
BOLDON JAMES LIMITED

UNAUDITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

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COMPANIES HOUSE

BOLDON JAMES LIMITED

COMPANY INFORMATION

Directors	K Bolseth M Reck
Company secretary	Oakwood Corporate Secretary Limited
Registered number	01883286
Registered office	3rd Floor 1 Ashley Road Altrincham Cheshire WA14 2DT
Accountants	Smith & Williamson LLP Accountants 25 Moorgate London EC2R 6AY

BOLDON JAMES LIMITED

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BOLDON JAMES LIMITED

DIRECTORS' REPORT FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

The directors present their report and the financial statements for the 9-month period ended 31 December 2020.

The current period is for the 9-month period ended to 31 December 2020, with the previous period being for the 12-month year ended 31 March 2020. The change in the current reporting period is to bring the Company's year-end in line with the year-end of its parent. As such, the comparative results may not be entirely comparable with the prior year.

Principal activity

The principal activity of the Company is the supply of a range of data classification, message handling and mainframe connectivity products to large enterprises, military and government organisations.

Directors

The directors who served during the 9-month period were:

K Bolseth (appointed 24 June 2020)
M Reck (appointed 24 June 2020)
J A Haworth (resigned 24 June 2020)
M L Sugden (resigned 24 June 2020)
J R Willis (resigned 24 June 2020)

Financial risk management

The Company is exposed to a variety of financial risks as a result of its operations that include the effects of changes in foreign exchange rates, credit risks and liquidity risks. Treasury and risk management policies, which are set by the HelpSystems Board, specify guidelines on financial risks and the use of financial instruments to manage risk. HelpSystems Treasury monitors financial risks and compliance with risk management policies during the year.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer fails to meet its contractual obligations. To mitigate this risk the Company performs credit checks as appropriate and only contracts with customers who meet certain creditworthiness requirements.

Liquidity risk

The Company retains sufficient cash to ensure it has available funds for its operations.

The directors will revisit the appropriateness of this approach to risk management should the Company's operations change in size or nature.

Research and development activities

The Company incurred £1,285k (year ended 31 March 2020 - £1,749k) research and development expenditure in the 9-month period.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

BOLDON JAMES LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

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


Matthew J Reck (Oct 14, 2021 09:14 CDT)

M Reck
Director

Date: 14/10/2021

BOLDON JAMES LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

BOLDON JAMES LIMITED

**ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE
UNAUDITED STATUTORY FINANCIAL STATEMENTS OF BOLDON JAMES LIMITED
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Boldon James Limited for the 9-month period ended 31 December 2020 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes from the Company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at <https://www.icaew.com/regulation>.

It is your duty to ensure that Boldon James Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of Boldon James Limited. You consider that Boldon James Limited is exempt from the statutory audit requirement for the 9-month period.

We have not been instructed to carry out an audit or review of the financial statements of Boldon James Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

Use of this report

This report is made solely to the board of directors of Boldon James Limited, as a body, in accordance with the terms of our engagement letter dated 16 February 2021. Our work has been undertaken solely to prepare for your approval the financial statements of Boldon James Limited and state those matters that we have agreed to state to the board of directors of Boldon James Limited, as a body, in this report in accordance with ICAEW Technical Release TECH07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Boldon James Limited and its board of directors, as a body, for our work or for this report.

Smith & Williamson

Smith & Williamson LLP

Accountants

25 Moorgate

London

EC2R 6AY

Date: 18/10/2021

BOLDON JAMES LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

	Note	9-month period 31 December 2020 £000	Year ended 31 March 2020 £000
Turnover	4	6,468	9,081
Cost of sales		(478)	(714)
Gross profit		5,990	8,367
Administrative expenses		(5,853)	(7,788)
Operating profit	5	137	579
Interest payable and expenses	9	(25)	(39)
Profit before tax		112	540
Tax on profit	10	3	26
Profit for the financial 9-month period		115	566

There was no other comprehensive income for the 9-month period (*year ended 31 March 2020 - £Nil*).

The notes on pages 9 to 27 form part of these financial statements.

BOLDON JAMES LIMITED
REGISTERED NUMBER:01883286

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2020

	Note	31 December 2020 £000	31 March 2020 £000
Fixed assets			
Intangible assets	11	6	10
Tangible assets	12	295	357
		<u>301</u>	<u>367</u>
Current assets			
Debtors: amounts falling due within one year	13	3,066	5,282
Cash at bank and in hand		2,909	2,851
		<u>5,975</u>	<u>8,133</u>
Creditors: amounts falling due within one year	14	(4,085)	(6,374)
Net current assets		<u>1,890</u>	<u>1,759</u>
Total assets less current liabilities		<u>2,191</u>	<u>2,126</u>
Creditors: amounts falling due after more than one year	15	(297)	(370)
		<u>1,894</u>	<u>1,756</u>
Net assets		<u>1,894</u>	<u>1,756</u>
Capital and reserves			
Profit and loss account	20	1,894	1,756
Shareholders' funds		<u>1,894</u>	<u>1,756</u>

BOLDON JAMES LIMITED
REGISTERED NUMBER:01883286

STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2020

The members have not required the Company to obtain an audit for the 9-month period in question in accordance with section 476 of the Companies Act 2006.

The Company was entitled to exemption from audit under section 479A of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

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


Matthew J Reck - Oct 14, 2021 10:14 CEST

M Reck
Director

Date: 14/10/2021

The notes on pages 9 to 27 form part of these financial statements.

BOLDON JAMES LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

	Called up share capital £000	Profit and loss account £000	Total equity £000
At 1 April 2019	-	1,167	1,167
Comprehensive income for the year			
Profit for the year	-	566	566
Total comprehensive income for the year	-	566	566
Share-based payment - capital contribution	-	23	23
At 1 April 2020	-	1,756	1,756
Comprehensive income for the 9-month period			
Profit for the 9-month period	-	115	115
Total comprehensive income for the 9-month period	-	115	115
Share-based payment - capital contribution	-	23	23
At 31 December 2020	-	1,894	1,894

BOLDON JAMES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

1. General information

Boldon James Limited is a private company, limited by shares, domiciled and incorporated in England and Wales (registered number: 01883286). The registered office address is 3rd Floor, 1 Ashley Road, Altrincham, Cheshire, WA14 2DT.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share-based payment
- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases. The requirements of paragraph 58 of IFRS 16, provided that the disclosure of details in indebtedness relating to amounts payable after 5 years required by company law is presented separately for lease liabilities and other liabilities, and in total
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

This information is included in the consolidated financial statements of HelpSystems International Limited as at 31 December 2020 and these financial statements may be obtained from Companies House.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.3 Going concern

The directors have carefully reviewed the future prospects of the Company, including an assessment of the potential impact of the COVID-19 pandemic. Despite the operational disruptions, actions were taken to try and mitigate any immediate concerns with COVID-19. As a result, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements.

2.4 Impact of new international reporting standards, amendments and interpretations

i) New standards, interpretations and amendments effective from 1 April 2020

Amendments have been made to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors in relation to the definition of material. The amendments clarify the definition of what is material to the financial statements and how to apply the definition.

ii) New standards, interpretations and amendments not yet effective

Amendment to IAS 1: "Classification of Liabilities as Current or Non-current".

The directors anticipate that the adoption of other Standards and interpretations that are not yet effective in future periods will only have an impact on the presentation in the financial statements of the Company.

2.5 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in profit or loss within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

BOLDON JAMES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.6 Revenue

Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control of a product or service to customer. The Company assesses contracts for the existence of multiple performance obligations and accounts for these separately. The Company's methodology applies the IFRS 15 revenue requirements on a contract-by-contract basis which includes considerations for contract modifications, variable consideration, the determination of distinct performance obligations, determination of agency and principal relationships and licences.

Service contracts

Service contracts are transferred to the customer over a period of time as the Company fulfils its performance obligation. At contract inception the Company undertakes an assessment to determine how many distinct performance obligations exist within a contract. Each individual deliverable in the contract is then assessed to determine if it is an input into the overall deliverable, and therefore part of a single performance obligation, or if it is a stand-alone separable deliverable with its own transaction price and therefore a distinct performance obligation in its own right. Each distinct performance obligation identified within a contract is accounted for separately.

The transaction price is allocated between each distinct performance obligation identified in a contract based on the stand-alone selling price of each performance obligation. This amount would be the stand-alone selling price of each performance obligation if contracted with a customer separately.

Licence revenue

'Right to use' licence revenue is recognised at a point in time when the Company sells a licence to a customer and does not undertake significant further activities or involvement in developing the licence after the sale. A licence fee is paid for each computer that uses the software and the customer can also purchase a support service contract for a fixed period. The sale of these types of licences is recognised at a point in time as a distinct performance obligation because the Company does not undertake any further activities in developing the licence after the sale. The support service contract is recognised over time as a separate performance obligation as this is an optional extra and is not integral into the functionality of the licence. The support service contract offers general support and maintenance of the licence to the customer over a fixed period.

Contract assets

Contract assets is a term used in adopting IFRS 15 and effectively represents amounts recoverable under contracts as previously reported. Contract assets represent revenue recognised in excess of amounts invoiced.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.6 Revenue (continued)

Contract liabilities

Contract liabilities is a term used in adopting IFRS 15 and effectively represents deferred income as previously reported. The Company, on occasion, bills customers in advance of performing certain types of work which results in the Company recognising contract liabilities. Once the work has been performed these amounts will be reduced and recognised as revenue. For sale of goods, revenue is recognised in profit or loss when control of the goods has been transferred to the customer; being at the point when the goods are delivered. Any transaction price received by the Company prior to that point is recognised as a contract liability.

2.7 Leases

The Company as a lessee

The Company assesses whether a contract is or contains a lease, at inception of a contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate. To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received;
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third party financing; and
- makes adjustments specific to the lease, example, term country, currency and security.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives.

The lease liability is included in 'Creditors' on the Statement of Financial Position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

BOLDON JAMES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.7 Leases (continued)

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are included in the 'Intangible Assets', 'Tangible Fixed Assets' and 'Investment Property' lines, as applicable, in the Statement of Financial Position.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in note 2.14.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

2.8 Research and development

The Company's research and development costs do not meet the capitalisation criteria and are expensed in profit or loss in the period in which they are incurred.

2.9 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.10 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

2. Accounting policies (continued)

2.11 Financial instruments

Financial assets and financial liabilities are recognised in the Statement of Financial Position when the Company becomes a party to the contractual provisions of the instrument.

Trade and other debtors and creditors are classified as basic financial instruments and measured at initial recognition at transaction price. Debtors and creditors are subsequently measured at amortised cost using the effective interest rate method. A provision is established when there is objective evidence that the Company will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank, short-term bank deposits with an original maturity of three months or less and bank overdrafts which are an integral part of the Company's cash management.

Financial liabilities and equity instruments issued by the Company are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Interest bearing bank loans, overdrafts and other loans which meet the criteria to be classified as basic financial instruments are initially recorded at the present value of cash payable to the bank, which is ordinarily equal to the proceeds received net of direct issue costs. These liabilities are subsequently measured at amortised cost, using the effective interest rate method.

2.12 Current and deferred taxation

The tax expense for the 9-month period comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

BOLDON JAMES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.13 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

The estimated useful lives range as follows:

Software	-	1-4 years
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2.14 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold buildings	- 20-25 years
Leasehold improvements	- Over the unexpired term of the lease
Plant and machinery	- 3-10 years
Office equipment	- 5-10 years
Computer equipment	- 3-5 years
Right-of-use assets - buildings	- Expected life of the lease

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these 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 the period of the revision and future periods if the revision affects both current and future periods.

There are no judgements or key sources of estimation uncertainty that have had a significant effect on the financial statements.

4. Turnover

An analysis of turnover by class of business is as follows:

	9-month period 31 December 2020 £000	Year ended 31 March 2020 £000
Services	3,069	4,856
Licenses	3,399	4,225
	6,468	9,081

Revenue by customer geographic location

	UK £000	Europe £000	North America £000	Rest of world £000	Total £000
31 December 2020					
Revenue	2,980	1,508	1,428	552	6,468
	<i>UK £000</i>	<i>Europe £000</i>	<i>North America £000</i>	<i>Rest of world £000</i>	<i>Total £000</i>
31 March 2020					
Revenue	3,540	1,491	2,924	1,126	9,081

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

5. Operating profit

The operating profit is stated after charging/(crediting):

	9-month period 31 December 2020 £000	<i>Year ended 31 March 2020 £000</i>
Research & development charged as an expense	1,285	<i>1,749</i>
Foreign exchange losses/(gains)	240	<i>(194)</i>
	=====	<i>=====</i>

6. Auditors' remuneration

	9-month period 31 December 2020 £000	<i>Year ended 31 March 2020 £000</i>
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	-	<i>10,000</i>
	=====	<i>=====</i>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

7. Employees

Staff costs, including directors' remuneration, were as follows:

	9-month period 31 December 2020 £000	Year ended 31 March 2020 £000
Wages and salaries	3,653	3,640
Social security costs	335	410
Cost of defined contribution scheme	136	173
	<u>4,124</u>	<u>4,223</u>

The average monthly number of employees, including the directors, during the 9-month period was as follows:

	9-month period 31 December 2020 No.	Year ended 31 March 2020 No.
Consultancy and administration	60	70

8. Directors' remuneration

	9-month period 31 December 2020 £000	Year ended 31 March 2020 £000
Directors' emoluments	73	290
Company contributions to defined contribution pension schemes	3	11
	<u>76</u>	<u>301</u>

The highest paid director received remuneration of £73k (*year ended 31 March 2020 - £290k*).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £3k (*year ended 31 March 2020 - £11k*).

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

9. Interest payable and similar expenses

	9-month period 31 December 2020 £000	<i>Year ended 31 March 2020 £000</i>
Bank interest payable	2	3
Finance leases and hire purchase contracts	23	36
	<u>25</u>	<u>39</u>

10. Taxation

	9-month period 31 December 2020 £000	<i>Year ended 31 March 2020 £000</i>
Corporation tax		
Current tax on profits for the 9-month period/year	2	(37)
Adjustments in respect of previous periods	-	2
	<u>2</u>	<u>(35)</u>
Foreign tax		
Overseas tax	-	49
	<u>-</u>	<u>49</u>
Total current tax	<u>2</u>	<u>14</u>
Deferred tax		
Origination and reversal of timing differences	(5)	(40)
Total deferred tax	<u>(5)</u>	<u>(40)</u>
Taxation on profit on ordinary activities	<u>(3)</u>	<u>(26)</u>

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

10. Taxation (continued)**Factors affecting tax charge for the 9-month period/year**

The tax assessed for the 9-month period/year is lower than (2020 - lower than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	9-month period 31 December 2020 £000	Year ended 31 March 2020 £000
Profit on ordinary activities before tax	112	540
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	21	103
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	15
Research and development expenditure credits	-	(104)
Effect of adoption of IFRS 16	-	(41)
Adjustments to tax charge in respect of prior periods	-	2
Non-taxable income	(10)	-
Changes in tax rates or laws	(8)	(1)
Group relief	(6)	-
Total tax credit for the 9-month period/year	(3)	(26)

Factors that may affect future tax charges

The March 2021 Budget announced a further increase to the main rate of corporation tax to 25% from April 2023. This rate has not been substantively enacted at the statement of financial position date, as a result deferred tax balances as at 31 December 2020 continue to be measured at 19%.

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

11. Intangible assets

	Software £000
Cost	
At 1 April 2020	76
Additions	5
	<hr/>
At 31 December 2020	81
	<hr/>
Amortisation	
At 1 April 2020	66
Charge for the 9-month period	9
	<hr/>
At 31 December 2020	75
	<hr/>
Net book value	
At 31 December 2020	6
	<hr/> <hr/>
At 31 March 2020	10
	<hr/> <hr/>

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

12. Tangible fixed assets

	Land and buildings £000	Plant and machinery £000	Computer and office equipment £000	Right-of-use asset - Property £000	Total £000
Cost					
At 1 April 2020	24	37	336	1,434	1,831
Additions	-	-	20	-	20
At 31 December 2020	24	37	356	1,434	1,851
Depreciation					
At 1 April 2020	22	26	247	1,179	1,474
Charge for the 9-month period	1	6	31	44	82
At 31 December 2020	23	32	278	1,223	1,556
Net book value					
At 31 December 2020	1	5	78	211	295
At 31 March 2020	2	11	89	255	357

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

13. Debtors

	31 December 2020 £000	<i>31 March 2020 £000</i>
Trade debtors	1,173	3,439
Amounts owed by group undertakings	266	-
Amounts owed by former group undertakings	-	252
Other debtors	182	128
Prepayments and accrued income	219	293
Contract assets	1,168	1,117
Deferred taxation	58	53
	<u>3,066</u>	<u>5,282</u>

14. Creditors: Amounts falling due within one year

	31 December 2020 £000	<i>31 March 2020 £000</i>
Trade creditors	174	284
Amounts owed to former group undertakings	-	385
Other taxation and social security	121	583
Lease liabilities	98	94
Other creditors	25	37
Contract liabilities	3,667	4,991
	<u>4,085</u>	<u>6,374</u>

Amounts owed to fellow subsidiary undertakings are unsecured, interest free and repayable on demand.

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

	31 December 2020 £000	<i>31 March 2020 £000</i>
Lease liabilities	<u>297</u>	<u>370</u>

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

16. Leases

Company as a lessee

Lease liabilities are due as follows:

	31 March 2020 £000	31 December 2020 £000
Current	98	94
Non-current	297	370
	395	464

The following amounts in respect of leases, where the Company is a lessee, have been recognised in profit or loss:

	31 March 2020 £000	31 December 2020 £000
Hire purchase interest payable	23	36
Total depreciation charge on right-of-use asset - property	44	57

BOLDON JAMES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020**

17. Deferred taxation

	2020 £000	2020 £000
At beginning of year	(53)	(13)
Charged to profit or loss	(5)	(40)
Deferred tax asset at end of year	(58)	(53)

The deferred tax asset is made up as follows:

	31 December 2020 £000	31 March 2020 £000
Accelerated capital allowances	(15)	(16)
Short-term timing differences	(43)	(37)
	(58)	(53)

18. Share capital

	31 December 2020 £	31 March 2020 £
Authorised, allotted, called up and fully paid		
304 Ordinary shares of £0.01 each	3	3

BOLDON JAMES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

19. Share-based payments

In 2019 and up to the disposal date of 24 June 2020, the QinetiQ Group operated a number of share-based payments plans for employees of which the Company were a part. The total share-based payments expense in the period was £23k (*year ended 31 March 2020 - £23k*), of which £23k related to equity-settled schemes and £Nil related to cash-settled schemes (*year ended 31 March 2020 - £23k of which related to equity-settled schemes and Nil related to cash-settled schemes*). The expense for share-settled schemes was charged to the Company by the former ultimate parent company QinetiQ Group plc, in respect of share option over its shares. Set out below are details of the share-based payments arrangements that were utilised during the period. In all cases, they relate to the shares of QinetiQ Group plc, the former ultimate parent company.

Deferred Share Plan (DSP)

Historically, QinetiQ's top 200 leaders are provisionally awarded contingent shares in the ultimate parent company, QinetiQ Group Plc. The number of shares were dependent on the Group's performance during the year (specifically with respect to the level of non-UK revenue growth). This is provisionally quantified at year end based on Group performance and also the number of eligible employees as at 31 March. Actual awards are made in the following June and the final number awarded will be slightly different to the number provisionally calculated. Awards are then subject to a three-year vesting period and a further two year holding period. Vesting of awards is contingent upon Group operating profit in the year prior to vesting being maintained at the level reported during the year prior to award. This will be pro-rated to the date of disposal, 24 June 2020.

Upon sale of the Company to HelpSystems International Limited, the DSP ceased.

20. Reserves

Profit and loss account

This reserve relates to the cumulative retained earnings less amounts distributed to shareholders.

21. Contingent liabilities

For the period ended 31 December 2020, the Company was a participant in a group banking arrangement under which all surplus cash balances are held as collateral for bank facilities advanced to group members. In addition, the Company has issued a cross guarantee to support these group facilities. The bank facilities are structured in such a way that gross aggregate borrowing is limited to £30,000,000, which effectively caps liability under the guarantee to that amount.

BOLDON JAMES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE 9-MONTH PERIOD ENDED 31 DECEMBER 2020

22. Controlling party

Prior to 24 June 2020, the ultimate parent undertaking and controlling party was QinetiQ Group plc, a company registered in England and Wales. The immediate parent undertaking was QinetiQ Holdings Limited, a company registered in England and Wales. The financial statements of Boldon James Limited are consolidated in the financial statements of QinetiQ Group plc, the only company in the Group which prepares consolidated financial statements. Copies of the consolidated financial statements of QinetiQ Group plc are available from the Company Secretary, QinetiQ Group plc, Cody Technology Park, Ively Road, Farnborough, Hampshire, GU14 0LX.

On 24 June 2020, the Company was sold to HelpSystems International Limited, an international provider of IT management software to a broad variety of markets. From this date, the immediate parent undertaking is HelpSystems International Limited, a company registered in England and Wales.

The ultimate parent undertaking is HS MidCo, Inc. a company registered in the United States of America.

The smallest group of undertakings for which group accounts for the year ended 31 December 2020 have been drawn up, is that headed by Help/Systems International Group Limited. Copies of the group accounts are available from Companies House.

The largest group of undertakings for which group accounts for the year ended 31 December 2020 have been drawn up, is that headed by HS MidCo, Inc.

The ultimate controlling party is considered to be a group of investor funds led by TA Associates Management LP, a company incorporated in the United States of America.