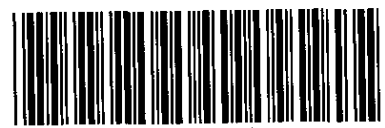


Energis Communications Limited
Company No: 02630471
Annual Report and Financial Statements
For the Year Ended 31 March 2021

Registered office Vodafone House
The Connection
Newbury
Berkshire
RG14 2FN
United Kingdom

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Energis Communications Limited

Company No: 02630471

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Energis Communications Limited

Company No: 02630471

Company Information

Directors	Prashant Bhagania Vodafone Enterprise Corporate Secretaries Limited Neil Andrew Wright
Company secretary	Vodafone Enterprise Corporate Secretaries Limited
Registration number	02630471
Registered office	Vodafone House The Connection Newbury Berkshire RG14 2FN United Kingdom

Energis Communications Limited

Company No: 02630471

Directors' Report for the Year Ended 31 March 2021

The Directors present their report and the financial statements for the year ended 31 March 2021.

Incorporation

The Company was incorporated as a private company limited by shares on 18 July 1991 and registered in England and Wales.

Principal activities

The Company has no trading or investment activity. No change in the Company's activities is envisaged in the foreseeable future.

The Company has taken advantage of the exemption in the Companies Act 2006 to not present a Strategic Report.

Review of the business and future development

The Directors do not anticipate that the business of the Company will change in the foreseeable future. There have been no subsequent events that would suggest future changes.

Results and Dividends

The income statement is set out on page 5 of the financial statements. The results for the year ended 31 March 2021 amounts to £nil (2020: £nil).

The Directors do not recommend the payment of a dividend for the year ended 31 March 2021 (2020: £nil).

Directors of the Company

The Directors, who held office during the year, were as follows:

Prashant Bhagania

Vodafone Enterprise Corporate Secretaries Limited

Neil Andrew Wright

Registered office

The registered office of the Company is Vodafone House, The Connection, Newbury, Berkshire, United Kingdom, RG14 2FN.

Political and charitable donations

No charitable donations, political donations or contributions to political parties under the Companies Act 2006 have been made by the Company during the financial year (2020: £nil). The Company follows Vodafone Group policy in that no political donations be made or political expenditure incurred.

Energis Communications Limited

Company No: 02630471

Directors' Report for the Year Ended 31 March 2021 (continued)

Principal risks and uncertainties

The Directors have assessed the risks that the Company is exposed to and the financial risks the Directors consider relevant to the Company include credit risk and liquidity risk. The Company follows the board approved policies of its parent Vodafone Group Plc, to manage these principal financial risks. In preparing the financial statements for the year, management has not used any significant assumptions.

Financial position and liquidity

The Directors consider that the Company has sufficient funding to meet its financial needs as they fall due. Accordingly, the Directors have prepared the financial statements on a going concern basis.

The Directors have reviewed the financial position of the Company, including the arrangements with Vodafone Group Plc undertakings. The Directors have also considered the financial position of the Company's ultimate parent Vodafone Group Plc, including centralised treasury arrangements and the availability of a credit facility.

On the basis of their assessment of the Company's financial position, the factors likely to affect its future development and performance, and the enquiries made of the directors of Vodafone Group Plc, the Company's Directors have no reason to believe that a material uncertainty exists that may cast doubt about the ability of the Company to continue as a going concern. Accordingly, they expect that the Company will be able to continue in operational existence for the foreseeable future and hence continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Research and development

The Company does not perform any research or development activities.

Going concern

The Directors are satisfied that, at the time of approval, it is appropriate to prepare the financial statements on a going concern basis.

Statement of Directors' Responsibilities

The Directors are responsible for preparing directors' report and the financial statements in accordance with applicable law and regulations.

Company law of England and Wales 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 Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101').

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:

Energis Communications Limited

Company No: 02630471

Directors' Report for the Year Ended 31 March 2021 (continued)

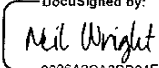
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- state whether applicable UK Accounting Standards, including FRS 101 have been followed subject to any material departures disclosed and explained in 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 proper 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 the system of internal control, for safeguarding the assets of the Company and, hence, for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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 year. 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.

Approved by the Board on 13 September 2021 and signed on its behalf by:

DocuSigned by:


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Neil Andrew Wright
Director

Energis Communications Limited

Company No: 02630471

Income Statement for the Year Ended 31 March 2021

The Company did not trade during the financial year, received no income and incurred no expenditure. Consequently, the Company made neither a profit nor a loss in the current year.

The Company has not recognised any other comprehensive income/(expense) and therefore no separate statement of comprehensive income has been prepared in respect of either year.

The notes on pages 8 to 11 form an integral part of these financial statements.

Energis Communications Limited

Company No: 02630471

Statement of Financial Position as at 31 March 2021

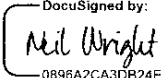
	Note	2021 £ 000	2020 £ 000
Net assets/(liabilities)		<u>-</u>	<u>-</u>
Equity			
Capital and reserves			
Called up share capital	5	19,601	19,601
Share premium account		342,206	342,206
Accumulated losses		<u>(361,807)</u>	<u>(361,807)</u>
Total Shareholders' funds/(deficit)		<u>-</u>	<u>-</u>

For the financial year ending 31 March 2021 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved by the Board and authorised for issue on 13 September 2021 and signed on its behalf by:

DocuSigned by:

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Neil Andrew Wright
Director

The notes on pages 8 to 11 form an integral part of these financial statements.

Energis Communications Limited**Company No: 02630471****Statement of Changes in Equity for the Year Ended 31 March 2021**

	Called up share capital £ 000	Share premium account £ 000	Accumulated losses £ 000	Total £ 000
At 1 April 2019	<u>19,601</u>	<u>342,206</u>	<u>(361,807)</u>	<u>-</u>
At 31 March 2020	<u><u>19,601</u></u>	<u><u>342,206</u></u>	<u><u>(361,807)</u></u>	<u><u>-</u></u>
At 1 April 2020	<u>19,601</u>	<u>342,206</u>	<u>(361,807)</u>	<u>-</u>
At 31 March 2021	<u><u>19,601</u></u>	<u><u>342,206</u></u>	<u><u>(361,807)</u></u>	<u><u>-</u></u>

The notes on pages 8 to 11 form an integral part of these financial statements.

Energis Communications Limited

Company No: 02630471

Notes to the Financial Statements for the Year Ended 31 March 2021

1 General information

Energis Communications Limited ('the Company') provides telecommunications and related services in the United Kingdom.

The Company is a private company limited by shares, incorporated and domiciled in England and Wales.

The address of its registered office is:

Vodafone House

The Connection

Newbury

Berkshire

RG14 2FN

United Kingdom

Registration number: 02630471

These financial statements were authorised for issue by the Board on 13 September 2021.

2 Significant accounting policies

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

2.1 Basis of preparation

The financial statements have been prepared in accordance with the Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention as modified by derivative financial assets and liabilities measured at fair value through profit or loss and in accordance with the Companies Act 2006, as applicable to companies using FRS 101.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed on page 10.

The Company's functional and presentation currency is Pounds Sterling.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- The requirements of paragraph 38 of IAS 1 *Presentation of Financial Statements* comparative information requirements in respect of:

- (i) paragraph 79(a)(iv) of IAS 1;

Energis Communications Limited

Company No: 02630471

Notes to the Financial Statements for the Year Ended 31 March 2021 (continued)

2 Significant accounting policies (continued)

2.1 Basis of preparation (continued)

- The requirements of following paragraphs of IAS 1 *Presentation of Financial Statements*:
 - 10(d), (statement of cash flows);
 - 10(f) (a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements);
 - 16 (statement of compliance with all IFRS);
 - 38A (requirement for minimum of two primary statements, including cash flow statements);
 - 38B-D (additional comparative information);
 - 40A-D (requirements for a third statement of financial position);
 - 111 (cash flow statement information);
 - 134-136 (capital management disclosures);
- The requirements of IAS 7 *Statement of Cash Flows*;
- The requirements of paragraph 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
- The requirements of paragraph 17 and 18A of IAS 24 *Related Party Disclosures*;
- The requirements in IAS 24 *Related Party Disclosures* to disclose related party transactions entered into between two or more members of a group
- The requirements of IFRS 7 *Financial Instruments: Disclosures*, because equivalent disclosures are included in the Vodafone Group Plc Annual Report in which the entity is consolidated;
- The requirements of paragraphs 91 to 99 of IFRS 13 *Fair Value Measurement*, because equivalent disclosures are included in the Vodafone Group Plc Annual Report in which the entity is consolidated;
- The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 *Revenue from Contracts with Customers*;

2.1.1 Going concern

The financial statements have been prepared on a going concern basis. The Directors are satisfied that, at the time of approving the financial statements, it is appropriate to adopt the going concern basis in preparing the financial statements. The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Directors' report starting on page 2.

The Directors have reviewed the financial position of the Company. Accordingly, they expect that the Company will be able to continue in operational existence for the foreseeable future and hence continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Energis Communications Limited

Company No: 02630471

Notes to the Financial Statements for the Year Ended 31 March 2021 (continued)

2 Significant accounting policies (continued)

2.1 Basis of preparation (continued)

2.1.2 New standards, amendments and IFRIC interpretation

No new accounting standards, or amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 March 2021, have had a material impact on the Company.

2.2 Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

3 Critical accounting estimates and assumptions

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

No estimates or assumptions have been identified as having significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

4 Employees and Directors' remuneration

Employees

The Company had no employees during the year (2020: nil).

Directors

The Directors did not receive any emoluments from the Company in respect of their services during the year (2020: £nil).

The Company's Directors were remunerated by other Group companies.

Energis Communications Limited

Company No: 02630471

Notes to the Financial Statements for the Year Ended 31 March 2021 (continued)

5 Share capital

Allotted, called up and fully paid shares

	2021		2020	
	No. 000	£ 000	No. 000	£ 000
Ordinary Shares of £0.1 each	<u>196,008</u>	<u>19,601</u>	<u>196,008</u>	<u>19,601</u>

6 Related party transactions

The Company has taken advantage of the Related Party Disclosures exemption granted under paragraph 8 'TRS 101' reduced disclosure framework, not to disclose transactions with Vodafone Group Plc group companies.

7 Controlling parties

The Company's immediate parent company is Cable & Wireless UK Holdings Limited, a company registered in England and Wales.

The Directors regard Vodafone Group Plc, a company registered in England and Wales, as the ultimate parent company and controlling party.

The smallest and largest group in which the results of the Company are consolidated is that of Vodafone Group Plc. The consolidated financial statements of Vodafone Group Plc may be obtained from the Company Secretary, Vodafone Group Plc, Vodafone House, The Connection, Newbury, Berkshire, RG14 2FNr from Vodafone Group's website <https://investors.vodafone.com>.