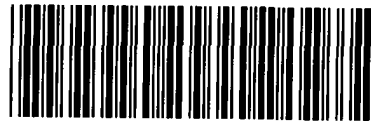


DELCAM LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2019

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DELCAM LIMITED

COMPANY INFORMATION

Directors Peter John Baxter
Stephen Robert Hooper (appointed 20 November 2018)
Paul David Underwood (resigned 20 November 2018)
Laurence Francis Berry (appointed 20 November 2018)

Registered number 02311487

Registered office Talbot Way
Small Heath Business Park
Birmingham
West Midlands
B10 0HJ

Independent auditors Grant Thornton UK LLP
Chartered Accountants & Statutory Auditor
The Colmore Building
20 Colmore Circus
Birmingham
West Midlands
B4 6AT

Bankers Lloyds Bank Plc
125 Colmore Row
Birmingham
West Midlands
B3 3SF

DELCAM LIMITED

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DELCAM LIMITED

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 JANUARY 2019**

Principal activity

The principal activity of the Company is that of software licensing and development.

Business review and future developments

The results are set out on page 9. The Company's revenue and profit after tax for the year ended 31 January 2019 was £7.2m (2018: £7.7m) and £2.8m (2018: loss £0.9m) respectively. The retained profit for the year will be transferred to reserves.

The Directors of Delcam believe that Autodesk's financial strength, global reach and position as a leader in design and engineering software have the potential to provide increased opportunity for Delcam's employee stakeholders and channel partners and an enhanced product offering to its customers, given the relatively small overlap in the product portfolios of the two businesses.

Key performance indicators

The Directors have established a number of key performance indicators, which are used to measure and monitor the performance of the Company in a number of different areas.

The Company's primary key performance indicators are detailed below. Source data is taken from the audited financial statements.

KPI	Year ended 31 January 2019	Year ended 31 January 2018
Turnover (£000s)	7,204	7,666
Profit/(loss) before taxation (£000s)	1,475	(1,135)
Gross margin (%)	(4)	10

In FY19, turnover decreased by 6% due to the business transition from supply of CAD/CAM systems and services to that of software licensing and development. This decrease in revenue, along with an increase in cost of sales of 9% has resulted in a gross loss for FY19.

DELCAM LIMITED

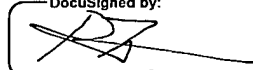
**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2019**

Principal risks and uncertainties

The principal risks and uncertainties facing the business are as follows:

- **Management of and its controls around cash of its foreign businesses:** To mitigate these risks the Company's senior management regularly visit overseas sites, and monitor the financial performance in line with monthly budgets;
- **Financial risks:** There are no financial risks for this company as all financial risks are held at the ultimate parent company.
- **Intellectual property infringement and piracy:** The Company rigorously defends its intellectual property in every jurisdiction in which it operates.

This report was approved by the board on 29-Oct-2019 | 11:01 PDT and signed on its behalf.

DocuSigned by:

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Director

DELCAM LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 JANUARY 2019**

The directors present their report and the financial statements for the year ended 31 January 2019.

Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). 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 accounting 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;
- 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 to 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.

Results and dividends

The profit for the year, after taxation, amounted to £2,849,000 (2018 - loss £939,000).

A dividend totalling £19.5m was paid in the year. The directors do not recommend the payment of a further dividend (2018: *£nil*).

Directors

The directors who served during the year were:

Peter John Baxter
Stephen Robert Hooper (appointed 20 November 2018)
Paul David Underwood (resigned 20 November 2018)
Laurence Francis Berry (appointed 20 November 2018)

Environmental matters

The Company will seek to minimise adverse impacts on the environment from its activities, whilst continuing to address health, safety and economic issues. The Company has complied with all applicable legislation and regulations.

DELCAM LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2019**

Financial instruments

The Company's principal financial instruments are amounts receivable from subsidiary and associated undertakings, cash and cash equivalents and amounts payable to subsidiary and associated undertakings.

The Company's policy for the financing of its business is principally by the use of a mixture of cash balances and retained earnings.

Credit risk

The Company relies on maintaining a high quality customer base and the effective management of its sales partners and places emphasis on good credit management. This is managed by strict control over trade receivables and application of credit limits. At 31 January 2019, the Company's credit risk is primarily limited to intercompany amounts owing.

Interest rate risk

At the present time, the Directors do not consider it necessary to use specific measures to control this risk. The Company does not have significant borrowings. Interest rate risk on cash deposits is managed via the use of short term investment bonds to maximise return.

Liquidity risk

The Strategic Report includes commentary on the application of the going concern assumption in preparing the financial statements. Ongoing liquidity is ensured by careful management of the Company's cash balances.

Foreign currency risk

The Company has overseas subsidiaries as detailed in note 13. Their revenues and expenses are denominated substantially in their local currencies.

Company's policy for payment of creditors

The Company pays supplier invoices in line with payment terms granted by suppliers, which is typically 30 days from date of invoice.

Matters covered in the strategic report

The principal activities, business review and future developments, key performance indicators, principal risks and uncertainties facing the business are included in the strategic report.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

DELCAM LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2019**

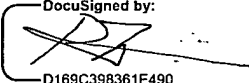
Post balance sheet events

There have been no significant events affecting the Company since the year end.

Auditors

The auditors, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 29-Oct-2019 | 11:01 PDT and signed on its behalf.

DocuSigned by:

D169C398361E490...
Peter John Baxter
Director



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DELCAM LIMITED

Opinion

We have audited the financial statements of Delcam Limited (the 'Company') for the year ended 31 January 2019, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 January 2019 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DELCAM LIMITED (CONTINUED)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of directors for the financial statements

As explained more fully in the Directors' responsibilities statement 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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DELCAM LIMITED (CONTINUED)

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' report.

Use of our report

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.

Grant Thornton UK LLP

Natalie Gladwin BSc FCA (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
Birmingham
Date: *6 November 2019*

DELCAM LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 JANUARY 2019**

	Note	2019 £	2018 £000
Turnover	4	7,204	7,666
Cost of sales		<u>(7,504)</u>	<u>(6,881)</u>
Gross (loss)/profit		(300)	785
Administrative expenses		(273)	(1,964)
Other operating income	5	1,926	-
Operating profit/(loss)	6	1,353	(1,179)
Interest receivable and similar income	10	122	44
Profit/(loss) before tax		1,475	(1,135)
Tax on profit/(loss)	11	1,374	196
Profit/(loss) for the financial year and total comprehensive income		2,849	(939)

There was no other comprehensive income for 2019 (2018:£NIL).


The notes on pages 12 to 25 form part of these financial statements.

DELCAM LIMITED
REGISTERED NUMBER:02311487

STATEMENT OF FINANCIAL POSITION
AS AT 31 JANUARY 2019

	Note	2019 £000	2018 £000
Fixed assets			
Intangible assets	12	21	69
Investments	13	429	446
		450	515
Current assets			
Debtors	14	24,567	5,814
Cash at bank and in hand	15	16,445	32,847
		41,012	38,661
Creditors: amounts falling due within one year	16	(24,763)	(5,826)
Net current assets		16,249	32,835
Total assets less current liabilities		16,699	33,350
Net assets		16,699	33,350
Capital and reserves			
Called up share capital	18	849	849
Share premium account	19	8,918	8,918
Capital redemption reserve	19	9	9
Other reserves	19	-	2,954
Profit and loss account	19	6,923	20,620
		16,699	33,350

The financial statements were approved and authorised for issue by the board and were signed on its behalf on
29 October 2019

DocuSigned by:

 P169C398361E490...
Peter John Baxter
 Director

The notes on pages 12 to 25 form part of these financial statements.

DEL CAM LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JANUARY 2019

	Called up share capital £000	Share premium account £000	Capital redemption reserve £000	Share based payment reserve £000	Profit and loss account £000	Total equity £000
At 1 February 2017	849	8,918	9	2,954	21,559	34,289
Loss for the year	-	-	-	-	(939)	(939)
At 1 February 2018	849	8,918	9	2,954	20,620	33,350
Profit for the year	-	-	-	-	2,849	2,849
Dividends: Equity capital	-	-	-	-	(19,500)	(19,500)
Transfer to/from profit and loss account	-	-	-	(2,954)	2,954	-
At 31 January 2019	849	8,918	9	-	6,923	16,699

The notes on pages 12 to 25 form part of these financial statements.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

1. General information

Delcam Limited is a company with limited liability incorporated in England and Wales. Its registered office address is Talbot Way, Small Heath Business Park, Birmingham, West Midlands, B10 0HJ. The principal activity of the Company is that of software licensing and development.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements for the year ended 31 January 2019 have been prepared under the historical cost convention and in accordance with Financial Reporting Standards 102, 'The Financial Reporting Standard applicable in the United Kingdom' and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The Company is itself a subsidiary company and is exempt from the requirement to prepare group financial statements by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the Company as an individual entity and not about its Group.

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the disclosure exemptions under FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" from the requirements of Section 7 Statement of Cash Flows and Section 33 Related Party Disclosures.

This information is included in the consolidated financial statements of Autodesk Inc., a company registered in the USA, as at 31 January 2018 and these financial statements may be obtained from Autodesk, Inc., 111 McInnis Parkway, San Rafael, CA 94903, USA.

2.3 Investments in subsidiaries and associates

Investments in subsidiaries and associates are held at cost less impairment.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

2. Accounting policies (continued)

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

The following criteria must also be met before revenue is recognised:

Sales of software and hardware are recognised when the goods are delivered and title has passed.

Sales of software maintenance and upgrade agreements form part of a multiple element contract and are spread on a straight-line basis over the length of the contract.

Income from software licensing and maintenance is recognised on an accruals basis in accordance with relevant contracts.

Training income is recognised on completion of the training.

Interest income is accrued on a timely basis, by reference to the principal outstanding at the effective interest rate applicable.

Grant income received against specific projects is offset against the costs recoverable on contract balances within receivables unless it is in excess of the costs incurred on those projects and then it is included within payables.

2.5 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

2. Accounting policies (continued)

2.8 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors, amounts due from/to group and associated undertakings, cash at bank and in hand and accruals.

Financial instruments that are payable or receivable within one year are measured initially and subsequently at the undiscounted amount of cash and other considerations expected to be paid or received. Financial instruments that are payable or receivable for more than one year are initially measured at the present value of future cash flows and subsequently at amortised cost using the effective interest method.

Financial assets that are measured at cost and amortised cost are assessed at the end of each of the reporting periods for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the assets original effective interest rate.

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is an enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.10 Foreign currency translation

The Company's functional and presentational currency is Pound Sterling (GBP).

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the statement of comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the statement of comprehensive income within 'other operating income'.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

2. Accounting policies (continued)

2.11 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.12 Interest income

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

2.13 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to the Statement of comprehensive income over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each Statement of financial position date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to Statement of comprehensive income over the remaining vesting period.

Where equity instruments are granted to persons other than employees, the Statement of comprehensive income is charged with fair value of goods and services received.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

2. Accounting policies (continued)**2.14 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the statement of financial position date, except that:

a) The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and

b) Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

No material judgements or uncertainties have been made in preparing the financial statements.

4. Turnover

An analysis of turnover by class of business is as follows:

	2019	2018
	£000	£000
Maintenance income	277	1,174
Royalty sales	6,927	6,492
	<u>7,204</u>	<u>7,666</u>

All turnover arose within the United Kingdom.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

5. Other operating income

	2019 £000	2018 £000
Research & development credit	1,144	-
Other income	404	-
Gain on foreign exchange	378	-
	<u>1,926</u>	<u>-</u>

6. Operating profit/(loss)

The operating profit/(loss) is stated after charging/(crediting):

	2019 £000	2018 £000
Exchange differences	18	475
Provision for impairment in investments in associates	34	83
Amortisation of intangible assets	48	88
	<u>100</u>	<u>646</u>

7. Auditors' remuneration

	2019 £000	2018 £000
Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	14	14
Fees payable in respect of accounts production	1	1
	<u>15</u>	<u>15</u>

8. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2018 - £NIL).

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

9. Directors' remuneration

There were no key management personnel other than the directors. During the year, no directors received any emoluments from the Company.

10. Interest receivable and similar income

	2019	2018
	£000	£000
Other interest receivable	<u>122</u>	<u>44</u>

11. Taxation

	2019	2018
	£000	£000
Corporation tax		
Current tax charge on profit/(loss) for the year	1	-
Adjustments in respect of previous periods	(1,375)	(196)
Total current tax (credit)/charge	<u>(1,374)</u>	<u>(196)</u>
Deferred tax		
Total deferred tax charge	-	-
Taxation credit on profit on ordinary activities	<u>(1,374)</u>	<u>(196)</u>

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

11. Taxation (continued)**Factors affecting tax charge for the year**

The tax credit assessed for the year is lower than (2018 - lower than) the standard rate of corporation tax in the UK of 19% (2018 - 19.16%). The differences are explained below:

	2019 £000	2018 £000
Profit/(loss) on ordinary activities before tax	1,475	(1,135)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	280	(217)
Effects of:		
Expenses not deductible for tax purposes	11	-
Income not taxable	(290)	-
Adjustments to tax charge in respect of prior periods	(1,375)	(196)
Unprovided deferred tax asset	-	217
Total tax credit for the year/period	(1,374)	(196)

Factors that may affect future tax charges

Following substantive enactment in 2015, the main rate of corporation tax will reduce from 19% (effective 1 April 2017) to 17% (effective 1 April 2020). This will impact the Company's future tax charges accordingly.

Deferred tax has been measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

12. Intangible assets

	Development expenditure £000	Trademarks £000	Total £000
Cost			
At 1 February 2018	357	158	515
At 31 January 2019	<u>357</u>	<u>158</u>	<u>515</u>
Amortisation			
At 1 February 2018	323	123	446
Charge for the year	33	15	48
At 31 January 2019	<u>356</u>	<u>138</u>	<u>494</u>
Net book value			
At 31 January 2019	<u>1</u>	<u>20</u>	<u>21</u>
At 31 January 2018	<u>34</u>	<u>35</u>	<u>69</u>

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

13. Fixed asset investments

	Investments in subsidiary companies £000	Investments in associates £000	Total £000
Cost or valuation			
At 1 February 2018	724	86	810
Disposals	(34)	(45)	(79)
At 31 January 2019	<u>690</u>	<u>41</u>	<u>731</u>
Impairment			
At 1 February 2018	336	28	364
Impairment on disposals	(34)	(28)	(62)
At 31 January 2019	<u>302</u>	<u>-</u>	<u>302</u>
Net book value			
At 31 January 2019	<u>388</u>	<u>41</u>	<u>429</u>
At 31 January 2018	<u>388</u>	<u>58</u>	<u>446</u>

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

13. Fixed asset investments (continued)**Subsidiary undertakings**

The following were subsidiary undertakings of the Company:

Name	Country of Incorporation	Principal Activity	Holding
Delcam Professional Services Limited	United Kingdom	Consultancy and advance manufacturing	100%
Beijing Delcam integrated System Co. Limited	China	Supply of CAD/CAM systems	100%
Delcam Malaysia Sdn. Bhd	Malaysia	Supply of CAD/CAM systems	100%
Delcam Software (India) Private Limited	India	Supply of CAD/CAM systems	100%
Delcam Consulting and Technology Services Limited	India	Consultancy	90%
Delcam Australia Pty Limited	Australia	Supply of CAD/CAM systems	100%
PT Delcam Indonesia	Indonesia	Supply of CAD/CAM systems	100%
Delta Soft LLC	Russia	Supply of CAD/CAM systems	100%
Delcam Technologies Limited	India	Consultancy	100%
Crispin Systems Limited	United Kingdom	Holding Company	100%
Delcam Partmaker Limited	United Kingdom	IT Services	100%

Associate

The following was an associate of the Company:

Name	Country of incorporation	Principal activity	Holding
Hankook Delcam Limited	South Korea	Supply of CAD/CAM systems	30%

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

14. Debtors

	2019 £000	2018 £000
Due after more than one year		
Deferred tax asset	106	-
	<u>106</u>	<u>-</u>
Due within one year		
Amounts owed by group undertakings	21,487	5,455
Other debtors	-	100
Prepayments and accrued income	-	92
Tax recoverable	2,974	167
	<u>24,567</u>	<u>5,814</u>

An impairment loss of £nil (2018: £986,380) was recognised against amounts owed by group undertakings in the year.

15. Cash at bank and in hand

	2019 £000	2018 £000
Cash at bank and in hand	16,445	32,847
	<u>16,445</u>	<u>32,847</u>

16. Creditors: Amounts falling due within one year

	2019 £000	2018 £000
Amounts owed to group undertakings	24,415	5,066
Corporation tax	-	108
Accruals and deferred income	348	652
	<u>24,763</u>	<u>5,826</u>

Amounts owed to group undertakings are unsecured and are repayable on demand. No interest is charged on these amounts as they have no fixed term of repayment.

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

17. Financial instruments

	2019 £000	2018 £000
Financial assets		
Cash and cash equivalents	16,445	32,847
Financial assets measured at amortised cost	21,487	5,555
	<u>37,932</u>	<u>38,402</u>
Financial liabilities		
Financial liabilities measured at amortised cost	<u>(24,458)</u>	<u>(5,826)</u>

Financial assets measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings and accruals.

18. Called up share capital

	2019 £000	2018 £000
Authorised, allotted, called up and fully paid		
8,491,404 (2018 - 8,491,404) Ordinary Shares of £0.10 each	<u>849</u>	<u>849</u>

19. Reserves**Share premium account**

The share premium account includes any premiums received on the issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Capital redemption reserve

The capital redemption reserve contains amounts from retained profits used to repurchase own shares.

Profit and loss account

This includes all current and prior period retained profits and losses, net of dividends paid.

20. Contingent liabilities

There were no contingent liabilities noted as at 31 January 2019 (2018: none noted).

DELCAM LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2019**

21. Capital commitments

The Company had no capital commitments as at 31 January 2019 (2018: none noted).

22. Related party transactions

The Company has taken the exemption under FRS 102 from disclosing transactions with 100% subsidiaries within the group.

23. Controlling party

Delcam Limited is a wholly owned subsidiary of Autodesk Development B.V a company incorporated in the Netherlands. Autodesk Development B.V is a wholly owned subsidiary of Autodesk Inc. a company incorporated in the USA. Autodesk Inc. is the ultimate controlling party of Delcam Limited.