Cheetah Holdings Limited

Company Number 10721368

Annual Report and Unaudited Financial Statements 30 June 2022



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Cheetah Holdings Limited Corporate directory 30 June 2022

Directors John Wellford Dillard

Registered office Northern and Shell Building

10 Lower Thames Street London, EC3R 6EN

United Kingdom

Principal place of business 11 Lea Avenue

Nashville, TN 37210 United States of America

Website www.cmgroup.com

Cheetah Holdings Limited Strategic report 30 June 2022

The company changed its reporting date and therefore the results for the current 15 month period from 1 April 2021 to 30 June 2022 may not be directly comparable to the comparative year ended 31 March 2021.

Principal activities

The principal activity of the group is a global software as a service (SaaS) provider of cross-channel customer engagement, serving clients ranging from mid-sized companies to very large and well known global enterprises.

Review of operations

For the year ended 30 June 2022, the loss after income tax amounted to US\$9,130,055 (31 March 2021: profit of US\$104)

There are no other key performance indicators ('KPIs'), apart from the profit or loss before taxation and net assets, which are disclosed in the financial statements and as such further analysis is not required for an understanding of the development, performance or position of the business.

Principal risks and uncertainties

Principal risks and uncertainties of the group, to which the company belongs, is disclosed in the strategic report of the ultimate parent company Campaign Monitor Holdings (UK) Limited.

Future developments

Information on future developments of the company has not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the company.

This report is made in accordance with a resolution of directors.

On behalf of the directors

Wellford Dillard

--- DocuSigned by:

John Wellford Dillard Director

22 February 2023

2023

Cheetah Holdings Limited Directors' report 30 June 2022

The directors present their report, together with the financial statements, on the company for the year ended 30 June 2022.

Directors

The following persons were directors of the company during the whole of the financial year and up to the date of this report, unless otherwise stated:

John Wellford Dillard (appointed on 4 February 2022)
Dean Tilsley (appointed on 4 February 2022 and resigned on 27 May 2022)
Andrew Bronstein (resigned on 4 February 2022)
Christene Renee Carsen (resigned on 4 February 2022)

Principal activities

Information on the company's principal activities are disclosed in the strategic report.

Results and dividends

The loss for the company after providing for income tax amounted to US\$9,130,055 (31 March 2021: profit of US\$104).

There were no dividends paid, recommended or declared during the current or previous financial years.

Going concern

The company's business activities, together with the factors likely to affect its future development, performance and financial position are given in the strategic report and in this report.

As at 30 June 2022, Cheetah Holdings Limited has net current liabilities of US\$8,339,853 (31 Mar 2021: US\$183) and net liabilities of US\$8,339,725 (2021: US\$55. The financial statements have been prepared on a going concern basis which contemplates the fact that the company is within the Campaign Monitor Holdings (UK) Limited group.

Furthermore, Campaign Monitor Holdings (UK) Limited has guaranteed the debts of the company in accordance with section 479C of the Corporations Act 2006.

The directors have, at the time of approving the financial statements, a reasonable expectation that the company will have adequate resources to continue in for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Significant changes in the state of affairs

On 4 February 2022, CM 2019 (UK) entered into a Partnership Agreement with Vector CM Holdings (Cayman), L.P. (incorporated in the Cayman Islands), to merge Campaign Monitor (UK) Limited and Cheetah Holdings Limited. The new immediate parent of Cheetah Holdings Limited is Iris Holdings L.P., a company incorporated in the Cayman Islands.

There were no other significant changes in the state of affairs of the company during the financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.

Charitable and political donations

No charitable or political donations were made during the year.

Disabled employees

Due to the size of the company, no policy for the employment of disabled persons has been established.

Indemnity of directors

The company has indemnified the directors of the company for costs incurred, in their capacity as a director, for which they may be held personally liable, except where there is a lack of good faith.

Disclosure of information to the auditors

The report has not been audited.

Cheetah Holdings Limited Directors' report 30 June 2022

This report is made in accordance with a resolution of directors.

On behalf of the directors

---- DocuSigned by:

Wellford Dillard —2411C507C8AF438...

John Wellford Dillard Director

22 February 2023

_____ 2023

Cheetah Holdings Limited Directors' responsibilities statement 30 June 2022

The directors are responsible for preparing the strategic report, 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 FRS 101 'Reduced Disclosure Framework'. 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 the profit or loss of the company for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether United Kingdom Accounting Standards, comprising FRS 101, has been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are 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.

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.

Cheetah Holdings Limited Statement of profit or loss and other comprehensive income For the year ended 30 June 2022

	Note	15 months ended 30 Jun 2022 US\$	12 months ended 31 Mar 2021 US\$
Expenses Net foreign exchange (loss)/gain Accounting and legal fees Consultancy expenses Restructuring expenses Finance costs		(704,774) (13,761) (964,352) (7,446,945) (62)	104 - - - -
(Loss)/profit before income tax expense		(9,129,894)	104
Income tax expense	4	(161)	
(Loss)/profit after income tax expense for the year attributable to the owners of Cheetah Holdings Limited		(9,130,055)	104
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss Foreign currency translation		790,385	<u>-</u>
Other comprehensive income for the year, net of tax		790,385	
Total comprehensive (loss)/income for the year attributable to the owners of Cheetah Holdings Limited		(8,339,670)	104

Cheetah Holdings Limited Statement of financial position As at 30 June 2022

	Note	30 Jun 2022 US\$	31 Mar 2021 US\$
Non-current assets			
Investment in subsidiaries		128	128
Total non-current assets		128	128
Current assets			
Trade and other receivables	5	48,591	-
Cash and cash equivalents		17,036	977
Total current assets		65,627	977
Current liabilities			
Trade and other payables	6	8,405,480	1,160
Total current liabilities	•	8,405,480	1,160
Net current liabilities		(8,339,853)	(183)
Total assets less current liabilities		(8,339,725)	(55)
Net liabilities		(8,339,725)	(55)
E acciden			
Equity Called up share capital	7	174	174
Called up share capital Foreign currency reserve	8	790,385	1/4
Accumulated losses	U	(9,130,284)	(229)
/ loadingled loaded		(0,100,204)	(223)
Total deficiency in equity		(8,339,725)	(55)

For the year ended 30 June 2022 the company was entitled to the exemption under section 479A of the Companies Act 2006 (the 'Act') not to have its financial statements audited.

The members have not required the company to obtain an audit in accordance with section 476 of the Act.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts as detailed in the directors' responsibilities statement.

The financial statements of Cheetah Holdings Limited (company number 10721368) were approved by the Board of Directors and authorised for issue on ______2023. They were signed on its behalf by:

DocuSigned by:

John Wellford Dillard

Director

22 February 2023 2023

Cheetah Holdings Limited Statement of changes in equity For the year ended 30 June 2022

	Called up share capital US\$	Foreign currency reserve US\$	Accumulated losses US\$	Total deficiency in equity US\$
Balance at 1 April 2020	174	-	(333)	(159)
Profit after income tax expense for the year Other comprehensive income for the year, net of tax	<u>-</u>	<u>.</u>	104	104
Total comprehensive income for the year			104	104
Balance at 31 March 2021	174		(229)	(55)
	Called up share capital US\$	Foreign currency reserve US\$	Accumulated losses US\$	Total deficiency in equity US\$
Balance at 1 April 2021	share capital	currency reserve	losses	deficiency in equity
Balance at 1 April 2021 Loss after income tax expense for the year Other comprehensive income for the year, net of tax	share capital US\$	currency reserve	losses US\$	deficiency in equity US\$
Loss after income tax expense for the year	share capital US\$	currency reserve US\$	losses US\$ (229)	deficiency in equity US\$ (55) (9,130,055)

Note 1. General information

The financial statements cover Cheetah Holdings Limited as an individual entity. The financial statements are presented in United States dollars, which is Cheetah Holdings Limited's functional and presentation currency.

Cheetah Holdings Limited is a private company limited by shares domiciled in United Kingdom. Its registered office and principal place of business are:

Registered office

Northern and Shell Building 10 Lower Thames Street London, EC3R 6EN United Kingdom

Principal place of business

11 Lea Avenue Nashville, TN 37210 United States of America

A description of the nature of the company's operations and its principal activities are included in the strategic report, which is not part of the financial statements.

22 February 2023

The financial statements were authorised for issue, in accordance with a resolution of directors, on ______ 2023. The directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

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

New or amended Accounting Standards and Interpretations adopted

The company has adopted all of the new or amended Accounting Standards and Interpretations issued by the Financial Reporting Council ('FRC') that are mandatory for the current reporting period.

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the company and required no adjustments to opening accumulated losses.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of preparation

These financial statements were prepared in accordance with FRS 101 'Reduced Disclosure Framework' and the Companies Act 2006.

As permitted by FRS 101, the company has taken advantage of all of the disclosure exemptions available to it, including (where applicable); statement of cash flows, new Accounting Standards not yet mandatory, presentation of comparative information for certain assets, impairment of assets, capital risk management, financial instruments, fair value measurement, key management personnel, related party transactions, business combinations and share-based payments.

Historical cost convention

The financial statements have been prepared under the historical cost convention and under the going concern assumption. Details of the directors' considerations in relation to going concern are included in the directors' report.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Foreign currency translation

Foreign currency transactions are translated into the company's functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Note 2. Significant accounting policies (continued)

Income tax

Current tax is provided at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the reporting date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the reporting date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements. A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the reporting date. Deferred tax is measured on a non-discounted basis. The taxation liabilities are reduced wholly or in part by the surrender of tax losses by fellow group undertakings for which payment is made.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the company's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the company's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Other receivables

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the company has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Impairment of financial assets

The company recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the company's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Note 2. Significant accounting policies (continued)

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

Investment in subsidiaries

Investment in subsidiaries are shown at cost including subsequent contributions, less accumulated impairment.

Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the company prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Transaction costs relating to the loans and borrowings are initially capitalised and then amortised to profit or loss over the term of the loans and borrowings.

Fair value measurement

When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Value-Added Tax ('VAT') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated VAT, unless the VAT incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of VAT receivable or payable. The net amount of VAT recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Commitments and contingencies are disclosed net of the amount of VAT recoverable from, or payable to, the tax authority.

Comparatives

Comparatives have been realigned where necessary, to agree with current year presentation. There was no effect on profit, net assets or equity.

Note 3. Critical accounting judgements, estimates and assumptions

Coronavirus (COVID-19) pandemic

Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the company based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the company operates. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the company unfavourably as at the reporting date or subsequently as a result of the Coronavirus (COVID-19) pandemic.

Note 4. Income tax expense

	15 months ended 30 Jun 2022 US\$	12 months ended 31 Mar 2021 US\$
Numerical reconciliation of income tax expense and tax at the statutory rate (Loss)/profit before income tax expense	(9,129,894)	104
Tax at the statutory tax rate of 19%	(1,734,680)	20
Tax effect amounts which are not deductible/(taxable) in calculating taxable income: Other non-deductible expenses	272	<u>-</u>
Current year tax losses not recognised Prior year tax losses not recognised now recouped	(1,734,408) 1,734,569	20 - (20)
Income tax expense	161	
Note 5. Current assets - trade and other receivables		
	30 Jun 2022 US\$	31 Mar 2021 US\$
Related company receivables	48,591	

Related company receivables are unsecured, non-interest bearing and can be recalled on demand.

Note 6. Current liabilities - trade and other payables

	30 Jun 2022 US\$	31 Mar 2021 US\$
Related company payables Accruals	8,392,320 13,160	1,160
	8,405,480	1,160

Related company payables are unsecured, non-interest bearing and are repayable on demand.

Note 7. Equity - called up share capital

	30 Jun 2022	31 Mar 2021	30 Jun 2022	31 Mar 2021
	Shares	Shares	US\$	US\$
Ordinary shares of £1.00 each - authorised and issued	136	136	174	174

Ordinary shares

Ordinary shares entitle the holder to participate in any dividends and any proceeds attributable to shareholders should the company be wound up, in proportions that consider both the number of shares held and the extent to which those shares are paid up.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Note 8. Equity - foreign currency reserve

	30 Jun 2022 31 Ma US\$ U	ar 2021 IS\$
Foreign currency reserve	790,385	

Foreign currency reserve

The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to United States dollars. It is also used to recognise gains and losses on hedges of the net investments in foreign operations.

Movements in reserve

Movements in reserve during the current and previous financial year are set out below:

	Foreign currency US\$
Balance at 1 April 2020	
Balance at 31 March 2021 Foreign currency translation	790,385
Balance at 30 June 2022	790,385

Note 9. Equity - dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 10. Contingent liabilities

The company had no contingent liabilities as at 30 June 2022 and 31 March 2021.

Note 11. Parent entity and ultimate controlling party

Up until the merger on 4 February 2022 the company's immediate parent entity was Vector Holdings, LP (incorporated in the Cayman Islands). After the merger, the immediate parent of the company is Iris Holdings L.P (incorporated in the Cayman Islands).

The ultimate parent entity is Campaign Monitor Holdings (UK) Limited (incorporated in United Kingdom) and its consolidated financial statements, which the company forms part of, are publicly available from Companies House or can be obtained from Northern and Shell Building, 10 Lower Thames Street London, EC3R 6EN, United Kingdom.

The controlling party is Campaign Monitor Investor Holdings, L.P. and the ultimate controlling party is Insight Venture Partners VIII, L.P.

Note 12. Events after the reporting period

No matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.