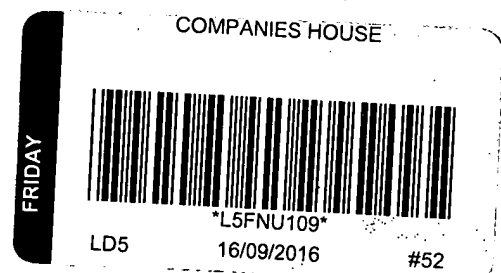


Registered number: 02935835

ALLURIAN LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2015



ALLURIAN LIMITED

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ALLURIAN LIMITED

COMPANY INFORMATION

Directors	C Birkett Y Jaffer J A Shearing G J Williams
Registered number	02935835
Registered office	Interoute Communications Limited 31st Floor 25 Canada Square London E14 5LQ
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors Donington Court Pegasus Business Park Herald Way East Midlands DE74 2UZ
Solicitors	Travers Smith LLP 10 Snow Hill London EC1A 2AL

ALLURIAN LIMITED

**DIRECTORS' REPORT
FOR THE PERIOD ENDED 31 DECEMBER 2015**

The directors present their annual report and the audited financial statements for the company for the period ended 31 December 2015.

The financial statements have been prepared in Pound Sterling, the functional currency of the company.

Principal activities

Allurian Limited is a non trading company. It forms part of the Easynet Group, the UK's largest independent provider of managed network and hosting services. This independence facilitates its exceptional service and commitment to innovation which in turn enables it to provide the best possible range of services to customers.

Directors

The directors who served during the period and up to the date of signing the financial statements, unless otherwise stated were:

C Birkett (appointed 15 October 2015)
Y Jaffer (appointed 15 October 2015)
J A Shearing (appointed 15 October 2015)
G J Williams (appointed 15 October 2015)
W W Churchill (resigned 15 October 2015)
M T Mulford (resigned 15 October 2015)
M J Thompson (resigned 15 October 2015)

Future developments

As part of the integration process of the former Easynet group entities to which the company belongs into Interoute, management has planned several Easynet group entities to be merged into Easynet Global Services Limited ("EGS"). The company is among the entities planned to be merged with EGS within 12 months of the balance sheet date. Management does not envisage significant change in the actual activities of the company in the forthcoming period resulting from the merger.

Financial risk management

The company's operations expose it to a variety of financial risks that include credit risk and liquidity risk.

(a) Credit risk

The company has implemented policies that require appropriate credit checks on potential customers before sales are made.

(b) Liquidity risk

Liquidity risk is that the company does not have sufficient liquid assets to meet its obligations as they fall due. Liquidity is maintained at a prudent level and the company ensures there is an adequate liquidity buffer to cover contingencies. The company maintains sufficient cash and open committed credit lines from credit institutions to meet its funding requirements and monitors cash flow as part of its day to day control procedures.

**DIRECTORS' REPORT
FOR THE PERIOD ENDED 31 DECEMBER 2015**

Going concern

The Company is dependent for its working capital on funds provided to it by Interoute Communications Limited, its intermediate parent undertaking. Interoute Communications Limited has indicated that it will continue to provide financial support by not seeking repayment of any balance due unless it is agreed by both parties and that the Company has sufficient funds to make the repayment and the Company has no reason to expect that making the repayment will cause it not to be able to pay all its other debts as they fall due for the foreseeable future.

As at the date of approval of these financial statements, the directors of the Company have no reason to believe this financial support will not be forthcoming in the event that it is required.

As at the date of approval of these financial statements, the directors of the Company have no reason to believe this financial support will not be forthcoming in the event that it is required.

Directors' responsibilities statement

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 the directors have prepared 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 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; 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 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.

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 that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that 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.

ALLURIAN LIMITED

**DIRECTORS' REPORT
FOR THE PERIOD ENDED 31 DECEMBER 2015**

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, were appointed during 2015 and have indicated their willingness to continue in office. A resolution concerning their re-appointment will be proposed at the Annual General Meeting.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:



C Birkett
Director

Date: 18 July 2016

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ALLURIAN LIMITED

Report on the financial statements

Our opinion

In our opinion Allurian Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2015 and of its result for the 13 month period (the "period") 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.
-

What we have audited

The financial statements, included within the Financial Statements (the "Annual Report"), comprise:

- the Balance Sheet as at 31 December 2015;
- the Profit and Loss Account for the period then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinions on matter prescribed by the Companies Act 2006

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

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report if, in our opinion, certain disclosures of directors' remuneration specified by law have not been made. We have no exceptions to report arising from this responsibility.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ALLURIAN LIMITED

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement, 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 & Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

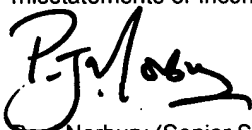
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Directors' Report and financial statements (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.



Paul Norbury (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
East Midlands

Date: 18 July 2016

ALLURIAN LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 31 DECEMBER 2015**

		13 months ended 31 December 2015 £000	8 months ended 30 November 2014 £000
	Note		
Result of ordinary activities before taxation		-	-
Tax on result on ordinary activities	4	<u>(120)</u>	<u>-</u>
(Loss)/result for the financial period	8	<u><u>(120)</u></u>	<u><u>-</u></u>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2015 or 2014 other than those included in the Profit and Loss Account above.

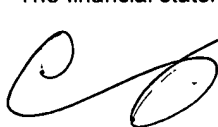
There are no material differences between the result on ordinary activities before taxation and the retained (loss)/result for the financial periods stated above and their historical cost equivalents.

The notes on pages 9 to 12 form part of these financial statements.

BALANCE SHEET
 AS AT 31 DECEMBER 2015

	Note	31 December 2015 £000	30 November 2014 £000
Current assets			
Debtors	5	2	124
Cash at bank and in hand		-	1
		<u>2</u>	<u>125</u>
Creditors: amounts falling due within one year	6	<u>(2)</u>	<u>(5)</u>
Net current assets		-	120
Total assets less current liabilities		<u>-</u>	<u>120</u>
Capital and reserves			
Called up share capital	7	860	860
Share premium account	8	429	429
Profit and loss account	8	(1,289)	(1,169)
Total shareholders' funds	9	<u>-</u>	<u>120</u>

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



C Birkett
 Director

Date: 18 June 2016

The notes on pages 9 to 12 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2015**

1. Accounting Policies

1.1 Basis of preparation of financial statements

These financial statements are prepared on the going concern basis under the historical cost convention, in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principle accounting policies, which have been applied consistently throughout the period, are set out below.

1.2 Going concern

The company meets its day-to-day working capital requirements through its group facility arrangements. The current economic conditions continue to create uncertainty particularly over a) level of demand for group's products and b) the availability of finance for the foreseeable future. The company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company should be able to operate within the levels of its current facilities. After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operating existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing the financial statements.

1.3 Cash flow statement

The Company is a wholly owned subsidiary company of a group headed by Interoute Communications Holdings S.A., and is included in the consolidated financial statements of that company, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 1 (revised 1996) 'Cash flow statements'.

2. Auditors' remuneration

Auditors' remuneration of £6,000 (2014: Nil) has been borne by Interoute Communications Limited on behalf of Allurian Limited.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2015**

3. Staff costs and directors emoluments

The Company has no employees other than the directors.

The emoluments of the directors prior to the Interoute acquisition of the Easynet group were paid by MDNX Group Holdings Limited, which made no recharge to the company, they were directors of MDNX Group Holdings Limited and a number of fellow subsidiaries and it is not possible to make an accurate apportionment of their emoluments in respect of each of these subsidiaries. Accordingly no emoluments in respect of these subsidiaries is included. Their total emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of MDNX Group Holdings Limited.

The emoluments of 1 of the directors is paid by the intermediate parent company, Interoute Communications Limited, which makes no recharge to the company. As the director was a director of Interoute Communications Limited and a number of fellow subsidiaries it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, no emoluments in respect of this director is included in staff costs. The total emoluments for this director are included in the aggregate of directors' emoluments disclosed in the financial statements of Interoute Communications Limited.

The emoluments of 1 of the directors is paid by the intermediate parent company, Interoute Communications Holdings SA, which makes no recharge to the company. As the director was a director of Interoute Communications Holdings SA and a number of fellow subsidiaries it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, no emoluments in respect of this director is included in staff costs. The total emoluments for this director are included in the aggregate of directors' emoluments disclosed in the financial statements of Interoute Communications Holdings SA.

The emoluments of the 2 remaining directors are paid by other group subsidiaries, which make no recharge to the company. As the directors were a director of a number of group subsidiaries, it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, no emoluments in respect of these directors are included in staff costs.

4. Tax on result of ordinary activities

	13 months ended 31 December 2015 £000	8 months ended 30 November 2014 £000
Release of tax debtor	120	-

Factors affecting tax charge for the period

There were no factors that affected the tax charge for the period which has been calculated on the results of ordinary activities before taxation at the standard rate of corporation tax in the UK of 20.31% (2014 - 21%).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2015**

4. Tax on result of ordinary activities (continued)

Factors that may affect future tax charges

The July 2015 budget statement announced changes to the UK Corporation tax rate which will reduce the main rate of corporation tax to 19% from 1 April 2017 and to 18% from 1 April 2020. This change was substantively enacted on 26 October 2015.

The March 2016 budget statement announced a further change to the UK Corporation tax rate which will now reduce the main rate of corporation tax to 17% from 1 April 2020. As the change has not been substantively enacted at the balance sheet date its effects are not included in these financial statements.

5. Debtors

	31 December 2015 £000	30 November 2014 £000
Amounts owed by group undertakings	-	4
Other debtors	2	120
	<u>2</u>	<u>124</u>

No interest is charged on amounts owed by other Group companies. These amounts are repayable on demand.

**6. Creditors:
Amounts falling due within one year**

	31 December 2015 £000	30 November 2014 £000
Amounts owed to group undertakings	2	-
Other creditors	-	5
	<u>2</u>	<u>5</u>

No interest is charged on amounts owed to other Group companies. These amounts are repayable on demand.

7. Called up share capital

	31 December 2015 £000	30 November 2014 £000
Allotted, called up and fully paid		
860,000 (2014: 860,000) Ordinary shares of £1 (2014: £1) each	<u>860</u>	<u>860</u>

ALLURIAN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2015**

8. Reserves

	Share premium account £000	Profit and loss account £000
At 1 December 2014	429	(1,169)
Loss for the financial period	-	(120)
At 31 December 2015	<u>429</u>	<u>(1,289)</u>

9. Reconciliation of movements in shareholders' funds

	31 December 2015 £000	30 November 2014 £000
Opening shareholders' funds	120	120
Loss for the financial period	(120)	-
Closing shareholders' funds	<u>-</u>	<u>120</u>

10. Related party transactions

The company has taken advantage of the exemption available under Financial Reporting Standard (FRS) No. 8 'Related Party Disclosures' not to disclose transactions between entities whose voting rights are 100% controlled within the Easynet Group of companies.

11. Ultimate parent undertaking and controlling party

The directors consider the Company's immediate parent undertaking to be Octium Limited, a Company incorporated in the United Kingdom.

Consolidated financial statements of Interoute Communications Holdings S.A., the intermediate parent undertaking of Interoute Communications Limited, can be obtained from the Company Secretary at RCS Luxembourg B 109,434, Carre bonn - 2-8 Avenue Charles De Gaulle, L-1653, Luxembourg. Interoute Communications Holdings S.A. is the parent of the smallest and largest group to consolidate these financial statements.

The directors consider the Company's ultimate parent undertaking and controlling party to be Emasan AG, a Company incorporated in Switzerland.