

# Maze 3 Limited

**Reports and Financial Statements for the  
Financial Year ended 31 December 2017**

THURSDAY



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20/09/2018  
COMPANIES HOUSE

**Maze 3 Limited**  
*Company number 08325025*

## **Contents**

	<b>Page</b>
Directors and other information	1
Directors' report	2
Statement of directors responsibilities	4
Independent auditors report	5
Income statement	8
Statement of comprehensive income	9
Statement of financial position	10
Statement of changes in equity	11
Notes to the financial statements	12

**Maze 3 Limited**  
*Company number 08325025*

**Directors**

Wesley Wheeler  
Doaa Fathallah  
Andrew Gravatt  
Daniel Silvernale

**Registered Office**

Ground Floor  
107 Power Road  
Chiswick  
London  
W4 5PY

**Bankers**

Bank of America, N.A.  
5 Canada Square  
London  
E14 5AQ

**Independent Auditors**

Deloitte Ireland LLP  
Chartered Accountants and Statutory Audit Firm  
Earlsfort Terrace  
Dublin 2  
Ireland

**Solicitors**

Clyde and Co LLP  
Beaufort House  
15 St Botolph Street  
London  
EC3A 7AR

## Directors' report

The directors present their directors' report and audited financial statements for the year ended 31 December 2017.

### Results and dividends

	Year ended 31 December 2017	Year ended 31 December 2016
	€'000	€'000
Loss for the financial year	7,827	111,826

The directors have not recommended the payment of a dividend (2016: Nil).

### Principal activities, business review and future developments

#### Principal activities

The company's principal activity was that of a holding company and it is the intention of the directors to continue as a holding company for the foreseeable future.

#### Business review

The company was incorporated in England, United Kingdom on 10 December 2012, and is a fully owned subsidiary of Maze 2 Limited. It is a private company limited by shares and is domiciled in the United Kingdom. It was set up together with Maze 2 Limited, to acquire Iridium France S.A.S. and its subsidiaries ('Iridium') by the syndicate of lenders to the vendor of Iridium.

On 21 December 2016, UPS Corporate Finance Sarl, a Luxembourg resident entity, purchased Maze 1 Limited, the then ultimate parent of Maze 3 Limited.

#### Going concern

The directors have prepared the financial statements on a going concern basis. More details can be found in Note 1 to these financial statements.

The company has support from the ultimate parent company, United Parcel Service, Inc ('UPS') a publicly listed company in the United States of America, which has confirmed that there is no intention to ask for repayment of amounts due to itself and other group companies in the foreseeable future, and not less than 12 months from the date of signing the audit report. The directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

#### Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

Wesley Wheeler

Peter Dunstan (appointed 21 December 2016, resigned 1 April 2017)

Raoul Stewardson (appointed 21 December 2016, resigned 1 April 2017)

Luis Arriaga (appointed 21 December 2016, resigned 1 April 2017)

Doaa Fathallah (appointed 1 April 2017)

Andrew Gravatt (appointed 1 April 2017)

Daniel Silvernale (appointed 1 April 2017)

## **Directors' report** *(continued)*

### **Financial risk management**

The group's operations expose it to a variety of financial risks that include the effects of price, credit, liquidity, foreign exchange, interest rate, commodity price and political risks. Due to the size of the company's operations, it is not exposed to a number of these financial risks, with the exception of foreign currency risk arising on its UK sterling denominated balances. The exposure to foreign exchange risk within the company is monitored and managed closely by the directors.

### **Employees**

There were no employees directly employed by the company during the year ended 31 December 2017. (2016: none)

### **Political contributions**

The Company made no political donations nor incurred any political expenditure during the year. (2016: none)

## Statement of directors' responsibilities

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

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, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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.

The directors 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.

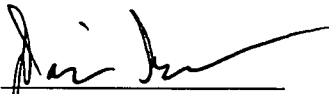
In the case of each director in office at the date the Directors' Report is approved:

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

### Independent auditors

The auditors, Deloitte Ireland LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual General Meeting.

On behalf of the board



Daniel Silvernale

Director

20 July 2018

## Independent auditor's report to the members of Maze 3 Limited

### Report on the audit of the financial statements

#### Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with FRS 101 "Reduced Disclosure Framework" issued by the Financial Reporting Council;
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Maze 3 Limited (the 'company') which comprise:

- the income statement;
- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity; and
- the related notes 1 to 11, including a summary of significant accounting policies as set out in note 1.

The financial reporting framework that has been applied in their preparation is applicable law and Financial Reporting Standard 101 "Reduced Disclosure Framework" issued by the Financial Reporting Council.

#### 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 auditor's 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 UK, including the FRC'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 are required by ISAs (UK) to report in respect of the following matters where:

- the Directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

#### 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 auditor's 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.

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## **Independent auditor's report to the members of Maze 3 Limited**

### **Other information (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 respect of these matters.

### **Responsibilities of 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, 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.

### **Auditor's 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 auditor's 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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## **Independent auditor's report to the members of Maze 3 Limited**

### **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 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Report on other legal and regulatory requirements**

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

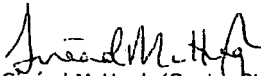
In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' report.

#### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.



Sinéad McHugh (Senior Statutory Auditor)  
For and on behalf of Deloitte Ireland LLP, Statutory Auditor  
Chartered Accountants and Statutory Audit Firm  
Deloitte & Touche House  
Earlsfort Terrace  
Dublin 2  
Ireland

Date: 18/09/2018

## Income Statement

For the year ended 31 December 2017

	Note	Year ended 31 December 2017 €000	Year ended 31 December 2016 €000
Operating expenses		-	(5)
<b>Operating profit/(loss)</b>	2	-	(5)
Interest payable and other similar expenses	4	(7,827)	(111,821)
<b>Loss before taxation</b>		(7,827)	(111,826)
Tax on loss	5	-	-
<b>Loss for the financial year</b>		(7,827)	(111,826)

All results derive from continuing operations.

The notes on pages 12 to 18 form part of these financial statements.

Maze 3 Limited  
Company number 08325025

## Statement of Comprehensive Income

For the year ended 31 December 2017

	Year ended 31 December 2017 €000	Year ended 31 December 2016 €000
Loss for the financial year	(7,827)	(111,826)
<i>Other comprehensive income: Items that may be reclassified to profit or loss</i>		
Net exchange differences	-	-
<b>Total comprehensive expense for the year</b>	<b>(7,827)</b>	<b>(111,826)</b>

The notes on pages 12 to 18 form part of these financial statements.

## Statement of Financial Position

As at 31 December 2017

	Note	2017 €000	2016 €000
<b>Non-current assets</b>			
Investments	6	15,540	15,540
<b>Current assets</b>			
Debtors	7	2,606	2,571
Cash at bank and in hand		-	59
<b>Total current assets</b>		<b>2,606</b>	<b>2,630</b>
<b>Creditors: amounts falling due within one year</b>	8	<b>(167,775)</b>	<b>(159,972)</b>
<b>Net current liabilities</b>		<b>(165,169)</b>	<b>(157,342)</b>
<b>Net liabilities</b>		<b>(149,629)</b>	<b>(141,802)</b>
<b>Capital and reserves</b>			
Called up share capital	9	-	-
Revaluation reserve		(62)	(62)
Accumulated losses		(149,567)	(141,740)
<b>Total Shareholders' deficit</b>		<b>(149,629)</b>	<b>(141,802)</b>

The notes on pages 12 to 18 form part of these financial statements.

The financial statements were approved by the Board on 20 July 2018 and signed on its behalf by:



Daniel Silvernale  
Director

20 July 2018

## Statement of Changes in Equity

For the year ended 31 December 2017

	Called up share capital	Revaluation reserve	Accumulate d losses	Total shareholders ' deficit
	€000	€000	€000	€000
<b>Balance as at 1 January 2016</b>	-	(62)	(29,914)	(29,976)
Total comprehensive loss for the financial year	-	-	(111,826)	(111,826)
<b>Balance as at 31 December 2016</b>	-	(62)	(141,740)	(141,802)
Total comprehensive loss for the financial year	-	-	(7,827)	(7,827)
<b>Balance as at 31 December 2017</b>	-	(62)	(149,567)	(149,629)

The notes on pages 12 to 18 form part of these financial statements.

## Notes to the financial statements

For the year ended 31 December 2017

### 1 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.

#### *Basis of preparation*

The financial statements of Maze 3 Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention, and in accordance with the Companies Act 2006 as applicable to companies using FRS 101.

The company is exempt by virtue of s.400 of the Companies Act 2006 from the requirement to prepare group financial statements as its results are included within the consolidated financial statements of its ultimate parent United Parcel Services Inc, which are publicly available (see note 10). These financial statements therefore present financial information about the company as an individual undertaking and not about its group.

The company is also exempt from the requirement to prepare a strategic report as it meets the definition of a small company under the Companies Act 2006.

As the company is a wholly owned subsidiary of United Parcel Services Inc, the company has taken advantage of the disclosure exemptions permitted by FRS 101. The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
  - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
  - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f) 16: 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 134 (d) – 34(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.
- the requirements of IFRS 3 paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j)-(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 [FRS 101: 8(b)]

#### *Critical accounting estimates and judgements*

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 critical judgements required when preparing the Company's financial statements are as follows:

(i) Impairment of investments – Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recovered. When a review for impairment is conducted the recoverable amount of an asset or cash-generating unit is determined based on the high of fair value, less costs to sell, and value in use calculations prepared on the basis of management's assumptions and estimates. The use of this method requires the estimation of future cash flows expected to arise from the continuing operation of the cash generating unit and the choice of a suitable discount rate in order to calculate the present value.

#### *Going concern*

The company has support from the ultimate parent company, United Parcel Service, Inc ('UPS'), which has confirmed that there is no intention to ask for repayment of amounts due to itself and other Group companies in the foreseeable future, and not less than 12 months from the date of signing the audit report. The directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

The financial statements do not reflect any adjustment should the going concern basis not be appropriate.

## Notes to the financial statements (continued)

For the year ended 31 December 2017

### 1 Accounting policies (continued)

#### *Investments*

Investments in subsidiaries are held at cost less accumulated impairment losses.

#### *Impairment of investments*

The carrying amounts of the company's investments are reviewed for impairment annually or when events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its income-generating unit exceeds its recoverable amount. A reversal of an impairment loss is recognised whenever there is an indication that an impairment loss previously recognised in a previous period no longer exists or has decreased. Impairment losses and reversals are recognised in the income statement.

#### *Borrowing*

All loans and borrowings are initially recognised at the fair value of the consideration received net of issue costs associated with the borrowing. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method. Finance cost comprises interest expense on borrowings, unwinding of the discount on provisions and the cost of forward foreign exchange contracts.

#### *Foreign currencies*

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in 'Euro' (€), which is also the company's functional currency. Transactions in currencies other than the company's functional currency are recognised at the rates of exchange prevailing on the dates of the transactions.

At each year-end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items denominated in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period.

#### *Taxation*

The charge for taxation is based on the result for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the year-end date.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

#### *Classification of financial instruments issued by the Company*

Financial liabilities are recognised initially at fair value of the consideration received plus transaction costs that are directly attributable to the acquisition or issue of the financial liability.

Subsequently, financial liabilities are measured at amortised cost with any difference between the proceeds (net of transaction costs) and the redemption value recognised in the income statement over its term using the effective interest method.

The company's investments in equity securities are recognised at cost less impairment.

## Notes to the financial statements (continued)

For the year ended 31 December 2017

### 2 Operating loss

The average number of persons employed by the company during the year (including Directors) was nil (2016: nil).

The auditors remuneration for the audit of these financial statements is borne by another Marken undertaking.

### 3 Remuneration of directors

The directors remuneration is borne by other Marken undertakings in both years.

### 4 Interest payable and similar expenses

	Year ended 31 December 2017 €'000	Year ended 31 December 2016 €'000
Financial debt management fees*	(3)	619
Interest payable	(7,855)	(11,025)
Unwinding expense**	-	(101,527)
Foreign exchange gain	31	112
<b>Interest payable and similar expenses</b>	<b>(7,827)</b>	<b>(111,821)</b>

\* Some costs recognised in previous years in Maze 3 Limited, relating to bank management fees performed for other group entities, were recharged in 2016 resulting in a credit of €892.

\*\*Refer to Note 8 for further details.

### 5 Tax on loss

	Year ended 31 December 2017 €'000	Year ended 31 December 2016 €'000
Current tax	-	-

#### Factors affecting the tax charge for the current year

The tax charge for the year is lower (2016: lower) from the standard rate of corporation tax in the UK for the year ended 31 December 2017 of 19.25% (2016: 20.00%). The differences are explained below:



**Notes to the financial statements (continued)**

For the year ended 31 December 2017

	Year Ended 31 December 2017 €'000	Year ended 31 December 2016 €'000
<i>Current tax reconciliation</i>		
Loss before taxation	(7,827)	(111,826)
Loss on ordinary activities multiplied by the standard rate in the UK of 19.25% (2016: 20.00%)	(1,506)	(22,365)
<i>Effects of:</i>		
Expenses not deductible for tax purposes	1,506	22,365
Tax losses carried forward	-	-
<b>Total tax charge for the year</b>	<b>-</b>	<b>-</b>

The UK Government has announced a staged reduction in the main rate of corporation tax. From 1 April 2015 the main rate of corporation tax was reduced from 21% to 20% and from 1 April 2017 it reduced to 19% and further reductions to 17% are scheduled from 1 April 2020.

*Deferred tax*

The Company has a Deferred Tax Asset as at 31 December 2017 of €97k (2016: €107k) which has not been recognised in the Financial Statements because the Directors are not certain of the recoverability of the asset.

Deferred Tax Assets are recognised for tax loss carry forwards and other timing differences to the extent that the realisation of the related tax benefit through future taxable profits is probable. The Company did not recognise deferred Income tax assets as follows:

	Year Ended 31 December 2017 €'000	Year ended 31 December 2016 €'000
Losses carried forward	97	107
<b>Unrecognised deferred tax asset</b>	<b>97</b>	<b>107</b>

**6 Investments**

	2017 €'000	2016 €'000
Beginning of the financial year	15,540	15,540
End of the financial year	15,540	15,540

On 21 December 2012, Maze 3 Limited paid a total consideration of £1 to acquire 100% of the ordinary shares of Iridium France S.A.S. Included below are all the subsidiaries that fall below Maze 3 Limited as a result of this purchase.

On 8 December 2014, Maze 3 Limited assumed the rights and obligations of the €135,000 senior term debt agreement originally held by Iridium France S.A.S. in exchange for an unsecured loan note of €135,000. On the same date, Iridium France S.A.S. issued 135,000 shares with a par value of €1 to Maze 3 Limited, which were paid by offsetting the above mentioned unsecured loan note. The investment of €135,000 was recognised initially at fair value at €15,540.

A call option agreement was entered into between Maze 3 Limited and UPS (UK) Limited, whereby Maze 3 Limited granted UPS (UK) Limited a 5 year option to purchase Iridium SAS at fair market value, effective from 25<sup>th</sup> October 2017.

**Notes to the financial statements (continued)**  
For the year ended 31 December 2017

The subsidiary undertakings at 31 December 2017 were:

Subsidiary name and address of registered office	Country of incorporation/ registration	Nature of business	Ordinary shares directly held by the Company (%)	Ordinary shares directly held by the Group (%)
Iridium France SAS. 11-15 Quai De Dion Bouton, 92800 Puteaux, France	France	Intermediate holding company	100%	
Platinum France Investissements S.A.S. 11-15 Quai De Dion Bouton, 92800 Puteaux, France	France	Intermediate holding company		100%
Marken Services Limited Ground Floor, 107 Power Road, Chiswick, London W4 SPY	UK	Head office financing company		100%
De Facto 1341 Limited Ground Floor, 107 Power Road, Chiswick, London W4 SPY	UK	Intermediate holding company		100%
Macken Time Critical Express SA (Argentina) Suipacha 268, floor 12, 1008 - Buenos Aires, Argentina	Argentina	Trading company		100%
Marken S.A.S. 11-15 Quai De Dion Bouton, 92800 Puteaux, France	France	Trading company		100%
Marken Limited Ground Floor, 107 Power Road, Chiswick, London W4 SPY	UK	Trading company		100%
Marken Time Critical Express Limited Ground Floor, 107 Power Road, Chiswick, London W4 SPY	UK	Trading company		100%
Marken Time Critical Express (Beijing) Limited Room 404-B204, F/4, Block No. 1, Courtyard No. 15, Guanghua Road, Chaoyang District, Beijing	China	Trading company		100%
Marken Switzerland AG Ground Floor, 107 Baarerstrasse 112, 6302 Zug, Switzerland	Switzerland	Trading company		100%
Marken LLP Corporate Trust Centre, 1209 Orange Street, Wilmington, Delaware 1980	US	Trading company		100%
Marken Time Critical Express GmbH 11-15 Monchhofallee 13, 65451 Kelsterbach Germany	Germany	Intermediate holding company		100%
Marken Germany GmbH Großmoorin 4, 21079 Hamburg, Germany	Germany	Trading company		100%

**Notes to the financial statements (continued)**

For the year ended 31 December 2017

**6 Investments (continued)**

Subsidiary name and address of registered office	Country of incorporation/ registration	Nature of business	Ordinary shares directly held by the Company (%)	Ordinary shares directly held by the Group (%)
Marken Korea LLC Room 1611, 16th Floor, 220 Yeongsin-ro, Yeongdeungpo-gu, Seoul	South Korea	Trading company		100%
Marken LLC (Russia) Russia, 129301, Moscow, Kasatkina street. 13, bld. 5.	Russia	Trading company		100%
Marken Brasil Servicos de Cadeia de Suprimentos Ltda. Avenida Vereador Joao de Luca, 1.8 10, Jardim Prudencia, 0438 1-001, Sao Paulo, State of Sao Paulo, Brazil	Brazil	Trading company		100%
Marken Customs Brokerage LLC Corporate Trust Centre, 1209 Orange Street, Wilmington, Delaware 1980	US	Dormant company		100%
Marken (South America) Limited Ground Floor, 107 Power Road, Chiswick, London W4 3PY	UK	Trading company		100%
Marken Taiwan Limited 7F., No.300, Yangguang St., Neihu Dist., Taipei City 11491, Taiwan	Taiwan	Trading company		100%

**7 Debtors**

	2017 €'000	2016 €'000
Amounts owed from group undertakings	2,606	2,571
	<b>2,606</b>	<b>2,571</b>

Amounts owed from group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

**Notes to the financial statements (continued)**

For the year ended 31 December 2017

**8 Creditors: amounts falling due within one year**

	2017 €'000	2016 €'000
Amounts owed to group undertakings	12,372	159,887
Amounts owed to parent	155,402	-
Other creditors	1	25
Accruals and deferred income		60
	<b>167,775</b>	<b>159,972</b>

On 8 December 2014, Maze 3 Limited assumed the rights and obligations of the €135,000 senior term debt agreement originally held by Iridium France S.A.S. Repayment of this debt is by way of mandatory and voluntary repayment. The maturity date of this debt was 31<sup>st</sup> December 2017 with any balance outstanding repayable in full on that date.

The senior term debt was recognised initially at fair value at €15,540. Subsequently, the debt was measured at amortised cost using the effective interest rate, with the difference between the fair value and redemption value being recognised in the Income Statement over the term of the borrowing as a finance cost.

On 21 December 2016, the ultimate parent company of Maze 3 Limited, Maze 1 Limited was purchased by UPS Corporate Finance Sarl, a Luxembourg resident company whose ultimate parent company is United Parcel Service, Inc. As part of the acquisition arrangement, the external debt of Maze 3 Limited, of €147,310 (€135,000 plus interest capitalised), was settled by UPS Corporate Finance Sarl, in exchange for an intercompany loan. At the date of the acquisition the amortisation on the senior debt needed to be fully unwound resulting in finance costs of €101,528 being recognised in the Income Statement.

The maturity date for the intercompany loan is 1 September 2018 whereby any balance outstanding including interest and expenses are repayable in full.

The remainder of the amounts owed to group undertakings, €12,372 are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

**9 Called up share capital**

	2017 €	2016 €
<i>Allotted, called up and fully paid</i>		
1 (2016:1) Ordinary share of €1 each	1	1

The Company was incorporated on 10 December 2012 and issued 1 ordinary share of €1 for a total consideration of €1.

**10 Ultimate controlling party**

The immediate parent undertaking is Maze 2 Limited, a company incorporated in the UK. The financial statements of this company are available to the public and can be obtained from the Companies House web site at <http://www.companieshouse.co.uk>.

The ultimate parent company is United Parcel Service, Inc. ('UPS'), a company incorporated in the United States of America. Maze 1 Limited and its subsidiaries including Maze 2 Limited were acquired by UPS on 21<sup>st</sup> December 2016. Copies of the consolidated financial statements of United Parcel Service Inc, are available to the public and can be obtained from the Company's website <http://www.investors.ups.com>

**11 Subsequent events**

There are no significant subsequent events.