crimson tide plc

annual report & accounts 2010

mpro
simply smart

Crimson Tide is a leading service provider of mobile data solutions and software for business. The company is listed on the AIM market of The London Stock Exchange with offices in the UK and Ireland

Our values are Partnership, Dynamism and Teamwork.

Crimson Tide's mpro solutions are used in a wide range of environments, from blue chip organisations to high street stores to landmark buildings. Our healthcare solutions are used for nurse, patient and drug management and our vehicle based solutions monitor the delivery of newspapers and vegetable oils.

Crimson Tide supplies all of the software and hardware required for its mpro solutions on a subscription basis, there is no need for the customer to commit up front capital and our services show immediate Return On Investment. Contracts are typically of 36 month duration and the Company's subscriber book continues to grow.

Find out more about Crimson Tide and mpro at www.crimsontide.co.uk

annual report & accounts 2010

2010 HIGHLIGHTS

Financial Highlights

- Maiden full year profit before tax of £7k (2009: loss of £67k)
- Revenues from core mobile data solutions and software increased by 13% to £1.3 million (2009: £1.1 million) as the Company continues to move away from lower margin work
- Total revenues increased to £1.51 million (2009: £1.46 million)
- £516k raised (net of expenses) with a further £500k before expenses raised in January 2011 to fund expansion

Operational Highlights

- Significant contract wins including Associated Newspapers, Manchester City Council, Hydrex and a major US healthcare provider shows diversity of client base and relevance to different sectors
- Further development of own brand software product, mpro
- Landmark contract win in South Africa underlines potential outside UK and Irish markets

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REAL WORLD MOBILE DATA SOLUTIONS

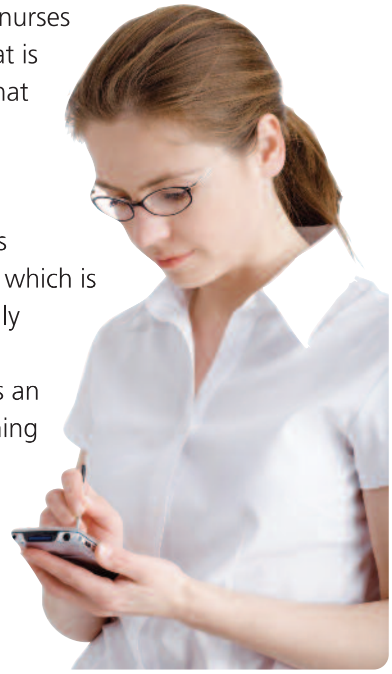
Our mobile data solutions are used in an incredibly diverse range of environments.

Audits of cleanliness and facilities are completed every day in high street name stores such as Primark, Next and Debenhams. Our smartphones and rugged pdas record all sorts of information including simple items such as "is the desk clean?" to more complex questions such as "can you service this piece of equipment according to its warranty?" Tens of thousands of these audits are synchronised wirelessly over the mobile phone network or by Wi-Fi every month.

Each night, the Metro newspaper is distributed to thousands of news racks across the country. Our mpro application allows delivery drivers to scan a barcode on the news rack and take before and after photos of the Metros delivered and returned. We even have a map showing the number of Metros in each news rack.

Complex schedules have been created on our hosted web servers pre-populating jobs that need to be done at a great number of supermarkets on a regular basis. The schedules allow a specific number of instances, on a specific day of the week or on a regular calendar basis. When a field worker picks up his smartphone or pda, the job has been scheduled for him automatically and he can complete his job efficiently.

In healthcare, our mpro applications are helping patients and nurses complete information that is critical to healthcare or that can be used to record information from clinical trials to improve drug efficiency. Patient systems record bleed information which is synchronised automatically back to the hospital. Our clinical trial system allows an infinite range of questioning of patients in a hospital environment.



"Using mpro, KBA (UK) has achieved considerable efficiencies across our finance, sales, customer service and parts operations thereby reducing our processing costs and allowing us to invoice much more quickly and efficiently. Our field based engineers are using the mpro system to record the tasks undertaken and we are in a position to invoice as soon as they leave the customer. Benefits to our business include improved cash flows, reduced processing costs, less queries and rejections and a company wide CRM system which allows users access for information and processing of their respective tasks."

Christian W Knapp
Managing Director
KBA(UK)

"We had a major issue with our field engineers, they worked remotely and everything was paper based with them coming in to the office once a week, so a really slow information trail and customer feedback.

We used to spend a fortune on printing the job tickets and posting out to the engineers, we've saved money now and our staff are more efficient with our mpro solution. Not only that but we've expanded our service offering once customers realise the information is real time and they can get a same day report and know the jobs complete or needs action.

The Crimson Tide team is responsive and professional, and always come up with a solution to any specific thing a customer wants.

All in all, a great partnership."

Gary Cameron
Operations Director
PROtech IT Hygiene, part of Rentokil-Initial

We have spent time learning from our customers' requirements and have now modularised much of the core of our systems. Our scheduling website can be applied to engineers, nurses or patients. Our field based users can complete forms relating to drugs, assets or even people.

We believe we have an infinite range of opportunities to mobilise businesses, government organisations, healthcare providers and patients on mpro. Our newest application, mpro gemini, is being released to market in June 2011 and adds deep asset functionality, bar-coding and the ability to initiate new forms from the device. We will also release mpro on different mobile platforms commencing mid 2011.

CHAIRMAN'S STATEMENT

The results for the year ended 31 December 2010 reflect the Company's first annual profit before tax since listing on AIM. The figures are entirely satisfactory and in line with our expectations. They do not, however, reflect some significant events which occurred in the second half and beyond which give the Directors a great deal of confidence for the future.

The Company's growth had been restricted by the lack of working capital available to fund its subscriber business. Debt was virtually impossible to secure and capital for smaller companies scarce. At the end of the year, however, we were able to secure equity with the help of WH Ireland which, along with a further tranche issued to the Helium fund early in 2011 enabled the Company to plan with more certainty and finance the subscribers we need to fulfil our business plan.

This growth is being seen in the first quarter of 2011, where we have added more subscribers than ever before and have also expanded our pipeline significantly. Average subscribers per transaction has increased and we continue to experience very high rates of renewal.

Significant contract wins included Associated Newspapers where, each night of the working week, the delivery of over one million Metro newspapers are recorded using our mpro system. At Manchester City Council, field instructors record membership details of people taking part in an Active Lifestyles scheme. At Hydrex, a major supplier of plant & machinery for hire, engineers use mpro's asset management capabilities to service heavy duty equipment. We also won our first contract in South Africa, proving our solutions are not limited to the UK and Irish markets.

During the year we also launched our own brand software product mpro3. A significant amount of development took place, learning from the requirements of our customers and the product has now evolved into mpro gemini, a system which adds asset and part management to its capabilities. Shareholders should note that only a small amount is capitalised in the Balance Sheet in respect of this development.

As we have moved into 2011, the emphasis of the company is focused on further growth in the subscriber book. We have, for the first time, been able to finance a comprehensive marketing campaign, which has rebranded our solutions under the mpro name. The challenge now is to deliver the solutions to the opportunities we have identified, using the capital that has put us in a position to deliver with confidence.

Crimson Tide has a team of skilled, committed people who are dedicated to the Company's success. As ever, I thank them sincerely for their efforts. I also thank the shareholders who have supported us, both in recent times and those who have remained steadfastly with us since we listed on AIM.

Barrie Whipp
Executive Chairman
31 May 2011

OPERATING AND FINANCIAL REVIEW

I am pleased to report our first full year profit before tax since coming to AIM and the positive progress Crimson Tide continues to make in growing our core mobile data solutions business.

OPERATING REVIEW

Over the year, Crimson Tide remained focused on growing the subscriber base of customers, supplying them with our mobility software applications, on handheld pda or smartphones, synchronised to a secure database, in return for typically a three year subscription agreement. The customer is able to rely on our technical I.T. skills to quickly implement a mobility solution that allows their mobile workforce to achieve often significant efficiency and productivity gains, avoiding the associated capital cost and achieving a visible return on investment in a short timescale. There has been no slackening in interest despite the economic conditions, as the solutions we provide become increasingly essential to maintain competitiveness.

As previously reported, the greatest risk Crimson Tide faced was insufficient financial resources to fund the growth of our subscription book and satisfy customer demand. In the future, we expect that our range of maturing subscribers will generate more than sufficient cashflows to fund the devices required by new subscribers but until that point is reached, our subscription model requires working capital resources. Various avenues of finance were explored over the year without success until in October 2010, we were able to announce a placing through W.H. Ireland that raised £516,000 net of expenses, closely followed by another in January 2011, when we announced a placing with the Helium Special Situation Fund which raised a further £500,000 before expenses.

The Board of Directors and management team regularly monitor key performance indicators and trends to help manage the business and ensure we are on course to achieve our strategic and financial objectives. These include statistics concerning our subscribers and future contracted revenues, cashflows and the lag between selling our services and delivering the solutions. Our performance for most of 2010 has been frustratingly held back as a result of our funding issues as we juggled resources between day rate software development work to generate immediate cash, and our strategic push for more subscribers. With the funding requirement resolved, we have been able to immediately accelerate subscriber additions, signing agreements for a significant number of new subscribers since November 2010, and renewing agreements for a further three year term for over 150 existing subscribers. Our contracted book of future subscription revenues now totals over £1m.

With the financial risk dealt with, Crimson Tide is in a strong position to grow the subscriber book much faster whilst remaining cognisant to balance the rate of growth with shareholder demands to now see increasing profitability. The business is taking the opportunity to greatly expand its sales reach through new channel partners, experts in mobile telecoms but not software, each with customer bases potentially requiring our solutions. In addition, we have commenced new marketing initiatives (marketing spend in 2010 was negligible) to generate leads both via the channel and directly. We are recruiting additional staff to improve our productivity, and we continue to invest in our core applications to further improve functionality and reporting and add additional operating platforms. The nature of the subscription model means that as we progress through the year, a greater proportion of the value achieved from securing new subscribers as a result of this investment will actually benefit future periods, so current year overheads will continue to be closely monitored and controlled to maintain the balance required. Going forward the business will benefit from significant economies of scale as subscriber growth can be achieved with a proportionately much lower increase in headcount and other operating costs.

FINANCIAL REVIEW

Crimson Tide is now mostly focused on providing mobile data solutions as the move away from lower margin reselling activities continued during 2010. Despite the financial constraints, turnover from providing mobile

OPERATING AND FINANCIAL REVIEW CONTINUED

data solutions and software development services increased in 2010 to £1.3 million, up 13% from 2009 whereas turnover from reselling and supporting software solutions fell to £210k down from £315k in 2009. We were able to achieve a further 5% reduction in administrative overheads in 2010 giving a total profit from operations of £29k verses a loss in 2009 of £21k. After interest costs, we achieved a profit before tax in 2010 of £7k against a loss in 2009 of £67k.

Shareholders should note that the carrying value of capitalised software development at the end of 2010 was only £140k reflecting only a small proportion of the intellectual property value of our mpro software applications. Consequently, in future periods Crimson Tide's profitability, unlike many other software businesses, will not be significantly adversely affected by material amounts of amortisation. Shareholders should also be aware that following receipt of the placing proceeds in January 2011, the Board of Directors has decided to repay the outstanding loan from the Goodwin Accumulation and Maintenance Trust to eliminate unnecessary interest costs. Cash balances following the repayment and after taking into account expenditure of £135k on handheld devices for subscribers in 2011 to date, will still be above that shown at 31 December 2010.

There have been no changes to Crimson Tide's accounting policies which can be found in the notes to the 2010 Financial Statements.

FUTURE PROSPECTS

Crimson Tide's employees have performed superbly in 2010 in sometimes difficult circumstances. With appropriate working capital funding in place, the business is able to at last focus on growing the number of subscribers at a much faster pace. We are all excited about the future and very much looking forward to delivering the returns both our shareholders and employees have patiently waited for.

Stephen Goodwin
Chief Executive
31 May 2011

BOARD OF DIRECTORS

Barrie Reginald John Whipp (50)
Executive Chairman
Barrie founded Crimson Tide in 1996 and he formulated the ideas behind the Group's mobile data solutions in 2003. He is responsible for setting the Group's vision and strategy as well as setting goals and targets for the Board.
After an early career in finance and business administration with Dowell Schlumberger S.A. and UDS Group plc, Barrie joined Tiphook plc where he founded the financial services arm in 1986. He became Group Managing Director of IAF Group plc, which was admitted to the Official List in April 1994. In 1996 Barrie set up Crimson Tide, where he was responsible for the day-to-day management until 2004, when he recruited the current management team. He has served as a non-executive Director of pump distributor Wills Group plc as well as a number of private companies.

Stephen Keith Goodwin (52)
Chief Executive Officer
Steve was appointed as Crimson Tide's Chief Executive in April 2004 and has responsibility for delivering the strategy, day-to-day management of the Group and financial management and control. Steve is a Certified Accountant with over 20 years' experience at Board level. After training as an accountant working for Shell International, he joined Tiphook plc in 1988 where he became Group Financial Controller and later Finance Director of the trailer division. In 1994 Steve was appointed Managing Director of the rail division and in 1996 led the management team in a £30m management buyout. The business was sold two years later to GE Capital where he stayed on as Managing Director of GE's European rail business and gained further experience in negotiating and integrating acquisitions.

Jeremy Walter Frederick Roth (49)
Sales Director
Jeremy has over 20 years' experience in mobile telecommunications. His early career was with Connexions, a mobile telecoms dealer based in the South East in the early days of the introduction of personal mobile phones. He joined Astec Communications in 1989 which was subsequently taken over by Vodafone. Jeremy worked within Vodafone Corporate, dealing with mobile communications for some of its largest corporate accounts, and later, as a senior sales executive, was given responsibility for dealing with the NHS. During this time he built relationships with a number of NHS trusts, including ambulance services and the Department of Health. He developed these accounts from being purely users of voice communications to mobile data, introducing a number of solutions. He joined Crimson Tide in 2004 to head the Company's sales effort.

Rowley Stuart Ager (65)
Non-Executive Director
Rowley is a qualified accountant who has spent all of his working life in industry and commerce. In 1972 he joined BAT Industries Group where he held a number of finance roles. In 1986, Rowley joined Tesco PLC becoming Company Secretary from 1990 to 2004 and was a member of the Tesco PLC board from 1992 to 2004. Rowley was Chairman of Tesco Personal Finance, a joint venture with RBS Group plc, from its formation in 1995 until he retired in 2004. He is currently chairman of Tesco Pension Trustees Ltd. Rowley is Chairman of the Audit Committee.

Graham Basil Ashley (64)
Non-Executive Director
Graham has over 40 years' experience in stockbroking and corporate finance and was a founding director and shareholder of stockbrokers Greig Middleton Holdings Limited. After the merger of Greig Middleton with Gerrard Limited, he became a director of Gerrard Limited and, following its acquisition by Old Mutual Securities Limited ("OMS"), a Corporate Finance director of OMS (which subsequently became Arbuthnot Securities Limited). Graham has advised on acquisitions and disposals and fund-raisings across a wide range of sectors and industries. Graham became a Non-Executive Director of Crimson Tide Limited in April 2004. Graham was appointed as a Director of A. Cohen & Co. Plc on 20 October 2004 and was Chairman from February 2005 until the reverse acquisition of Crimson Tide Limited in August 2006. Graham is Chairman of the Remuneration Committee.

DIRECTORS' REPORT

The Directors present their report and the audited financial statements of the Group for the year ended 31 December 2010.

Principal Activities and Review of the Business

The principal activity of the Group during the period was the provision of mobile data solutions, software and related activities. The principal activity of the Company is to provide management and support to other Group companies. A review of the year and future developments are given in the Operating and Financial Review.

Results and Dividends

The trading results for the year ended 31 December 2010 and the Group's financial position at the end of the financial period are shown in the attached financial statements. The statements have been prepared under International Financial Reporting Standards ("IFRS").

Turnover for the year ended 31 December 2010 was £1,506,878 (2009: £1,461,201) and the total profit for the period before taxation was £6,938 (2009: £66,785 loss). The Directors do not recommend payment of a final dividend.

Directors

The following Directors have held office during the year:

Name	Position
B R J Whipp	Executive Chairman
S K Goodwin	Chief Executive
J W F Roth	Sales Director
G B Ashley	Non-Executive Director
R S Ager	Non-Executive Director

Directors' Interests in Shares

Directors' interests in the share capital of the Company, including family and pension scheme interests, were as follows:

	Ordinary shares of £0.01 each	
Director	31 December 2010	31 December 2009
B R J Whipp	115,610,132	115,610,132
S K Goodwin*	25,611,484	25,611,484
J W F Roth	30,131,159	30,131,159
G B Ashley	18,354,718	18,354,718
R S Ager**	13,000,000	7,613,750

* Mr. Goodwin also had an interest as a trustee in 1,650,000 Ordinary Shares of £0.01 each as at 31 December 2010 (1,650,000 ordinary shares of £0.01 each as at 31 December 2009).

** Mr. Ager's shareholding includes 5,834,250 Ordinary Shares of £0.01 each held by his wife.

Directors' interests in the share options, issued under the Group's Enterprise Management Incentive Scheme, were as follows:

	Number of Share options	
Director	31 December 2010	31 December 2009
S K Goodwin***	7,500,000	5,000,000
J W F Roth	4,500,000	2,000,000

***Mr. Goodwin also had an interest as a trustee in an option to purchase up to 12,307,692 Ordinary Shares of £0.01 each as at 31 December 2010, issued in association with a borrowing facility secured by the Group on 5 August 2008. This option was partially exercised in May 2011 as described in Note 20, Post Balance Sheet Events.

DIRECTORS' REPORT CONTINUED

Directors' interests in unapproved share options were as follows:

Director	Number of Share Options 31 December 2010	31 December 2009
B R J Whipp	2,500,000	-

Directors Remuneration

The remuneration of the Directors during the period is summarised below:

	Fees and salaries £	Benefits £	Total 2010 £	Total 2009 £
Non-Executive				
R S Ager	7,500	-	7,500	7,500
G B Ashley	7,500	-	7,500	7,500
Executive				
B R J Whipp	55,800	15,985	71,785	81,402
S K Goodwin	53,566	14,475	68,041	68,237
J W F Roth	53,566	13,178	66,744	67,191
Total	**177,932**	**43,638**	**221,570**	**231,830**

Significant Shareholdings

As at 30 April 2011 the shareholders' register showed that the following shareholders had interests in 3% or more of the share capital of the Company:

Shareholder	Ordinary shares currently held as at 30 April, 2011	Percentage of issued share capital
B R J Whipp	115,610,132	26.4%
Helium Special Situations Fund	57,000,000	13.0%
J W F Roth	30,131,159	6.9%
W H Ireland Ltd	29,835,347	6.8%
S K Goodwin	25,611,484	5.8%
S J M Morris	21,707,817	5.0%
G B Ashley	18,354,718	4.2%
R S Ager	13,000,000	3.0%

Financial Risk Management

The Company's exposure to financial risk is set out in note 17 to the accounts

Policy on Payments to Suppliers

It is the policy of the Company in respect of all its suppliers, where reasonably practicable, to settle the terms of payment with those suppliers when agreeing the terms of each transaction, to ensure that those suppliers are made aware of the terms of payment, and to abide by those terms.

Health, Safety and the Environment

Crimson Tide operates responsibly with regard to its shareholders, the environment and the wider community. The Group and Company are committed to the well-being of all employees and ensure that their health, safety and general welfare is paramount at all times. We also maintain open and fair relationships with all clients and suppliers while ensuring that all transactions are operated on an arm's length, commercial basis.

DIRECTORS' REPORT CONTINUED

Political and charitable contributions

No political or significant charitable donations were made during the period.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

UK Company law requires the Directors to prepare Group and Company financial statements for each financial year. Under that law the directors are required to prepare the Group financial statements in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union and have also elected to prepare the Company financial statements in accordance with IFRSs as adopted by the European Union. 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 Group and Company and of the profit or loss of the Group 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;
- state whether they have been prepared in accordance with IFRSs as adopted by the European Union, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statement on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Group 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.

Adequacy of information supplied to auditors

In the case of each of the persons who were Directors of the Company at the date when this report was approved:

- so far as each of the Directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's Auditors are unaware; and
- each of the Directors has taken all the steps that he/she ought to have taken as a Director to make himself/herself aware of any relevant audit information (as defined) and to establish that the Company's Auditors are aware of that information.

Website publication
The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Group's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Disclosure of information to the auditors

In the case of each of the persons who were Directors of the Company at the date when this report was approved:
- so far as each of the Directors is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's Auditors are unaware; and
- each of the Directors has taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information (as defined) and to establish that the Company's Auditors are aware of that information.

Independent auditors

Shipleys LLP has indicated its willingness to remain in office and a resolution to reappoint them as auditors will be proposed at the Annual General Meeting.

Signed by order of the Board

Stephen Goodwin
Company Secretary
31 May 2011

CORPORATE GOVERNANCE REPORT

The requirements of the combined code of principles of corporate governance set out in the listing rules of the Financial Services Authority are not mandatory for companies traded on AIM. However, the Directors are committed to complying with best practice in this area, and have adopted its principles where they have been considered appropriate.

Shareholder communication

The Group seeks to ensure that all shareholders are kept informed about the Group and its activities. A comprehensive annual report and accounts and an interim report are made available to shareholders on the Group's website and sent to those shareholders requesting a paper copy.

The Annual General Meeting is a forum for shareholders' participation with the opportunity to meet and question Board members including the non-executive members and the Chairmen of the Board committees.

Additionally, the Group operates an investors section on its website to provide further details of the Group's activities.

Board of Directors and Board Committees

The Board of Directors, which consists of three Executive and two Non-Executive Directors, is responsible for the Group's system of corporate governance. The role of the Non-Executive Directors is to bring independent judgement to Board discussions and decisions. The Board meets regularly throughout the year. It has a schedule of matters referred to it for decision, which includes Group strategy and future developments, allocation of financial resources, investments, annual and interim results, and risk management. The Group has two Board committees, which operate within defined terms of reference.

Audit Committee

The Audit Committee, comprising Mr. Ager (Chairman), Mr. Ashley, Mr. Whipp and Mr. Goodwin, is responsible for reviewing the full and half year results. In addition, the Audit Committee monitors the framework of internal control.

Remuneration Committee

The Remuneration Committee, comprising Mr. Ashley (Chairman), Mr. Ager, Mr. Whipp and Mr. Goodwin, reviews the remuneration of the Executive Directors and any senior executive of the Group and considers the grant of options and payment of performance related bonuses.

Internal control

The Directors are responsible for ensuring that the Group maintains a system of internal control to provide them with reasonable assurance regarding the reliability of financial information used within the business and for publication and that assets are safeguarded. There are inherent limitations in any system of internal financial control. On the basis that such a system can only provide reasonable but not absolute assurance against material misstatement or loss and that it relates only to the needs of the business at the time, the system as a whole was found by the Directors at the time of approving the accounts to be generally appropriate to the size of the business.

Going concern

After reviewing budgets and forecasts, the Directors have a reasonable expectation that the Group and Company have adequate resources to continue as an operational business for the foreseeable future. The financial statements have therefore been prepared on a going concern basis.

Employment policy

The Board places considerable value on the involvement of its employees and has effective arrangements for communicating the Group's results and significant business issues to them. The Directors recognise that continued and sustained improvement of the Group depends on its ability to attract, motivate and retain employees of the highest calibre. Furthermore, the Directors believe that the Group's ability to sustain the competitive advantage in the long term depends on ensuring that all employees contribute to the maximum of their potential. The Group is committed to improving the performance of all its employees through appropriate development and training. Share ownership is at the heart of the Group's remuneration philosophy and the Directors believe that the key to the Group's future success lies in a motivated workforce holding a stake in the Group. For this reason the Board implemented an Enterprise Management Incentive share option scheme in February 2008 which is available to all Group employees subject to meeting certain qualifying rules. The Group is an equal opportunity employer. Entry into and progression within the Group is solely determined on the basis of work criteria and individual merit. The Group gives full and fair consideration to applications for employment made by disabled persons, having regard to their respective aptitudes and abilities. The policy includes, where practicable, the continued employment of those who may become disabled during their employment and the provision of training and career development and promotion, where appropriate.

CORPORATE GOVERNANCE REPORT CONTINUED

Corporate responsibility

Crimson Tide plc operates responsibly with regard to its shareholders, employees, other stakeholders, the environment and the wider community. The Group is committed to the wellbeing of all employees and ensures that their health, safety and general welfare is paramount at all times. We also maintain open and fair relationships with all clients and suppliers while ensuring that all transactions are operated on an arm's length, commercial basis. As part of this culture, the Group ensures that all suppliers are paid in a timely fashion, unless there are sound commercial reasons why payment should not be made.

REPORT OF THE REMUNERATION COMMITTEE

The Remuneration Committee was established to determine the Group's policy on executive remuneration and to consider and approve the remuneration packages for the Directors, subject to ratification by the Board.

The Group's current and ongoing remuneration policy aims to ensure executive directors and senior executives are fairly rewarded for their individual contributions to the Group's overall performance and is designed to retain and motivate executives of the right calibre and experience. The Committee is responsible for recommendations on all elements of directors' remuneration including basic salary, annual bonus, share options and any other incentive awards.

The Committee determines the Group's policy on executive directors' remuneration with reference to comparable companies and the achievement of the Group's strategic objectives. In designing and reviewing schemes for performance related remuneration, the Committee gives full consideration to the provisions of Schedule A to the Combined Code.

The Board determines the Company's policy on Non-Executive Directors' fees and will set fees with reference to the individual director's role, the Company's market capitalisation and business sector.

At the last Remuneration Committee meeting it was agreed that the Directors' remuneration would continue to be reviewed based upon on the Company's performance and financial circumstances prevailing at the time.

On behalf of the Board

Graham Ashley
Chairman — Remuneration Committee
31 May 2011.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CRIMSON TIDE PLC

We have audited the financial statements of Crimson Tide PLC for the year ended 31 December 2010 which comprise the Consolidated Income Statement, the Consolidated Statement of Financial Position, the Consolidated Statement of Changes in Equity, the Consolidated Cash Flow Statement, the Company Statement of Financial Position, the Company Statement of Changes in Equity, the Company Statement of Cash Flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective Responsibilities of Directors and Auditors

As explained more fully in the Directors' Responsibilities Statement (set out on page 13), 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 form 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 Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the Audit of the Financial Statements

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 Group's and the Parent Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by directors; and the overall presentation of the financial statements.

Opinion of Financial Statements

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and Parent Company's affairs as at 31 December 2010 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union;
- the Parent Company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by The Companies Act 2006

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

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

JOSEPH KINTON (Senior Statutory Auditor)
For and on behalf of SHIPLEYS LLP Chartered Accountants & Statutory Auditor
10 Orange Street, Haymarket, London, WC2H 7DQ
31 May 2011.

CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2010

	Notes	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Revenue	1	**1,507**	1,461
Cost of Sales		**(538)**	(526)
Gross Profit		**969**	935
Total operating expenses		**(940)**	(956)
Profit/(Loss) from operations		**29**	(21)
Interest income	3	**-**	-
Finance costs	3	**(22)**	(46)
Profit/(Loss) before taxation		**7**	(67)
Tax on Profit/(Loss) on ordinary activities	5	**-**	-
Profit/(Loss) for the period attributable to equity holders of parent		**7**	(67)
Profit/(Loss) per share			
Basic and diluted Profit/(Loss) per ordinary share (pence)	6	**0.00**	(0.02)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2010

	Notes	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Net Profit/(Loss) for the year		7	(67)
Other comprehensive income/(loss) for the year:			
Exchange differences on translating foreign operations		(4)	1
Total comprehensive Profit/(Loss) for the year		3	(66)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AT 31 DECEMBER 2010

	Notes	As at 31 December 2010 £	2009 £
Assets			
Intangible assets	7	**938**	868
Equipment, fixtures & fittings	8	**18**	17
Total non-current assets		**956**	885
Inventories		**28**	33
Trade and other receivables	10	**646**	449
Cash and cash equivalents	11	**440**	96
Total current assets		**1,114**	578
Total Assets		**2,070**	1,463
Equity and liabilities			
Share capital	12	**6,760**	6,210
Capital redemption reserve	13	**49**	49
Share premium	13	**1,090**	1,124
Other Reserves	13	**441**	431
Reverse acquisition reserve	13	**(5,244)**	(5,244)
Retained earnings	13	**(1,910)**	(1,917)
Total equity		**1,186**	653
Trade and other payables			
Amounts falling due within one year	14	**884**	528
Amounts falling after more than one year	15	**-**	282
Total liabilities		**884**	810
Total equity and liabilities		**2,070**	1,463

The financial statements were approved by the board of directors on 31 May 2011 and are subject to the approval of the shareholders at the Annual General Meeting on 29th June 2011 and signed on its behalf by:

B R J Whipp
Director

S K Goodwin
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
AT 31 DECEMBER 2010

Group	Share Capital £000	Capital redemption reserve £000	Share Premium £000	Other Reserves £000	Reverse acquisition reserve £000	Retained Earnings £000	Total £000
Balance as at 1 January 2009	6,070	49	1,058	430	(5,244)	(1,850)	513
Loss for the year	-	-	-	-		(67)	(67)
Proceeds from new shares issued during the year	140	-	66	-	-	-	206
Translation movement	-	-	-	1	-	-	1
Balance as at 31 December 2009	6,210	49	1,124	431	(5,244)	(1,917)	653
Profit for the year	-	-	-	-	-	7	7
Proceeds from new shares issued during the year	550	-	(34)	-	-	-	516
Employee Share option reserve				14			14
Translation movement	-	-	-	(4)	-	-	(4)
Balance as at 31 December 2010	6,760	49	1,090	441	(5,244)	(1,910)	1,186

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDING 31 DECEMBER 2010

	Year ended 31 December 2010	Year ended 31 December 2009
Cash flows from operating activities	£000	£000
Profit/(Loss) before taxation		
Add back:	**7**	(67)
Amortisation of intangibles	**19**	33
Depreciation of equipment, fixtures and fittings	**8**	12
Interest expense	**22**	46
Operating cash flows before movement in working capital and provisions	**56**	24
Decrease in inventories	**5**	6
(Increase) / decrease in trade and other receivables	**(197)**	148
Increase / (decrease) in trade and other payables	**122**	(176)
Cash (used) /generated in operations	**(14)**	2
Income tax paid	-	-
Net cash (used) / generated in operating activities	**(14)**	2
Cash flows used in investing activities		
Purchases of fixed assets	**(99)**	(75)
Interest received	-	-
Net cash used in investing activities	**(99)**	(75)
Cash flows from financing activities		
Net proceeds from issue of shares	**516**	206
Interest paid	**(22)**	(8)
Net decrease in borrowings	**(18)**	(59)
Net cash from financing activities	**476**	139
Net increase in cash and cash equivalents	**363**	66
Net cash and cash equivalents at beginning of period	**77**	11
Net cash and cash equivalents at end of period	**440**	77

Analysis of Net Funds		
Cash and cash equivalents	**440**	96
Bank overdraft	-	(19)
	440	77
Other borrowing due within one year	**(308)**	(48)
Borrowings due after one year	-	(282)
Finance Leases	**(10)**	(6)
Net funds / (debt)	**122**	(259)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AT 31 DECEMBER 2010

A) Corporate Information
Crimson Tide plc (the "Company") is a public limited company incorporated in the United Kingdom. The address of the registered office is 10 Orange Street, London, WC2H 7DQ. Crimson Tide plc's shares are publicly traded on the Alternative Investment Market of the London Stock Exchange (AIM).

B) Basis of consolidation
The consolidated financial statements of the Company for the year ended 31 December 2010 comprise the Company and its subsidiaries (together referred to as the "Group").

On an acquisition, fair values are attributed to the Group's share of net assets. Where the cost of acquisition exceeds the values attributable to such net assets, the difference is treated as purchased goodwill, which is capitalised and subjected to annual impairment reviews. The results of acquired companies are brought in from the date of their acquisition.

C) Basis of preparation
The consolidated financial statements of Crimson Tide plc have been prepared in accordance with applicable law and International Financial Reporting Standards incorporating International Accounting Standards and Interpretations (collectively "IFRS") as endorsed by the European Union.

The financial statements have been prepared on the historical cost basis except for certain assets and liabilities which have been measured at fair value. Non-current assets are stated at the lower of carrying amount and fair value less costs to sell.

The financial statements are presented in UK sterling and have been prepared on a going concern basis.

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in a period of the revision and future periods if the revision affects both current and future periods.

The accounting policies set out below have been applied consistently by Group entities to all periods presented in these consolidated financial statements.

D) Significant judgements and major causes of estimation uncertainty
As noted above, the Group makes estimates and assumptions concerning the future. Those that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

i) Estimated impairment of goodwill
The Group tests semi-annually whether Goodwill has suffered any impairment in accordance with the accounting policies stated in Notes H ii) and I) below. The recoverable amounts of cash generating units have been determined based on value-in-use calculations requiring the use of estimates.

ii) Fair value of development costs
Research costs are not capitalised. Development costs, however, are capitalised from the point that it is sufficiently certain that future economic benefits to the Group will cover all selling, administration and support costs as well as the development costs themselves. The Board will continue to review the nature of the Group's development activities on an ongoing basis and consider whether the conditions are being satisfied. Development costs include work completed on mobility software applications.

E) Changes in accounting policy
Standards, amendments to standards, and interpretations adopted in the 2010 annual financial statements

The following standards, amendments to standards and interpretations, which are relevant to the Group, have been adopted in these financial statements:

IAS 32 'Financial Instruments: Presentation' (amendment in respect of accounting for rights issues, effective 1 February 2010).

The amendment addresses the accounting for rights issues that are denominated in a currency other than the functional currency of the Group. The amendment is not expected to have an impact on the Group's financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

Standards and interpretations that have previously been early-adopted in the Group's annual financial statements.

The following standards and interpretations have been previously early-adopted in the Group's financial statements. IFRS 2 'Share-based payment' (amendments effective 1 January 2010).

The Group early-adopted the amendments to IFRS 2 'Share-based Payment', 'Group Cash-settled Share-based Payment Transactions' issued in June 2009. These amendments introduce guidance on the treatment of Group cash-settled share-based payment arrangements and consolidate the previous requirements set out in IFRIC 8, 'Scope of IFRS 2' and IFRIC 11 'IFRS 2 – Group and Treasury Share Transactions'. There were no material impacts arising from the implementation of this amendment.

IFRS 3 'Business Combinations' (revised 2008) and IAS 27 'Consolidated and Separate Financial Statements' (revised 2008) (effective 1 July 2009). The Group early-adopted the provisions of the revised version of IFRS 3 'Business Combinations' together with the corresponding amendments to IAS 27 'Consolidated and Separate Financial Statements' in these financial statements. No retrospective application of the standards is required.

IFRS 5 'Non-current Assets Held for Sale and Discontinued Operations' (consequential amendment effective 1 July 2009). The Group early-adopted the consequential amendment clarifying that assets and liabilities of a subsidiary should be classified as held for sale if the Group is committed to a plan involving loss of control, regardless of whether the Group will retain a non-controlling interest after the sale.

IAS 28 'Investments in Associates' and IAS 31 'Interests in Joint Ventures' (consequential amendments effective 1 July 2009 arising from the changes to IFRS 3 and IAS 27). The Group early-adopted the consequential amendments to IAS 28 and IAS 31 arising as a result of the early-adoption of IFRS 3 and IAS 27 (revised 2008). There were no material impacts arising from the implementation of these amendments.

IAS 39 'Financial Instruments: Recognition and Measurement' (effective 1 July 2009). The Group early-adopted amendments made to clarify two hedge accounting issues: i) inflation in a financial hedged item and ii) a one sided risk in a hedged item. The amendments had no impact on the Group's financial statements.

Future standards, amendments to standards, and interpretations not early-adopted in the 2010 annual financial statements:

At the date of authorisation of these financial statements the following standards, amendments to standards, and interpretations, which are relevant to the Group, have been issued by the International Accounting Standards Board, although the EU has not yet endorsed all of them.

IAS 24 Related Party Disclosures (Amendment). The amended standard is effective for annual periods beginning on or after 1 January 2011. It clarifies the definition of a related party to simplify the identification of such relationships and to eliminate inconsistencies in its application. The revised standard introduced a partial exemption of disclosure requirements for government-related entities. The Group does not expect any impact on its financial position or performance. Early adoption is permitted for either the partial exemption for government-related entities or for the entire standard.

IFRS 9 'Financial Instruments' (effective 1 January 2013) is a new standard on financial instruments that will eventually replace IAS 39. The published standard introduces changes to the current IAS 39 rules for classification and measurement of financial assets. Under IFRS 9 there will be two measurement bases for financial assets, amortised cost and fair value. Financial assets at fair value will be recorded at fair value through the income statement with a limited opportunity to record changes in fair value of certain equity instruments through other comprehensive income. The main impact for the Group will be the reclassification of the Bermuda business' bond portfolios from 'available-for-sale' (fair value changes through other comprehensive income) to amortised cost or fair value through the income statement. Financial liabilities are excluded from the scope of the standard.

The Group is currently assessing the full impacts of the standard on its financial statements. The standard has not yet to be endorsed by the EU.

IFRIC 19 'Extinguishing Financial Liabilities with Equity Instruments' (effective 1 July 2010). IFRIC 19 clarifies the treatment of transactions whereby equity instruments are issued in order to extinguish all or part of a financial liability. IFRIC 19, which has been endorsed by the EU, is not expected to have any impact on the Group's annual financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

IFRIC 14 Prepayments of a minimum funding requirement. The amendment to IFRIC 14 is effective for annual periods beginning on or after 1 January 2011 with retrospective application. The amendment provides guidance on assessing the recoverable amount of a net pension asset. The amendment permits an entity to treat the prepayment of a minimum funding requirement as an asset. The amendment is deemed to have no impact on the financial statements of the Group.

IFRS 7 Disclosures – Transfers of Financial Assets (Amendments to IFRS 7) was issued in October 2010. The amendments to IFRS 7 'Financial Instruments: Disclosures' require enhancements to the existing disclosures where an asset is transferred but is not derecognised and introduce new disclosures for assets that are derecognised but the entity continues to have a continuing exposure to the asset after the sale. These amendments are effective for annual periods beginning on or after 1 July 2011. Early application of the amendments is permitted. The Group is currently assessing the full impacts of these disclosure requirements on its financial statements. The standard has not yet been endorsed by the EU.

G) Equipment, fixtures and fittings

i) Owned assets
Items of equipment, fixtures and fittings are stated at historic cost less accumulated depreciation with different useful lives (see below).

ii) Leased assets
Leases in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Assets acquired in terms of finance leases are capitalised at their fair value at inception of the lease, and depreciated over the estimated useful life of the asset. The capital element of future obligations under the leases in included as a liability in the balance sheet.

iii) Depreciation
Depreciation is charged to the income statement over the estimated useful lives of each part of an item of equipment, fixtures and fittings. The depreciation rates are as follows:

- Office and computer equipment: 20% on cost on a straight-line basis
- Fixtures and fittings: 25% on a reducing balance basis
- Motor Vehicles: 20% on cost on a straight-line basis

H) Intangible assets

i) Development Expenditure
The costs of developing software for commercial resale are capitalised and amortised on a straight line basis over the expected useful life of the product, conservatively estimated as 5 years. Amortisation commences when revenues from the product begin to be received. The carrying value of development costs is reassessed semi-annually.

ii) Goodwill
Goodwill represents the excess of the fair value of the consideration given for investments in subsidiary undertakings over the fair value of the underlying assets at the date of their acquisition. The carrying value of goodwill is reassessed semi-annually.

I) Impairment

The carrying amounts of the Group's assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. The recoverable amount is the higher of its net selling price and its value in use. For intangible assets that are not yet available for use, goodwill or intangible assets with an indefinite useful life, an impairment test is performed at each balance sheet date.

In assessing value in use, the expected future cash flows from the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised in the income statement whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount.
A previously recognised impairment loss is reversed if the recoverable amount increases as a result of a change in the estimates used to determine the recoverable amount, but not to an amount higher than the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised in prior years. For goodwill, a recognised impairment loss is not reversed.

J) Inventories

Inventories consist entirely of mobile devices held not for re-sale but as spares, trial equipment, or prior to being delivered to new subscribers. All are individually stated at the lower of their cost or net realisable value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

K) Turnover and revenue recognition
The turnover shown in the profit and loss account represents amounts receivable for services provided to customers, exclusive of Value Added Tax. Subscription income and support and maintenance income is credited to turnover in equal monthly instalments over the period of the agreement.

L) Expenses
i) Operating lease payments
Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease.

ii) Finance lease payments
The capital element of finance lease repayments is treated as a reduction in the balance sheet liability and the interest element is charged to the profit and loss account on a "sum of digits" basis.

M) Deferred taxation
Deferred tax is recognised on all timing differences where the transactions or events that give the Company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantially enacted by the balance sheet date.

N) Government grants
Government grants are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions. Government grants relating to capital expenditure are deducted in calculating the carrying amount of the asset. The grant is recognised in profit or loss over the life of the asset as a reduced amortisation expense. Revenue related grants are credited to the income statement when the related expenditure is expensed.

The Group has benefitted from small research and development grants in recent years that have contributed to meeting the costs of new software development.

O) Financial instruments
Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of the financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the Statement of Financial Position. Finance costs and gains or losses relating to financial liabilities are included in the Income Statement. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited to equity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

1. Segmental reporting

	Turnover Year ended 31 December		Operating profit / (loss) Year ended 31 December		Net Assets Year ended 31 December	
	2010	2009	2010	2009	2010	2009
By Region:	£000	£000	£000	£000	£000	£000
UK	1,122	1,067	(3)	(67)	1,101	574
Ireland	385	394	10	46	84	79
Total	1,507	1,461	7	(21)	1,185	653

The figures for each geographical segment represent the results of the trade conducted in each by the legal entities based there - see Note 9 on page 28. Turnover can be further analysed by business activity as follows:

By business segment:	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Mobile data solutions and related development services	1,297	1,146
Software solutions reselling and support	210	315
Total Turnover	1,507	1,461

2. Profit/(Loss) from operations

	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Amortisation of intangible assets	19	33
Depreciation on equipment, and fixtures and fittings	8	12
Operating lease costs	33	50
Auditors remuneration for:		
- Audit services	10	10
- Other services:		
- The auditing of accounts of associates of the Company pursuant to legislation	8	8
- Other services supplied pursuant to such legislation	12	4

3. Finance income and costs

	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Bank interest payable	5	7
Other loan interest	16	38
Finance lease interest	1	1
Interest receivable	-	-
Net finance cost	22	46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

4. Employees

Staff costs (including Directors) were as follows:

	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Wages and salaries	504	589
Non-Executive Directors' fees	15	15
Compulsory social security contributions	62	71
Other pension costs	-	-
Personnel costs	581	675

The following amounts are included above in relation to Directors:

	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Wages and salaries	207	217
Non-Executive Directors' fees	15	15
Compulsory social security contributions	23	24
Directors' costs	245	256

A detailed breakdown of the remuneration of the Directors is shown on page 11.

Average monthly staff numbers in the period were as follows:

	Year ended 31 December 2010 No.	Year ended 31 December 2009 No.
Sales and marketing	4	5
Technical	6	6
Management, finance and administration	4	4
	14	15

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

5. Taxation

No tax charge has been incorporated into the consolidated accounts for the periods ended 31 December 2010 or 31 December 2009 due to the availability of tax losses.

	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Profit/(loss) on ordinary activities before tax	7	(67)
Profit/(loss) on ordinary activities by rate of tax (28%)	2	(19)
Expenses not deductible for taxation purposes	12	10
Carried forward taxable losses	-	9
Utilisation of brought forward tax losses	(14)	-
Tax on profit/(loss) on ordinary activities	-	-

Deferred tax asset

The Group has an unprovided deferred tax asset relating to carried forward taxable losses of approximately £710,000 (2009: £710,000). This asset has not been recognised in the accounts due to uncertainty of the timing of future taxable profits against which it can be utilised.

6. Profit/(loss) per share

The calculation of basic profit/(loss) per share is based on the profit/(loss) attributable to ordinary shareholders and the weighted average number of ordinary shares in issue during the period.

The calculation of diluted profit/(loss) per share is based on profit/(loss) per share attributable to ordinary shareholders and the weighted average number of ordinary shares that would be in issue, assuming conversion of all dilutive potential ordinary shares into ordinary shares.

Reconciliation of the weighted average number of shares used in the calculations are set out below:

Basic profit/(loss) per share	Year ended 31 December 2010	Year ended 31 December 2009
Reported profit/(loss) (£000)	7	(67)
Reported profit/(loss) per share (pence)	0.00	(0.02)

Weighted average number of ordinary shares:	Year ended 31 December 2010 No.	Year ended 31 December 2009 No.
Opening balance	332,986,234	318,990,642
Effect of share placing during the year	11,904,110	-
Effect of share warrants exercised during year	-	4,984,731
-Weighted average number of ordinary shares	344,890,344	323,975,373

The diluted profit/(loss) per share is the same as the basic profit/(loss) per share.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

7. Intangible assets

Group	Goodwill £000	Group development expenditure £000	Total £000
Cost			
At 31 December 2009	988	126	1,114
Additions			
Mobile data applications development cost	-	109	109
Less Research and Development Grant	-	(20)	(20)
At 31 December 2010	988	215	1,203
Impairment and amortisation			
At 31 December 2009	(190)	(56)	(246)
Charge for year	-	(19)	(19)
At 31 December 2010	(190)	(75)	(265)
Carrying amount			
At 31 December 2010	798	140	938
At 31 December 2009	798	70	868

8. Equipment, fixtures and fittings

Group	Office and computer equipment £000	Fixtures and fittings £000	Motor Vehicles £000	Total £000
Cost				
At 31 December 2009	39	14	10	63
Additions	8	-	2	10
At 31 December 2010	47	14	12	73
Depreciation				
At 31 December 2009	(29)	(9)	(8)	(46)
Charge for year	(3)	(2)	(4)	(9)
At 31 December 2010	(32)	(11)	(12)	(55)
Carrying amount				
At 31 December 2010	15	3	-	18
At 31 December 2009	10	5	2	17

Included within the net book value of £18,000 is £13,000 (2009: £10,000) relating to computer equipment held under finance lease agreements. The depreciation charge to the financial statements in the year in respect of such computer equipment amounted to £4,000 (2009: £7,000). There is no material difference between the value of the minimum lease payments and their net present value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

AT 31 DECEMBER 2010

8. Equipment, fixtures and fittings (continued)

	Fixtures & Fittings Total
Company	**£000**
Cost	
At 31 December 2009	17
Additions	-
Disposals	-
At 31 December 2010	17
Depreciation	
At 31 December 2009	(17)
Charge for year	-
Disposals	-
At 31 December 2010	(17)
Carrying amount	
-	
At 31 December 2010	-
At 31 December 2009	-

9. Investments

Company

The Company is the holding company of the Group. The following table shows details of the Company's subsidiary undertakings at 31 December 2010. Each of these companies is wholly owned by Crimson Tide plc, the issued share capital of each is fully paid and each is included in the consolidated accounts of the Group:

Name of company	Activity	Country of incorporation or registration and operation
Owned directly by Crimson Tide plc		
Crimson Tide mpro Limited	Mobile data solutions	England and Wales
Crimson Tide Services Limited	Mobile data solutions	England and Wales
A. Cohen & Co. (GB) Limited	Non-trading	England and Wales
Crimson Tide (IE) Limited	Mobile data solutions	Ireland
A.Cohen (Aust) Pty Limited	Non-trading	Victoria, Australia
Owned by Crimson Tide mpro Limited		
Moneymotive Limited	Non-trading	England and Wales
Owned by Moneymotive Limited		
Callog Limited	Telecoms	England and Wales

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

9. Investments (continued)

Company	Shares in subsidiary undertakings £000	Trade investments £000	Total £000
Cost			
At 31 December 2009	5,297	386	5,683
Additions	-	-	-
At 31 December 2010	5,297	386	5,683
Provisions			
At 31 December 2009	1,929	386	2,315
Impairment	-	-	-
At 31 December 2010	1,929	386	2,315
Carrying amount			
At 31 December 2010	3,368	-	3,368
At 31 December 2009	3,368	-	3,368

10. Trade and other receivables

Group	As at 31 December 2010 £000	As at 31 December 2009 £000
Trade receivables	341	164
Other receivables	45	22
Prepayments and accrued income	260	263
	646	449

Aged analysis of trade receivables:	As at 31 December 2010 £000	As at 31 December 2009 £000
Age from invoice date		
< 30 days	227	116
30 - 60 days	50	29
60 - 90 days	34	15
> 90 days	81	30
Provision for bad debts	(51)	(26)
	341	164

Company	As at 31 December 2010 £000	As at 31 December 2009 £000
Amounts recoverable from Group undertakings	974	854
Other receivables	4	2
Prepayments and accrued income	7	2
	985	858

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

11. Cash and cash equivalents
Cash and cash equivalents comprise cash and short-term deposits held by Group companies. The carrying amount of these assets approximates their fair value.

12. Share capital

	As at 31 December 2010 £000	2009 £000
Authorised		
Ordinary shares: 711,950,842 shares of 1p each (2009: 711,950,842 shares of 1p each)	**7,120**	7,120
Deferred shares: 15,160,482 shares of 19p each	**2,880**	2,880
	10,000	10,000
Issued, called up and fully paid		
Ordinary shares: 387,986,234 shares of 1p each (2009: 332,986,234 shares of 1p each)	**3,880**	3,330
Deferred shares: 15,160,482 shares of 19p each	**2,880**	2,880
	6,760	6,210

Warrants
On admission to AIM, the Company issued an aggregate of 22,574,048 warrants to shareholders on the basis of 1 warrant for every 2 ordinary shares held and to placees on the basis of 1 warrant for every 4 ordinary shares subscribed for. Total warrants exercised and expired in the year to 31 December 2009 over 1p Ordinary Shares in the Company are summarised below:

Date of Grant	Exercise Price	Expiry Date	Number Issued	Number outstanding 31 December 2008	Exercised in 2009	Expired in 2009	Number outstanding 31 December 2009
22 August 2006	1.5p	22 August 2009	22,574,048	22,498,784	13,995,592	8,503,192	-

W. H. Ireland Ltd received a warrant to subscribe for up to 3,878,862 1p Ordinary Shares as part of their fee for the fund raising completed in October 2010.

Date of Grant	Exercise Price	Expiry Date	Number Issued	Exercised in 2010	Number outstanding 31 December 2010
29 November 2010	1.0p	29 November 2013	3,879,862	-	3,879,862

Share options
The Company has granted equity-settled options to some of the Directors and employees under the Company's Enterprise Management Incentive Scheme (EMI Scheme) and under an unapproved scheme. The share options may not be exercised for two years and thereafter, only if the target share price is achieved.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

At 31 December 2010 the following options were outstanding in respect of ordinary shares.

Date of Grant	Target share price	Exercise Price	Expiry Date	Number Issued	Exercised in 2010	Expired/ cancelled	Number outstanding at 31 December 2010	Number exercisable at 31 December 2010
[Issued under EMI scheme]								
5 February 2007	2.5p	1.5p	5 February 2017	11,000,000	—	1,000,000	10,000,000	—
5 November 2008	2.5p	1.0p	5 November 2018	7,000,000	—	2,000,000	5,000,000	—
5 May 2010	2.5p	1.25p	5 May 2020	17,500,000	—	1,000,000	16,500,000	—
[Issued under an unapproved scheme]								
5 May 2010	2.5p	1.25p	5 May 2020	2,500,000	—	—	2,500,000	—

An expense of £13,804 has been recognised in the year (2009: £0) in respect of a share based payment charge using the Black-Scholes option pricing model for the outstanding share options issued in 2010 having considered the Company's share price at the date of the grant of 1.12p and the market based performance criteria attached to the options. The charge reflects an expected option life of 5 years, a risk free rate of 2.3% and expected volatility of 33.9%.

13. Reserves

Group	Capital redemption reserve £000	Share premium £000	Other reserves £000	Reverse acquisition reserve £000	Retained earnings £000
Balance as at 1 January 2009	49	1,058	430	(5,244)	(1,850)
Loss for the year	-	-	-	-	(67)
Proceeds from new shares issued during the year	-	66	-	-	-
Translation movement	-	-	1	-	-
Balance as at 31 December 2009	49	1,124	431	(5,244)	(1,917)
Profit for the year	-	-	-	-	7
Proceeds from new shares issued during the year	-	(34)	-	-	-
Employee Share Option reserve	-	-	14	-	-
Translation movement	-	-	(4)	-	-
Balance as at 31 December 2010	49	1,090	441	(5,244)	(1,910)

Company	Capital redemption reserve £000	Share premium £000	Other reserves £000	Retained earnings £000
Balance as at 1 January 2009	49	1,058	323	(3,676)
Loss for the year	-	-	-	(87)
Proceeds from new shares issued during the year	-	66	-	-
Balance as at 31 December 2009	49	1,124	323	(3,763)
Loss for the year	-	-	-	(61)
Proceeds from new shares issued during the year	-	(34)	-	-
Employee Share Option reserve	-	-	14	-
Balance as at 31 December 2010	49	1,090	337	(3,824)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED

AT 31 DECEMBER 2010

14. Creditors: Amounts falling due within one year

Group	As at 31 December 2010 £000	As at 31 December 2009 £000
Bank loans	39	48
Other loan	269	-
Bank overdraft	-	19
Trade creditors	155	130
PAYE and social security	31	27
VAT	78	42
Finance lease agreements	10	6
Directors' current account	23	22
Other creditors	10	11
Accruals and deferred income	269	223
	884	528

Other loan comprises a convertible loan that matures in August 2011 – see note 18. Up to £150,000 can be converted into Ordinary Shares of 1p on or prior to maturity at the holder's option. The fair value of the liability component is included in amounts falling due within one year. The residual amount, representing the value of the equity conversion option, is included in shareholders' equity in other reserves.

Company	As at 31 December 2010 £000	As at 31 December 2009 £000
Bank loans	39	40
Trade creditors	16	10
Amounts owed to Group undertakings	239	239
Other creditors and accruals	21	18
	315	307

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

15. Creditors: Amounts falling due after more than one year

Group	As at 31 December 2010 £000	As at 31 December 2009 £000
Bank Loans	-	37
Other loan	-	245
	-	282

Company	As at 31 December 2010 £000	As at 31 December 2009 £000
Bank loans	-	37

Maturity of debt

Group	As at 31 December 2010 £000	As at 31 December 2009 £000
The loans and finance leases are repayable as follows:		
Within one year	318	92
Between one and two years	-	282
Between two and five years	-	-
	318	374

Company	As at 31 December 2010 £000	As at 31 December 2009 £000
The loans and finance leases are repayable as follows:		
Within one year	39	40
Between one and two years	-	37
Between two and five years	-	-
	39	77

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

16. Operating lease commitments
At the period end, total future minimum rental commitments under non-cancellable operating leases were:

Group	As at 31 December 2010 £000	As at 31 December 2009 £000
Not later than 1 year	-	5
After 1 year but not more than 5 years	68	85
	68	90

17. Financial Instruments and Risk Management
The Group uses a limited number of financial instruments, comprising cash, short-term deposits, loans and bank overdrafts to fund the Group's operations. The Group has other financial instruments such as trade receivables and payables, that arise directly from operations. The Group does not trade in financial instruments.

Trade and other short-term debtors/creditors have been excluded from the following disclosures

Group	As at 31 December 2010 £000	As at 31 December 2009 £000
Financial Assets		
Cash at bank and in hand (maturing on demand)	440	96
Financial Liabilities		
Bank overdraft (maturing on demand)	-	19
Bank loans	39	85
Other loans	269	245

An analysis of the maturity of the loans is given in note 15.

Financial risk factors
Exposure to currency, credit, liquidity and interest rate risk arise in the normal course of the Group's business. The Directors review and agree policies for managing each of these risks to minimise potential adverse effects on the Group's financial performance.

a) Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the UK pound and the euro. At the end of the year the Group held negligible net monetary assets in euros. Foreign exchange differences on retranslation of these assets and liabilities are taken to the income statement.

b) Credit risk

The Group has no significant concentrations of credit risk and has policies in place to ensure that sales are made to customers with an appropriate credit history. Receivables balances are monitored on an ongoing basis and no one customer represents more than 8% of total revenue, as a result that the Group's exposure to bad debts is not significant. The Group is exposed to the loss of future subscription revenues if subscriber customers go into liquidation. At 31 December, 2010, no one customer accounted for more than £180,000 of future contracted revenue.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS CONTINUED
AT 31 DECEMBER 2010

c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and available funding through an adequate amount of committed credit facilities. The Group ensures it has adequate cover through the availability of bank overdraft and loan facilities to satisfy forecast requirements taking into account all known and forecast factors.

Up to October 2010, the Group did not have adequate working capital to grow the business in line with all its strategic objectives, specifically capital to be able to fund mobile devices for significant growth in new subscribers. The share placings completed in October 2010 and January 2011 have resolved this issue and substantially reduced liquidity risk.

d) Interest rate risk

The Group's policy is to minimise interest rate risk by regularly reviewing and agreeing actions to limit the Group's exposure to adverse movements in interest rates.

Fair value risk factors

The net fair values of intangible assets approximate to their carrying value as disclosed in Note 7 and are regularly assessed. The aggregate net fair values and carrying amounts of all other assets and liabilities, including financial assets and financial liabilities, are disclosed in the Statement of Financial Position and Notes.

Operational risk factors

Following receipt of additional capital in October 2010 and January 2011, the Board considers the key operating risk to be the Group's ability to manage the expected increase in subscriber numbers. Management plan to recruit appropriately qualified staff to match these demands.

18. Related party transactions

On 5 August 2008 the Group secured a borrowing facility with the Goodwin Accumulation & Maintenance Trust, a trust of which Mr. S K Goodwin is a trustee. The loan facility for up to £300,000 matures on 5 August, 2011 at a fixed interest rate of 12.5% and an associated option to purchase Ordinary Shares up to the value of £150,000 at an exercise price of 1.00 pence per share. The option lapses at the end of the loan facility term. Since the year end, the loan has been repaid and the option part exercised. Refer to Note 20 below.

The interests of the Directors in share options are shown on page 11.

Other than the above and the Director's current account (monies owed to Mr. B R J Whipp), no transactions with related parties were undertaken such as are required to be disclosed under International Accounting Standard 24.

19. Profit of the Parent Company

As permitted by Section 408 of the Companies Act, the profit and loss account of the parent company is not presented as part of these accounts. The parent company's loss for the financial year amounted to £61,202 (2009: £86,561).

20. Post-balance sheet events

On 17 January 2011 the Company announced that it had issued 50,000,000 new Ordinary Shares of 1 pence per share to the Helium Special Situations Fund raising £500,000 before expenses. The proceeds of the placing were expected to be used for working capital purposes and to repay debt.

On 12 May 2011, the Company announced that the Goodwin Accumulation and Maintenance Trust had decided to exercise part of its option and purchase 7,500,000 million new Ordinary Shares of 1 pence per share. At the same time, the Company repaid the remaining balance of the loan of £212,492 and cancelled the balance of the option facility.

COMPANY STATEMENT OF FINANCIAL POSITION
AT 31 DECEMBER 2010

	Notes	As at 31 December 2010 £000	2009 £000
Assets			
Tangible assets	8	-	-
Investments	9	**3,368**	3,368
Total non-current assets		**3,368**	3,368
Trade and other receivables	10	**985**	858
Cash and cash equivalents	11	**374**	61
Total current assets		**1,359**	919
Total Assets		**4,727**	4,287
Equity and liabilities			
Issued capital	12	**6,760**	6,210
Capital redemption reserve	13	**49**	49
Share premium	13	**1,090**	1,124
Other Reserves	13	**337**	323
Retained earnings	13	**(3,824)**	(3,763)
Total equity		**4,412**	3,943
Trade and other payables			
Amounts falling due within one year	14	**315**	307
Amounts falling after more than one year	15	**-**	37
Total liabilities		**315**	344
Total equity and liabilities		**4,727**	4,287

The financial statements were approved by the Board of Directors on 31 May 2011 and are subject to the approval of the shareholders at the Annual General Meeting on 29th June 2011 and signed on its behalf by:

B R J Whipp
Director

S K Goodwin
Director

COMPANY STATEMENT OF CHANGES IN EQUITY
AT 31 DECEMBER 2010

	Year ended 31 December 2010 £000	Year ended 31 December 2009 £000
Loss after tax for the year being total recognised income and expense for the year	**(61)**	(87)
Issue of share capital	**516**	206
Total changes in equity	**455**	119
Total equity as at 1 January, 2010	**3,943**	3,824
Total equity as at 31 December, 2010	**4,398**	3,943

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COMPANY STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2010

	Year ended 31 December 2010 £000	2009 £000
Cash flows from operating activities		
Operating loss before taxation	(59)	(87)
Add back:		
Increase in trade and other receivables	(127)	(72)
Increase/(Decrease) in trade and other payables	23	(17)
Income tax paid	-	-
Net cash used in operating activities	(163)	(176)
Cash flows used in investing activities		
Acquisition of subsidiaries	-	-
Purchases of fixed assets	-	-
Interest received	-	-
Net cash used in investing activities	-	-
Cashflows from financing activities		
Net proceeds from issue of shares	516	206
Interest paid	(2)	(2)
Net decrease in borrowings	(38)	(37)
Net cash from financing activities	476	167
Net (decrease)/increase in cash and cash equivalents	313	(9)
Net cash and cash equivalents at beginning of period	61	70
Net cash and cash equivalents at end of period	374	61
Analysis of Net Funds		
Cash and cash equivalents	374	61
Bank overdraft	-	-
	374	61
Other borrowing due within one year	(39)	(40)
Borrowings due after one year	-	(37)
Net funds	335	(16)

OFFICERS AND PROFESSIONAL ADVISERS

Board of Directors	B R J Whipp (Executive Chairman) R S Ager G B Ashley S K Goodwin J W F Roth
Secretary	S K Goodwin
Registered office	10 Orange Street Haymarket London WC2H 7DQ
Registered Number	0113845
Bankers	HSBC Bank plc 9 Wellesley Road Croydon Surrey CR9 2AA
Auditors	Shipleys LLP 10 Orange Street Haymarket London WC2H 7DQ
Nominated Adviser and Broker	W H Ireland Ltd 24 Martin Lane London EC4R ODR
Solicitors	Gordons Partnership LLP 22 Great James Street London WC1N 3ES
Website	www.crimsontide.co.uk

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2011 Annual General Meeting of Crimson Tide plc will be convened at Tavern Cellars, 39-41 The Pantiles, Tunbridge Wells, Kent TN2 5TE on 29 June 2011 at 11:00 am to transact the following business and consider and, if thought fit, pass the following resolutions, each such resolution to be considered as an ordinary resolution.

Ordinary Resolutions:

1 To receive the report and accounts of the Company for the year ended 31 December 2010

2 To re-appoint Messrs Shipleys LLP as Auditor and authorise the Directors to fix their remuneration

3 To re-appoint Stephen Keith Goodwin as a Director of the Company

4 To re-appoint Jeremy Walter Frederick Roth as a Director of the Company

By order of the Board
Stephen Goodwin
Company Secretary
Registered Office
10 Orange Street
London WC2H 7DQ
31 May 2011

Notes

1 Proxies

Any member of the Company entitled to attend and vote at the above meeting may appoint one or more proxies to attend and, on a poll, to vote instead of him. A proxy need not be a member.

2 Contracts of Service

All Directors' contracts of service having more than one year's unexpired term are available for inspection by members at the Company's registered office during business hours and will be available for inspection at the location of the meeting for the period commencing 15 minutes prior to the commencement of the meeting and ending at the conclusion of the meeting.

FORM OF PROXY

Crimson Tide plc
("Crimson Tide" or "the Company")
Annual General Meeting on 29 June 2011 at 11.00 am

I/We (name in full) . . . .

of . . . .

hereby appoint the Chairman of the Meeting or . . . . (delete as appropriate) as my/our proxy to attend, to speak and to vote in respect of the shares registered in my/our name(s) at the Annual General Meeting of Crimson Tide plc to be held on29 June 2011 and at any adjournment thereof. I/We direct my/our proxy to vote on the following resolution as I/we have indicated by marking the appropriate box with an 'X'.

RESOLUTION	FOR	AGAINST	ABSTENTION
1 To approve accounts			
2 To re-appoint auditors			
3 To re-appoint S K Goodwin as director			
4 To re-appoint J W F Roth as director			

Signature . . . . Date . . . .

Notes on completion:

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the space provided. If you sign and return this proxy form with no name inserted in the space, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
   To appoint a proxy using this form, the form must be:
   - completed and signed;
   - sent or delivered to Company Secretary; and
   - received no later than 27 June 2011 at 11.00 am.
6. If your shares are held through CREST, you may use the CREST electronic proxy appointment service.
7. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
9. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

11. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
12. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, a proxy may vote or abstain from voting at his or her discretion. A proxy may vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

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The Company Secretary
Crimson Tide plc
Tavern Cellars
39/41 The Pantiles
Tunbridge Wells
TN2 5TE

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NOTES

Crimson Tide plc	Registered in England No. 0113845
Our registered office:	10 Orange Street, London, WC2H 7DQ
UK office:	Tavern Cellars, 39/41 The Pantiles, Royal Tunbridge Wells, Kent, TN2 5TE
Telephone:	01892 542444
Fax:	01892 510441
General email address:	info@crimsontide.co.uk
Ireland Office:	3013 Lake Drive, Citywest Business Campus Dublin 24
Telephone:	+353 (0) 1 4693719
Fax:	+353 (0) 1 4693115
General email address:	info@crimsontide.ie
Web	www.crimsontide.co.uk