED

Company No: NI 023033

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2015

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VODAFONE (NI) LIMITED

REPORT OF THE DIRECTORS

The directors submit their annual report and financial statements for the financial year ended 31 March 2015.

The Company has met the requirements in the Companies Act 2006 to obtain the exemption from the need to present a Strategic report.

Principal activity

The Company was dormant within the meaning of Section 1169 of the Companies Act 2006 throughout the financial year and accordingly no Profit and loss account has been produced. The directors do not expect the company to trade in the foreseeable future.

Dividends

The directors do not recommend the payment of a dividend (2014 - £nil).

Directors

The directors of the Company, who served throughout the year, unless otherwise indicated, are as follows:

J S Finch	(Resigned on 26 September 2014)
D McIntyre	
D Evans	

Registered office

The registered office of the Company is Imperial House, 4-10 Donegall Square East, Belfast, BT1 5HD, Northern Ireland.

Indemnification of directors

In accordance with the Company's articles of association and to the extent permitted by law, the directors may be granted an indemnity from the Company in respect of liabilities incurred as a result of their office. In respect of those matters for which the directors may not be indemnified, Vodafone Group Plc maintained a directors' and officers' liability insurance policy throughout the financial period. This policy is renewed annually in August. Neither the Company's indemnity nor the insurance provides cover in the event that the director is proven to have acted dishonestly or fraudulently.

The report of the directors was approved by the Board on
behalf by:

18/12/ 2015 and signed on its



Director

For and on behalf of Vodafone Corporate Secretaries Limited
Secretary

T. NORTHCOTT

VODAFONE (NI) LIMITED

Company No: NI 023033

BALANCE SHEET

AT 31 MARCH 2015

	Notes	2015 £'000	2014 £'000
CURRENT LIABILITIES			
Creditors: amounts falling due within one year	3	(26,044)	(26,044)
NET LIABILITIES		<u>(26,044)</u>	<u>(26,044)</u>
CAPITAL AND RESERVES			
Called up share capital	4	-	-
Share premium		494	494
Profit and loss account		(26,538)	(26,538)
TOTAL SHAREHOLDERS' DEFICIT		<u>(26,044)</u>	<u>(26,044)</u>

For the year ended 31 March 2015 the Company was entitled to exemption under Section 480(1) of the Companies Act 2006 from the requirement to have its accounts audited.

Members have not required the Company to obtain an audit in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for:

- i. ensuring the Company keeps accounting records which comply with Section 386; and
- ii. preparing financial statements which give a true and fair view of the state of affairs of the Company at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of Sections 394 and 395, and which otherwise comply with the requirements of the Companies Act relating to financial statements, so far as applicable to the Company.

These financial statements were approved by the Board on behalf by:

18/12/2015 and were signed on its



Director

D. EVANS

The accompanying notes are an integral part of these financial statements.

VODAFONE (NI) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2015

1. Statement of accounting policies

The accounting policies adopted in respect of material items are described below. The accounting policies have been applied on a consistent basis during the current and preceding year.

Basis of preparation

The financial statements are prepared under the historical cost convention, and in accordance with the Companies Act 2006 and applicable UK Accounting Standards.

Cash flow statement

In accordance with the provisions of Financial Reporting Standard ("FRS") 1 (Revised), a cash flow statement has not been prepared since the Company is a wholly owned subsidiary of Vodafone Group Plc, a company registered in England and Wales, which prepares consolidated financial statements that include a consolidated cash flow statement.

2. Profit and loss account

The Company has not traded in the current or previous financial year and accordingly no profit and loss account has been prepared.

The directors did not receive any remuneration from the Company in the financial year (2014: £nil).

The Company did not have any employees throughout the current or preceding year.

3. Creditors: amounts falling due within one year

	2015	2014
	£'000	£'000
Amounts owed to Group undertakings	26,044	26,044

VODAFONE (NI) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

4. Called up share capital

	2015 £	2014 £
Allotted, issued and fully paid:		
100 ordinary shares of £1 each	100	100

5. Related party disclosures

The Company is a wholly owned subsidiary of Vodafone Group Plc and has taken advantage of the exemption granted by paragraph 3(c) of FRS8, Related Party Disclosures, not to disclose transactions with Vodafone Group Plc group companies or interests of the Group who are related parties.

6. Ultimate parent company

The immediate parent company of Vodafone (NI) Limited is Vodafone Retail (Holdings) Limited, a company registered in England and Wales. The ultimate parent company and controlling entity of Vodafone (NI) Limited, and the smallest and largest group which prepares consolidated financial statements and of which the Company forms a part, is Vodafone Group Plc, a company registered in England and Wales.

A copy of the financial statements of Vodafone Group Plc for the year ended 31 March 2015 may be obtained from the company's website www.vodafone.com or from The Company Secretary, Vodafone Group Plc, Vodafone House, The Connection, Newbury, Berkshire, RG14 2FN.