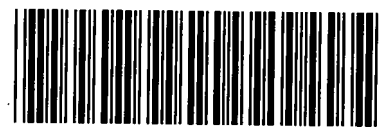


Precision Risk & Intelligence Limited

Report & Financial Statements

For the period from 6 September 2013 to 31 December 2014

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Company Registration No. 08680122

PRECISION RISK & INTELLIGENCE LIMITED

Financial Statements

For the period from 6 September 2013 to 31 December 2014

COMPANY INFORMATION

Company Registration Number:	08680122
Registered Office:	Lysander House (2 nd Floor) Catbrain Lane, Cribbs Causeway Bristol BS10 7TQ
Directors:	A Banks E Bilney J Coetzee
Company Secretary:	E Bilney
Bankers:	Barclays Bank 53 – 55 Broadmead Bristol BS1 3EA
Auditor:	BDO LLP Registered Auditors & Chartered Accountants 55 Baker Street London United Kingdom

PRECISION RISK & INTELLIGENCE LIMITED

Financial Statements

For the period from 6 September 2013 to 31 December 2014

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PRECISION RISK & INTELLIGENCE LIMITED

Report of the Directors

For the period from 6 September 2013 to 31 December 2014

Report of the Directors

The Directors present their report and the audited financial statements for the period from 6 September 2013 to 31 December 2014.

Principal Activity

The Company's principal business activity is the supply of investigative and security services, including risk management services for organisations and individuals.

Business Review & Future Developments

The Company was incorporated on 6 September 2013.

Going forward the Company is looking to maintain the services it is currently providing.

Results & Dividends

The loss for the period after taxation amounted to £1,301,009 arising from expenses being greater than income in the Company's initial development stages. No dividends have been paid.

Directors

The Directors who served during the period and to the date of signing the financial statements were:

A Banks (appointed 6 September 2013)
E Bilney (appointed 6 September 2013)
J Coetzee (appointed 6 September 2013)

Strategic Report Exemption

The Directors have taken advantage of the small companies' exemption as defined under the Companies Act 2006 from the requirement to prepare a strategic report.

Going concern status

The Directors believe that the Company continues to have adequate resources to manage its business risks successfully. The Directors have received assurances from ICS Risk Solutions Limited and the Company's ultimate beneficial owner, Arron Fraser Banks, that he will provide adequate financial support to the Company in order to ensure that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Company continues to adopt the going concern basis in preparing its financial statements.

Financial Risk Management Objectives and Policies

The Group parent company, PRI Holdings Limited, uses financial instruments such as cash, loans, debtors and creditors in order to raise finance for the Company's operations. The existence of these instruments exposes the Company to financial risks which are detailed as follows:

Liquidity risk / cash flow risk

The Group seeks to manage financial risk by ensuring sufficient liquidity is available to meet its foreseeable needs and to invest cash assets safely and profitably. The Group as a whole monitors cash flow using sophisticated forecasting techniques to ensure that all liabilities are met when due.

PRECISION RISK & INTELLIGENCE LIMITED

Report of the Directors

For the period from 6 September 2013 to 31 December 2014

Financial Risk Management Objectives and Policies (continued)

Interest rate risk

The Company has minimal exposure to interest rate fluctuations on bank borrowings as these are covered by its parent company and no interest is charged by related companies on inter-company debt.

Credit Risk

The principal credit risk for the Group arises from its trade debtors in relation to money lent across the group companies. In order to manage credit risk the Directors have incorporated a range of credit control procedures to monitor debt levels and to ensure that any debts are collected as soon as reasonably possible. In the initial stages of the Company, no debtor balances and therefore no credit risk remains at the period end.

PRECISION RISK & INTELLIGENCE LIMITED

Report of the Directors

For the period from 6 September 2013 to 31 December 2014

Statement of Directors' Responsibilities

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 elected to prepare 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 estimates that are reasonable and prudent;
- 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.

Provision of Information to Auditor

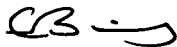
Each of the persons who is a Director at the time when this Directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the Company's auditor is 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 information needed by the Company's auditor in connection with preparing their report and to establish that the Company's auditor is aware of that information.

Auditor

The auditors are BDO Limited who are eligible for re-appointment.

This report was approved by the Board and signed on its behalf.



E Bilney

Director

Date: 26/06/2015

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRECISION RISK & INTELLIGENCE LIMITED

Independent Auditor's report

We have audited the financial statements of Precision Risk and Intelligence Limited for the period ended 31 December 2014 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its loss for 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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the period for which the financial statements are prepared is consistent with the financial statements.

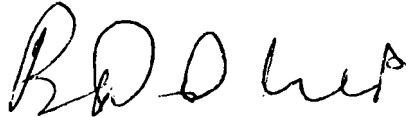
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRECISION RISK & INTELLIGENCE LIMITED

Independent Auditor's report (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.



*David Roberts (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London, UK*

Date 26 June 2015

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

PRECISION RISK & INTELLIGENCE LIMITED

Profit and Loss Account

For the period from 6 September 2013 to 31 December 2014

Profit and loss account

	NOTES	For period ending 31 December 2014 £
Turnover	1	66,180
Cost of sales		<u>(50,555)</u>
Gross profit		15,625
Administration expenses		<u>(1,319,677)</u>
Operating loss	2	(1,304,052)
Interest receivable and similar items		<u>2,943</u>
Loss on ordinary activities before tax		(1,301,109)
Tax on loss on ordinary activities	5	-
Loss for the financial period	10	<u>(1,301,109)</u>

The notes on pages 8 to 12 are an integral part of these financial statements.

All amounts relate to continuing operations and are stated on a historical cost basis.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account.

PRECISION RISK & INTELLIGENCE LIMITED

Balance Sheet

As at 31 December 2014

Balance sheet	NOTES	2014 £	2014 £
Fixed assets			
Tangible fixed assets	6		16,266
Current assets			
Debtors	7	42,550	
Cash at bank		<u>7,619</u>	
			50,169
Creditors:			
Amounts falling due within one year	8		(1,367,444)
Net current assets			<u>(1,301,009)</u>
Capital and reserves			
Share capital	9, 10		100
Profit and loss account	10		<u>(1,301,109)</u>
Shareholders' funds	10		<u>(1,301,009)</u>

The notes on pages 8 to 12 are an integral part of these financial statements.

These financial statements are prepared in accordance with the provisions applicable to entities subject to the small entities regime.

The financial statements were approved by the Board of Directors' and authorised for issue on its behalf by:


E Bilney
Director

Date: 26/05/2015

PRECISION RISK & INTELLIGENCE LIMITED

Notes to the Financial Statements

For the period 6 September 2013 to 31 December 2014

Notes to the financial statements

1. Principal accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements:

1.1 Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards (United Kingdom Generally Accepted Accounting Practice).

1.2 Going concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Directors have received assurances from ICS Risk Solutions Limited and the Company's ultimate beneficial owner, Arron Fraser Banks, that he will provide adequate financial support to the Company in order to ensure that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Company continues to adopt the going concern basis in preparing its financial statements.

1.3 Cash flow

The Directors have taken advantage of the small companies' exemption as defined under FRS 1 and the Companies Act 2006 from the requirement to prepare a cash flow statement.

1.4 Turnover

Turnover primarily represents fees receivable for the supply of investigation services, principally regarding the investigation of fraudulent claims. Turnover is stated net of any discounts, returns and value added taxes. Turnover is recognised on an accruals basis to match income to specific costs incurred on the supply of investigation services which are being recharged at a mark-up.

1.5 Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement.

The current income tax charge is calculated on the basis of the tax laws enacted or substantially enacted at the balance sheet date.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which temporary differences can be utilised.

1.6 Tangible assets

Tangible assets are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation on tangible assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives as follows:

- Computer hardware and computer software: 3 years straight line

PRECISION RISK & INTELLIGENCE LIMITED

Notes to the Financial Statements

For the period 6 September 2013 to 31 December 2014

2. Operating loss

	For period ending 31 December 2014 £
Operating loss is stated after charging:	
Depreciation of tangible fixed assets	12,031
Auditor's remuneration – audit services	10,000
Staff costs (note 3)	<u>264,798</u>

3. Staff costs

	For period ending 31 December 2014 £
Wages and salaries	238,003
Social security costs	26,427
Pension Costs	<u>368</u>
	<u>264,798</u>

Staff-related costs are recharged from Rock Services Limited, a related party through the same ultimate controlling party. The Directors have taken advantage of the small companies' exemption as defined under the Companies Act 2006 from the requirement to disclose information on average employee numbers.

4. Directors' emoluments

	For period ending 31 December 2014 £
Directors' emoluments	<u>85,223</u>
	<u>85,223</u>

PRECISION RISK & INTELLIGENCE LIMITED

Notes to the Financial Statements

For the period 6 September 2013 to 31 December 2014

5. Tax on loss on ordinary activities

	For period ending 31 December 2014 £
Current tax:	
- UK corporation tax on loss for the period	-
A potential deferred tax asset of £256,664 arises on tax losses for the period.	
Reconciliation of current tax charge	
Loss on ordinary activities before tax	(1,301,109)
Tax on loss on ordinary activities at standard CT rate of 21.86%	(284,408)
Effects of:	
- Fixed asset differences	6,185
- Expenses not deductible for tax purposes	4,261
- Capital allowances in excess of depreciation	(9,741)
- Unrelieved tax losses and other deductions arising in the period	283,703
Current tax charge/(credit) for the period	-

PRECISION RISK & INTELLIGENCE LIMITED

Notes to the Financial Statements

For the period 6 September 2013 to 31 December 2014

6. Tangible assets

	Computer hardware £	Computer software £	Total £
Cost			
Additions	17,285	11,011	28,296
At 31 December 2014	<u>17,285</u>	<u>11,011</u>	<u>28,296</u>
Accumulated depreciation			
Charge for the period	6,685	5,345	12,030
At 31 December 2014	<u>6,685</u>	<u>5,345</u>	<u>12,030</u>
Net book amount			
At 31 December 2014	<u>10,600</u>	<u>5,666</u>	<u>16,266</u>

7. Debtors

	2014 £
Called up share capital not paid	100
Recoverable VAT	42,450
	<u>42,550</u>

8. Creditors: Amounts falling due within one year

	2014 £
Amounts owed to related parties (note 11)	1,340,905
Accruals	26,539
	<u>1,367,444</u>

Amounts owed to related parties are unsecured, interest free and are repayable on demand.

9. Called up share capital

	2014 £
Authorised, allotted and called up:	
100 Ordinary shares of £1 each	100
	<u>100</u>

PRECISION RISK & INTELLIGENCE LIMITED

Notes to the Financial Statements

For the period 6 September 2013 to 31 December 2014

10. Reconciliation of movement in shareholders' funds

	Share capital	Profit & loss	Total
	£	account	£
		£	
Balance at 6 September 2013	-	-	-
Issue of ordinary share capital	100	-	100
Loss for the period	-	(1,301,109)	(1,301,109)
Balance at 31 December 2014	100	(1,301,109)	(1,301,009)

11. Related party transactions

Transactions during the period with related parties were as follows:

Transactions with entities sharing key management	Period ending 31 December 2014	Period ending 31 December 2014
	Income	Expense
	£	£
Precision Risk Services Limited	24,936	(332,608)
Rock Services Limited	-	(956,611)
	24,936	(1,289,219)

Balances at the end of the period with related parties were as follows:

Period end balances arising from transactions with entities sharing key management	2014	2014	2014
	Due from	Due to	Net
	£	£	£
Recharges:			
Precision Risk Services Limited	-	(192,972)	(192,972)
Rock Services Limited	-	(956,611)	(956,611)
Loans (unsecured, interest free and repayable on demand):			
Precision Rick Services Limited	-	-	-
Rock Services Limited	-	(191,322)	(191,322)
	-	(1,340,905)	(1,340,905)

12. Ultimate parent undertaking and controlling party

The ultimate parent undertaking is PRI Holdings Limited. The registered address is Akara Building, 24 De Castro Street, Wickhams Cay 1, Road Town, Totola, BVI.

The ultimate controlling party of PRI Holdings Limited is A Banks, by virtue of his majority shareholding in the company.