Trintech (UK) Limited

Reports and Financial Statements

for the financial year ended 31 January 2022

Trintech (UK) Limited
DIRECTOR AND OTHER INFORMATION

Director	Teresa Mackintosh
Company Registration Number	03231579
Registered Office	Tricor Suite, 4th Floor Mark Lane London EC3R 7QR United Kingdom
Business Address	2nd Floor 7 Bishopsgate Cornhill London EC2N 3AR United Kingdom
Independent Auditors	RSM Ireland Business Advisory Limited t/a RSM Ireland Statutory Audit Firm Trinity House Charleston Road Ranelagh Dublin 6 Ireland
Bankers	Natwest 12 The Broadway Southgate London, N14 6QF
	J.P. Morgan SE European Bank & Business Center 6 route de Trèves L-2633 SenningerbergÞ Luxembourg R.C.S Luxembourg B10.958
Solicitors	McCann Fitzgerald Solicitors Riverside One Sir John Rogerson's Quay Dublin 2

Kirkland & Ellis
300 North LaSalle
Chicago
Illinois 60654
United States of America

Trintech (UK) Limited
STRATEGIC REPORT
for the financial year ended 31 January 2022

The director presents their strategic report on the company for the financial year ended 31 January 2022.

Review of the Company's Business
During the year, the Company continued its investment program to drive financial governance, risk management and compliance (Financial GRC) revenue.

Principal Risks and Uncertainties
The principal risks and uncertainties which the Company faces are set out below:

- Conditions and changes in the national and global economic and political environments may adversely affect the Companys business and financial results.

- The Companys businesses collect, use and retain personal customer information and enable customer transactions, which presents security risks, requires the Company to incur expenses and could harm its business.

Although the Company has sophisticated network and application security, internal control measures, and physical security procedures to safeguard its systems, there can be no assurance that a security breach, loss or theft of personal information will not occur, which could harm the business, customer reputation and results of operations. If the business expands to new industry segments that are regulated for privacy and security, compliance requirements and costs will increase.

- New versions and releases of the Companys products may contain errors or defects.

The Companys software products are complex and, accordingly, may contain undetected errors or be subject to intermittent failures when first introduced or as new versions are released. This may result in the loss of, or delay in, market acceptance of the Companys products.

- The Company could be subject to potential product liability claims and third party liability claims related to products and services.

Any errors, defects or other performance problems could result in financial or other damages to the Companys customers. A product liability claim brought against the Company, even if not successful, would likely be time consuming and costly and could seriously harm the Companys business.

- The Company may be unsuccessful in developing and selling new products or in penetrating new markets.

The Companys competitiveness and future success depend on its ability to develop, market and sell new products and services on a timely and cost effective basis. A fundamental shift in technologies in any of the Companys markets could harm its competitive position within these markets.

- The Company may fail to adequately integrate acquired products, technologies or businesses.

The Company evaluates opportunities to acquire additional product offerings, complementary technologies and businesses. Turnover from the acquired businesses may not be sufficient to support the costs associated with those businesses, thereby adversely affecting the Companys operating margins in the future.

- The Company depends on a few key personnel to manage and operate.

The loss of certain members of the Companys senior management, including the Groups Chief Executive Officer, could have a material adverse effect on the Companys business and prospects.

- If the Company is unable to retain and attract highly skilled personnel with experience in retail software and transaction services industries, the business may be unable to grow.

The Company is dependent upon the ability to attract and hire, when necessary, as well as train and retain highly skilled technical, sales and marketing, engineering, support and other highly skilled personnel with knowledge in funds management, financial governance, reconciliation workflow, transaction risk management, internet and other expertise.

- Regulatory compliance, including the cost of complying with legislative actions and potential new accounting pronouncements, may result in increased costs that would affect the Companys future financial position and results of operations.

Regulatory compliance, including the cost of complying with legislative actions and changes in accounting rules may materially increase the Companys operating expenses and adversely affect its operating results.

Development and Performance

The Company intends to continue to develop innovative Financial GRC solutions to respond to the needs of the Companys customers in this rapidly changing industry, particularly where the Company believes that it can leverage its existing product set. The Company has developed its products independently, through the Groups research and development team based in Dallas & UK, through funded development projects and through acquisition. For the period, approximately 14.3% (2021: 14.8%) of the Groups overall revenues were dedicated to research and development expenses.

Financial Key Performance Indicators

Turnover was £12.5 million for the year ended 31 January 2022 (2021: £6.3 million). The significant increase in turnover was due to the transfer of customers from another group subsidiary (Adra Software Limited) and also a change in the group transfer pricing policy. The profit on ordinary activities before taxation for the year amounted to £2,860,237 (2021: £485,243). Following a taxation charge of £548,716 (2021:£116,968) the profit retained for the year was £2,311,521 (2021: £368,275).

On behalf of the board

Teresa Mackintosh
Director

30 January 2022

Trintech (UK) Limited
DIRECTOR'S REPORT
for the financial year ended 31 January 2022

The director presents their report and the audited financial statements for the financial year ended 31 January 2022.

Principal Activity
Trintech (UK) Limited is a subsidiary of Trintech Group Limited and part of the Ranger Group (trading as Trintech Group) whose ultimate controlling party is Summit Partners L.P. Favordale Limited (a company registered in Ireland) is the parent of the largest and smallest group into which the results of the Company are consolidated.

Trintech (UK) Limited operates as a sales and marketing representative for the groups GRC products in the UK market.

The Trintech Group is a major international provider of integrated financial governance, risk management and compliance (GRC) solutions focused on the office of the CFO. The groups recognised expertise in reconciliation process management, financial data aggregation, financial close, disclosure management, risk management and compliance enables customers to gain greater stability and control over their financial processes leading to better overall business performance.

Many organisations are realising the benefits of the groups configurable and highly scalable solutions every day to: ensure the accuracy and integrity of financial data; identify and reduce transaction risk; improve the quality and timeliness of disclosure management and strengthen internal controls to support compliance requirements.

The Group provides cloud-based financial software solutions for the record-to-report process. The Group's products aim to produce greater stability and control over their critical record-to-report financial processes, leading to better overall business performance. These software solutions are designed to help customers to ensure the accuracy and integrity of financial data, identify and reduce transaction risk, optimise employee efficiency, and improve reporting and strengthen internal controls to support compliance requirements. The Group's Cadency® suite automates and manages all aspects of the financial close - including balance sheet reconciliation, journal entries, close tasks, governance, compliance, and reporting. The Cadency mobile application extends the management, monitoring and measurement capabilities of Cadency to a user-friendly, mobile platform. ReconNET streamlines operational reconciliations such as bank and credit card transactions, and the Dataflow Transaction Network helps customers with data collection and delivery.

The groups customer base includes retail chains, commercial companies and financial institutions, and its sales and marketing efforts are divided by region as follows:

- Europe, Middle East and Africa
- North and South America; and
- Asia Pacific.

Results and Dividends
The profit for the financial year after providing for depreciation and taxation amounted to £2,311,521 (2021 - £368,275).
The director does not recommend payment of a dividend.

Director
The director who served during the financial year is as follows:

Teresa Mackintosh

The director, at the year end, had no interests in shares in, or debentures of, the company or the ultimate controlling party, Summit Partners L.P.

There were no changes in shareholdings between 31 January 2022 and the date of signing the financial statements.

Future Developments
The company plans to continue its present activities and current trading levels. Employees are kept as fully informed as practicable about developments within the business.

Post-Balance Sheet Events

The company moved out of their offices in Princes Street in April 2022 and moved into a new business premises in Bishopsgate, Cornhill, London.
Apart from the above, there have been no significant events affecting the company since the financial year-end.

Political Donations

The company did not make any disclosable political donations in the current financial year.

Auditors

The auditors, RSM Ireland Business Advisory Limited t/a RSM Ireland have indicated their willingness to continue in office in accordance with the provisions of Section 485 of the Companies Act 2006.

Disclosure of information to the auditors

I, the director of the company who held office at the date of approval of these Financial Statements as set out above each confirm, so far as I am aware, that:

- there is no relevant audit information of which the companys auditors are unaware; and
- I have taken all the steps that I ought to have taken as director in order to make myself aware of any relevant audit information and to establish that the companys auditors are aware of that information.

On behalf of the board

Teresa Mackintosh
Director

30 January 2022

Trintech (UK) Limited
STATEMENT OF DIRECTOR'S RESPONSIBILITIES
for the financial year ended 31 January 2022

The director is responsible for preparing the Strategic Report, Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the director must not approve the financial statements unless they is 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 director is required to:

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

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They is 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.

Disclosure of Information to Auditor

Each persons who is a director at the date of approval of this report confirms that:
-there is no relevant audit information (information needed by the company's auditor in connection with preparing the auditor's report) of which the company's auditor is unaware, and
-the director has taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Teresa Mackintosh
Director

30 January 2022

INDEPENDENT AUDITOR'S REPORT
to the Members of Trintech (UK) Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Trintech (UK) Limited ('the company') for the financial year ended 31 January 2022 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including significant accounting policies set out in note . The financial reporting framework that has been applied in their preparation is applicable Law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
-give a true and fair view of the state of the company's affairs as at 31 January 2022 and of its profit for the financial year then ended;
-have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
-have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we has concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we has performed, we has not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

Other Information

The other information comprises the information included in the annual report other than the financial statements and our Auditor's Report thereon. The director is responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Director's Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic Report and the Director's Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of director for the financial statements

As explained more fully in the Statement of Director's Responsibilities set out on page 7, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intend to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit. In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit. However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud. In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team: - obtained an understanding of the nature of the industry and sector, including the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting framework (FRS 102 and the Companies Act 2006) and the relevant direct and indirect tax compliance regulation in the United Kingdom; - understood how the company is complying with those frameworks by making enquiries of management to understand how the company maintains and communicates its policies and procedures in these areas and corroborated this by reviewing supporting documentation; - inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud; - read minutes of board meetings and also reviewed the financial statement disclosures and tested to supporting documentation to assess compliance with applicable laws and regulations; - assessed the susceptibility of the companys financial statements to material misstatement, including how fraud might occur by considering the risk of management override and by assuming revenue to be a fraud risk; - discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud. The most significant laws and regulations that have an indirect impact on the financial statements are those in relation to health and safety and General Data Protection Regulation (GDPR). We performed audit procedures to inquire of management whether the company is in compliance with these laws and regulations and inspected legal costs, board minutes, and other relevant sources for evidence of undisclosed issues. The audit engagement team identified the risk of management override of controls and management bias in accounting estimates as the areas where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business. We evaluated whether there was evidence of bias by management in accounting estimates that represented a risk of material misstatement due to fraud.

A further description of our responsibilities for the audit of the financial statements is contained in the appendix to this report, located at page , which is to be read as an integral part of our report.

Use of our report

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

Niall May (Senior Statutory Auditor)
for and on behalf of
RSM IRELAND BUSINESS ADVISORY LIMITED T/A RSM IRELAND
Statutory Audit Firm
Trinity House
Charleston Road
Ranelagh
Dublin 6
Ireland

30 January 2022

Trintech (UK) Limited

APPENDIX TO THE INDEPENDENT AUDITOR'S REPORT

Further information regarding the scope of our responsibilities as auditor

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Trintech (UK) Limited

PROFIT AND LOSS ACCOUNT

for the financial year ended 31 January 2022

	Notes	2022 £	2021 £
Turnover	4	**12,475,108**	6,310,726
Cost of sales		**(562,108)**	(444,476)
Gross profit		**11,913,000**	5,866,250
Administrative expenses		**(9,052,763)**	(5,381,007)
Profit before taxation		**2,860,237**	485,243
Tax on profit	7	**(548,716)**	(116,968)
Profit for the financial year		**2,311,521**	368,275
Total comprehensive income		**2,311,521**	368,275

Trintech (UK) Limited

Company Registration Number: 03231579

BALANCE SHEET

as at 31 January 2022

	Notes	2022 £	2021 £
Fixed Assets			
Tangible assets	**8**	**93,839**	165,355
Current Assets			
Debtors	**9**	**9,955,280**	5,719,367
Cash and cash equivalents		**2,499,198**	1,145,715
		12,454,478	6,865,082
Creditors: amounts falling due within one year	**10**	**(8,297,061)**	(5,066,357)
Net Current Assets		**4,157,417**	1,798,725
Total Assets less Current Liabilities		**4,251,256**	1,964,080
Creditors:			
amounts falling due after more than one year	**11**	**-**	(13,596)
Provisions for liabilities	**13**	**(2,272)**	(13,021)
Net Assets		**4,248,984**	1,937,463
Equity			
Called up share capital	**15**	**2**	2
Other reserves including the fair value reserve		**127,577**	127,577
Retained earnings		**4,121,405**	1,809,884
Equity attributable to owners of the company		**4,248,984**	1,937,463

Approved by the Director and authorised for issue on 30 January 2022

Teresa Mackintosh

Director

Trintech (UK) Limited

STATEMENT OF CHANGES IN EQUITY

as at 31 January 2022

	Called up share capital	Retained earnings	Capital contribution reserve	Total
	£	£	£	£
At 1 February 2020	2	1,441,609	127,577	1,569,188
Profit for the financial year	-	368,275	-	368,275
At 31 January 2021	2	1,809,884	127,577	1,937,463
Profit for the financial year	-	2,311,521	-	2,311,521
At 31 January 2022	**2**	**4,121,405**	**127,577**	**4,248,984**

1. General Information

Trintech (UK) Limited is a company limited by shares incorporated in the United Kingdom

2. Summary of Significant Accounting Policies

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

Statement of compliance

The financial statements of the company for the year ended 31 January 2022 have been prepared in accordance with the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland (FRS 102) issued by the Financial Reporting Council and in accordance with the Companies Act 2006.

Basis of preparation

The financial statements have been prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value. The fiinancial statements are presented in sterling which is the functional currency of the Company.

Cash flow statement

The company has availed of the exemption in FRS 102 from the requirement to prepare a Statement of Cash Flows because it is a subsidiary undertaking for which the consolidated financial statements are publicly available.

Turnover

Turnover comprises amounts invoiced for goods and services exclusive of value added tax.

Revenue Recognition

The companys revenues are derived from licence fees and charges for services. The company recognises licence revenue in accordance with the Financial Accounting Standards Board (FASB) ASC 606 Revenue from Contracts with Customers except where these criteria conflict with the requirements of FRS 102. The Company generates revenue primarily from three sources: SaaS, maintenance and support, and professional services, such as implementation, training, and consulting. For these services, revenue is recognised as promised services are transferred to our customers in an amount that reflects the consideration the Company expects to receive in exchange for those services. The Company also sells products that include a software term license bundled with maintenance and support.

The Company determines revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, the Company satisfies a performance obligation

SaaS subscription revenues primarily consist of fees that provide customer access to one of more of our cloud-based applications. Initial subscription contracts are generally three-year, non-cancellable agreements billed annually in advance. Subscription services consist of a series of SaaS access, data maintenance and support services provided throughout the term of the contract and revenue is recognised rateably over the term of the contract beginning on the date access to our service is made available to the customer.

The Company provides maintenance and support services to customers with term and perpetual software licenses. Services may also include hosting the customers license in the data centres. Term software license contracts include a bundle of a distinct software license with support and maintenance services. The transaction price is allocated between the software license and support and maintenance based upon the stand-alone selling price ("SSP") of the software and services performance obligations. Software license revenues are recognised at the point in time the customer has both the contractual right to use the software and the Company has provided access to the product. Revenues allocated to support and maintenance obligations are recognised rateably over the period services are provided to customers.

Professional services consist of implementation, training and consulting services to assist customers as they deploy our solutions. These services are considered distinct performance obligations and do not result in significant customization of the subscription service. Revenue is recognised as services are performed and invoiced monthly for time and material contracts. For fixed fee contracts, revenue is recognised on a proportional performance method based upon hours completed compared to estimated hours for the contracts. The Company applies the practical expedient to recognize professional services revenue when it has the right to invoice based on time and materials incurred.

Contracts with customers often require us to transfer multiple performance obligations over the duration of the contract. The Company uses significant judgement to estimate the SSP of these performance obligations and the associated consideration we expect to receive from customers. Determining whether products and services are considered distinct performance obligations also requires significant judgment. The transaction price is generally determined by the stated fixed fees in the contract, excluding taxes. The Company has determined that none of the contracts includes a significant financing component. Reimbursable expenses are presented gross.

The Company determines the SSP of maintenance and support and professional services based on numerous factors including the Company's overall pricing objectives, geography, customer size and number of users, and discounting practices. The Company uses historical maintenance renewal fees to estimate SSP for maintenance and support fees bundled with software licenses. The Company may use the residual method to allocate consideration to SaaS offerings because SaaS solutions are highly variable due to factors such as the nature and number of users, instances, transactions, data storage and features.

Tangible assets and depreciation

Tangible assets are stated at cost or at valuation, less accumulated depreciation. The charge to depreciation is calculated to write off the original cost or valuation of tangible assets, less their estimated residual value, over their expected useful lives as follows:

Land and buildings freehold	-	4% Straight line
Software equipment	-	3 years
Computer equipment	-	3 years

The carrying values of tangible fixed assets are reviewed annually for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

Leasehold improvements are depreciated over the shorter of the leasehold improvements useful life or the lease term.

Leasing

Operating lease rentals are charged to the profit and loss account in the period to which they relate.

Operating lease incentives are recognised in the profit and loss account on a straight line basis over the term of the lease.

Trade and other

debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method less impairment losses for bad and doubtful debts except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the Balance Sheet bank overdrafts are shown within Creditors.

Borrowing costs

Borrowing costs relating to the acquisition of assets are capitalised at the appropriate rate by adding them to the cost of assets being acquired. Investment income earned on the temporary investment of specific borrowings pending their expenditure on the assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Trade and other creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Employee benefits

The Company contributes to certain employee private pension plans but does not operate a pension plan or provide for other post employment benefits on behalf of its employees. The costs of these contributions are charged to the profit and loss account in the period to which they relate.

Taxation and deferred taxation

Current tax represents the amount expected to be paid or recovered in respect of taxable profits for the financial year and is calculated using the tax rates and laws that have been enacted or substantially enacted at the Balance Sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more tax in the future, or a right to pay less tax in the future. Timing differences are temporary differences between the company's taxable profits and its results as stated in the financial statements. Deferred tax is measured on an undiscounted basis at the tax rates that are anticipated 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 balance sheet date.

Foreign currencies

Items included in the financial statements are presented in "Sterling", the currency of the primary economic environment in which the entity operates (the "functional currency").

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the Balance Sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated at the rates of exchange ruling at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. The resulting exchange differences are dealt with in the Profit and Loss Account.

Ordinary share capital

The ordinary share capital of the company is presented as equity.

3. Significant accounting judgements and key sources of estimation uncertainty

The preparation of these financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

Judgements and estimates are continually evaluated and are based on historical experiences and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

a. Providing for doubtful debts

The company makes an estimate of the recoverable value of trade and other debtors, including amounts owed from group companies. The company uses estimates based on historical experience in determining the level of debts, which the company believes, will not be collected. These estimates included such factors as the current credit rating of the debtor, the ageing profile of debtors and historical experience. Any significant reduction in the level of customers that default on payments or other significant improvements that resulted in a reduction in the level of bad debt provision would have a positive impact on the operating results. The level of provision required is reviewed on an ongoing basis.

4. Turnover

The whole of the company's turnover is attributable to its market in the United Kingdom and is derived from the principal activity of providing integrated financial governance, risk management and compliance (GRC) solutions.

5. Operating profit

	2022	2021
	£	£
Operating profit is stated after charging/(crediting):		
Depreciation of tangible assets	**143,406**	157,762
(Profit)/loss on disposal of tangible assets	**-**	3,021
Loss/(profit) on foreign currencies	**27,766**	(32,053)
Operating lease rentals		
- Land and buildings	**256,347**	-

6. Employees and remuneration

Number of employees

The average number of persons employed (including executive director) during the financial year was as follows:

	2022	2021
	Number	Number
Sales & Marketing	**37**	32
Professional Services	**24**	30
Research & Development	**9**	2
Administration	**7**	-

	2022	2021
	77	64

The staff costs comprise:	**2022**	2021
	£	£
Wages and salaries	**6,177,794**	3,003,852
Social security costs	**777,327**	616,803
Pension costs	**270,992**	239,950
Staff compensation for loss of office	**72,356**	-
	7,298,469	3,860,605

7. Tax on profit

	2022	2021
	£	£
(a) Analysis of charge in the financial year		
Current tax:		
Corporation tax at 19.00% (2021 - 19.00%) (Note 7 (b))	**559,465**	129,075
Deferred tax:		
Origination and reversal of timing differences	**(10,749)**	(12,107)
Total deferred tax	**(10,749)**	(12,107)
Tax on profit (Note 7 (b))	**548,716**	116,968

(b) Factors affecting tax charge for the financial year

The tax assessed for the financial year differs from the standard rate of corporation tax in the United Kingdom 19.00% (2021 - 19.00%). The differences are explained below:

	2022	2021
	£	£
Profit taxable at 19.00%	**2,860,237**	485,243
Profit before tax multiplied by the standard rate of corporation tax in the United Kingdom at 19.00% (2021 - 19.00%)	**543,445**	92,196
Effects of:		
Expenses not deductible for tax purposes	**4,395**	5,311
Depreciation in excess of capital allowances for period	**11,693**	23,065
Deferred tax	**(10,749)**	(12,107)
Adjustment to tax charge in respect of previous periods	**(68)**	8,503
Total tax charge for the financial year (Note 7 (a))	**548,716**	116,968

8. Tangible assets

	Land and buildings freehold	Software equipment	Computer equipment	Total
	£	£	£	£
Cost or Valuation				
At 1 February 2021	169,271	3,227	357,823	530,321
Additions	-	-	71,890	71,890
At 31 January 2022	169,271	3,227	429,713	602,211
Depreciation				
At 1 February 2021	103,400	3,227	258,339	364,966
Charge for the financial year	65,871	-	77,535	143,406
At 31 January 2022	169,271	3,227	335,874	508,372
Net book value				
At 31 January 2022	**-**	**-**	**93,839**	**93,839**
At 31 January 2021	65,871	-	99,484	165,355

9. Debtors

	2022	2021
	£	£
Trade debtors	**3,360,192**	2,075,766
Amounts owed by group undertakings	**6,419,346**	3,534,809
Other debtors	**1,653**	148
Prepayments and accrued income	**174,089**	108,483
Long Term Deposits	**-**	161
	9,955,280	5,719,367

Amounts owed by group undertakings are unsecured, interest free and are repayable on demand.

10. Creditors

Amounts falling due within one year	**2022**	2021
	£	£
Net obligations under finance leases and hire purchase contracts	**437**	1,050
Trade creditors	**24,519**	5,281
Amounts owed to group undertakings	**1,690,117**	871,491
Taxation (Note 12)	**1,368,558**	872,043
Other creditors	**532,024**	408,898
Accruals and deferred income	**4,681,406**	2,907,594
	8,297,061	5,066,357

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

11. Creditors

Amounts falling due after more than one year

	2022	2021
	£	£
Finance leases and hire purchase contracts	-	437
Accrued expenditure	-	13,159
	-	13,596

Net obligations under finance leases and hire purchase contracts

	2022	2021
Repayable within one year	437	1,050
Repayable between one and five years	-	437
	437	1,487

12. Taxation

	2022	2021
	£	£
Creditors:		
VAT	609,345	628,607
Corporation tax	536,387	90,037
PAYE / NI	222,826	153,399
	1,368,558	872,043

13. Provisions for liabilities

The amounts provided for deferred taxation are analysed below:

	Capital allowances	Total	Total
		2022	2021
	£	£	£
At financial year start	13,021	13,021	25,128
Charged to profit and loss	(10,749)	(10,749)	(12,107)
At financial year end	2,272	2,272	13,021

14. Financial Instruments

The company has chosen to apply the provisions of Section 11 and 12 of FRS 102 to account for all of its financial instruments.

	2022	2021
	£	£
Financial assets that are debt instruments measured at amortised cost		

Trade debtors	**3,360,192**	2,075,766
Amounts owed by group companies	**6,419,346**	3,650,809
Cash at bank and in hand	**2,499,198**	1,145,715

Financial liabilities at amortised cost		
Trade creditors	**24,519**	5,281
Amounts owed to group companies	**1,690,117**	871,491
Other creditors	**532,024**	408,898

Loan commitments measured at cost less impairment		
Net obligations under finance leases	**437**	1,487

15. Share capital

Description	Number of shares	Value of units	2022 £	2021 £
Allotted, called up and fully paid				
Ordinary Shares	2	£1 each	**2**	2

Authorised share capital is 1,000 ordinary shares of £1 each.

16. Financial commitments

Total future minimum lease payments under non-cancellable operating leases are as follows:

	Land and Buildings 2022 £	2021 £
Due:		
Within one year	**153,496**	-
Between one and five years	**1,995,047**	-
	2,148,543	-

The company entered into a lease agreement in respect of a new office located at 7 Bishopsgate, London. The effective date of the lease is 11 March 2022 and the term of the lease is for 5 years.

17. Director's remuneration

The director has not received any emolument in the year ended 31 January 2022.

18. Related party transactions

The company has availed of the exemption under FRS 102 in relation to the disclosure of transactions with group undertakings.

19. Audit fee

Audit fees for the company for year ended 31 January 2022 have been incurrred by a fellow group undertaking.

20. Parent and ultimate parent company

The immediate parent company is Trintech Group Limited, a company incorporated in the Republic of Ireland.

The companys ultimate controlling party is Summit Partners L.P, a company registered in Cayman Islands with an address at 200 Middlefield Road, Suite 200 Menlo Park, CA 940.

The parent of the largest group in which the results are consolidated is Favordale Limited.
Favordale Limited is registered in Ireland.

21. Post-Balance Sheet Events

The company moved out of their offices in Princes Street in April 2022 and moved into a new business premises in Bishopsgate, Cornhill, London.
Apart from the above, there have been no significant events affecting the company since the financial year-end.

22. Key management compensation

There was no directors remuneration paid in the current year.