

Registered number: 04612415

# PALANTIR UK LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021



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# **COMPANY INFORMATION**

**Directors** S C Marcet (resigned 31.08.2021)

W Sim (resigned 15.02.2021)

G C Myers (appointed 15.02.2021)

F Batlle Perales (appointed 31.08.2021)

**Registered numbers** 

04612415

**Registered Office** 

5<sup>th</sup> Floor

Watling House

33 Cannon Street

London

EC4M 5SB

**Independent Auditor** 

**Grant Thornton UK LLP** 

**Chartered Accountants & Senior Statutory Auditor** 

30 Finsbury Square

London

EC2A 1AG



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# Director's report

The Directors present the financial statements of Palantir UK Limited, which include statements of Comprehensive Income, Statements of financial position and Statements of changes in equity. The Directors have prepared their report under the small company regime.

#### **Principal activity**

The principal activity of the Company during the year was the supply of software, consultancy, marketing and research and development support.

#### **Directors**

The directors who served during the year were:

S C Marcet (resigned 31.08.2021)

W Sim (resigned 15.02.201)

G C Myers (appointed 15.02.2021)

F Batile Perales (appointed 31.08.2021)

#### Directors' responsibilities statement

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 with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). 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 profit or loss 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.
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Going concern

The financial statements have been prepared on going concern basis as the Company has received confirmation from 3ES Innovation Inc, the immediate parent company, of its intention to continue to provide financial and other support to enable the Company to pay its liabilities as and when they become due for a period not less



# Director's report (continues)

than one year from the date of approval of these statements. A cashflow forecast for the period December 2022 to December 2023 was prepared at UK level to support operations as part of this going concern review.

#### Results and dividends

The profit for the year, after taxation, amounted to £267,730 (2020: £702,064).

No dividends will be distributed for the year ended 31 December 2021. (2020: nil)

#### Disclosure of information to auditor

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information

#### **Auditor**

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Clay Myers

G C Myers Director

Date: 20/12/2022



#### **Opinion**

We have audited the financial statements of Palantir UK Limited (the 'company') for the year ended 31 December 2021, which comprise Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 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 December 2021 and of its profit
  for the 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

We are responsible for concluding on the appropriateness of the directors' 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 report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the company's business model including effects arising from macro-economic uncertainties such as Brexit and Covid-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Based on the work we have performed, we have 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 when the financial statements are authorised for issue.

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

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.



#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

#### Opinions 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

#### Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

#### Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit;or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and from the requirement to prepare a strategic report.

#### Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 3 the directors are 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 the directors 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 directors are 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 directors either intend to liquidate the company or to cease operations, or have 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <a href="https://www.frc.org.uk/auditorsresponsibilities">www.frc.org.uk/auditorsresponsibilities</a>. This description forms part of our auditor's report.

# Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

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. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the
  company and industry in which they operate through our general, commercial and sector experience,
  discussions with management and inspection of board minutes. We determined that the following
  laws and regulations were most significant: Financial Reporting Standard 102 'The Financial Reporting
  Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting
  Practice) and Companies Act 2006.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included:
  - identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud;
  - identifying and testing journal entries, in particular, journal entries with characteristics that meet certain criteria assessed as higher risk; and
  - assessing the extent of compliance with the relevant laws and regulations that are of significance as part of our audit procedures.
- The assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
  - understanding of, and practical experience with, audit engagements of a similar nature and complexity through appropriate training and participation.
  - knowledge of the industry in which the client operates; and
  - understanding of the legal and regulatory requirements specific to the company, including the provisions of the applicable legislation.
  - The engagement team's communications in respect of potential non-compliance with laws and regulations and fraud included the potential for fraud in revenue recognition through overstatement of costs used to determine management recharges;
- In assessing the potential risks of material misstatement, we obtained an understanding of:
  - The company's operations, including the nature of its revenue sources and of its objectives and strategies, to understand the classes of transactions, account balances, expected financial statement disclosures and business risks that may result in risks of material misstatement; and



- The company's control environment includes:
  - management's knowledge of the relevant laws and regulations and how the company is complying with those laws and regulations;
  - the adequacy of procedures for authorisation of transactions;
  - procedures to ensure that possible breaches of law and regulations are appropriately
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.

#### 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.



Matthew Flowers ACA
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
London
20/12/2022



# STATEMENT OF COMPREHENSIVE INCOME

Amount in £	Note	2021	2020
Turnover	4	5,448,101	6,437,067
Cost of sales		(29,934)	(599,995)
Gross Profit		5,418,167	5,837,072
Administrative expenses		(5,193,814)	(5,399,746)
Other Income		152,190	162,479
Operating profit	7	376,543	599,805
Interest receivable and similar income		-	-
Profit before tax		376,543	599,805
Tax on profit	8	(108,813)	102,259
Profit for the financial year		267,730	702,064
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		267,730	702,064

The Statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

Notes 1 to 19 form part of these financial statements.



Registered number: 04612415

# STATEMENT OF FINANCIAL POSITION

Amount in £	Note		2021		2020
Assets					
Non-current Assets					
Tangible assets	10		247,598		308,460
Intangible assets	11		284,588	_	-
		-	532,186	-	308,460
Current assets					
Debtors: (of which £268,945 (2020 :£268,945) was due after more than one year)	12	604,188		1,232,827	
Cash at bank and in hand		357,244		189,265	
•		961,432		1,422,092	-
Creditors: amounts falling due within one year	13	(724,728)		(1,230,207)	
Net current assets/liabilities			236,704		191,885
Total assets less current liabilities			768,890	-	500,345
Net assets/liabilities			768,890		500,345
Capital and Reserves					
Called up share Capital	15		150,000		150,000
Profit and loss account	16		618,075		350,345
Other reserves	16		815		-
			768,890		500,345

#### Notes 1 to 19 form part of these financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

Clay Myers

G C Myers Director

Date: 20/12/2022



# STATEMENT OF CHANGES IN EQUITY

Amount in £	Called up Share Capital	Profit & Loss Account	Other Reserves	Total equity
As at 1 January 2020 Comprehensive Income for the year	150,000	(351,719)	-	(201,749)
Profit for the year	-	702,064	-	702,064
As at 1 January 2021 Comprehensive Income for the year	150,000	350,345	_	500,345
Profit for the year	-	267,730	815	268,545
As at 31 December 2021	150,000	618,075	815	768,890

Notes 1 to 19 form part of these financial statements.



#### NOTES TO ACCOUNTS

#### 1. General Information

Palantir UK Limited is a private company, limited by shares, registered in England and Wales. The Company's registered number and registered office address can be found on the Company Information page.

#### 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 Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 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 Company meets the definition of small company under section A3.11A of FRS102 and has therefore taken advantage of exemption from Statement of Cash Flows – Presentation of a statement of cashflow and related notes and disclosures.

The Company has also taken advantage of an exemption as a small company from presenting strategic report under section 414B of Companies Act 2006.

The following principal accounting policies have been applied:

#### 2.2 Going concern

The financial statements have been prepared on the going concern basis as the Company has received confirmation from the 3ES Innovation Inc, the immediate parent company, of its intention to continue to provide financial and other support to the extent necessary to enable the Company to continue to pay its liabilities as and when they become due for a period not less than one year from the date of approval of these financial statements. A cashflow forecast for the period December 2022 to December 2023 has been prepared at UK level to support operations.

COVID-19 continues to have an impact on the company's operations and markets. The Company considers these adverse economic conditions to be temporary and has adapted working practices and adjusted its cost base accordingly.

#### 2.3 Turnover

The main source of revenue relates to a transfer pricing arrangement with the Parent company. The Company provides consultancy which is charged on the time incurred and is billed a month in arrears. The Company also enters into license contracts with clients for a minimum of one year. The income for these contracts is taken to the revenue on a month-by-month basis from the date of sale.



# **NOTES TO ACCOUNTS**

#### 2.4 Grant income

Grants of a revenue nature are recognised in "other income" within profit or loss in the same period as the related expenditure. This includes the Government Coronavirus Job Retention Scheme ('Furlough'). The Company has not directly benefited from any other forms of government assistance.

#### 2.5 Rental Income

Rental income is recognised in "other income" within profit or loss in the same period as the related expenditure. This relates to the sub-lease of office space.

#### 2.6 Tangible fixed assets and depreciation

Tangible fixed assets are measured at cost less accumulated depreciation, and any accumulated impairment losses. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Assets	Method	Rate
Equipment	Reducing balance	30%
Fixtures and fittings	Reducing balance	20%

#### 2.7 Business combination

Annually intangible assets are reviewed as to whether there is any indication that an asset may be impaired. If any such indication exists, the entity shall estimate the recoverable amount of the asset. If there is no indication of impairment, it is not necessary to estimate the recoverable amount. Amortisation is provided at the following rates to write off each asset over its estimated useful life. It is based on the foreseeable service of the employees, who were part of the business combination, with the Company.

There are no restated comparatives.

**Purchased Goodwill** 

Straight line over 4 years

#### 2.8 Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. Current or deferred taxation assets and liabilities are not discounted. Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

#### 2.9 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivables are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the



#### NOTES TO ACCOUNTS

effective interest method, less any impairment. At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit and loss.

#### 2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### 2.11 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### 2.12 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange prevailing at the balance sheet date. Transactions in foreign currencies are recorded at the rate prevailing of the date of transactions. All exchange differences are taken to the Profit and Loss account. The functional and presentational currency is British Pounds (GBP).

#### 2.13 Pensions

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund.

#### 2.14 Financial assets and liabilities

Financial assets and liabilities are recognised in the Company's Statement of Financial Position when the Company becomes a party to the contractual provisions of the instrument. Non-derivative financial instruments comprise trade debtors, cash, loans and borrowings and trade creditors.

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

#### Amortisation of goodwill

Annually intangible assets are reviewed as to whether there is any indication that an asset may be impaired. If any such indication exists, the entity shall estimate the recoverable amount of the asset. Management have assessed the goodwill on the balance sheet and the estimated useful life expected is based on the foreseeable service of the employees, who were part of the business combination, with the Company. Management



# **NOTES TO ACCOUNTS**

believe the value has not been impaired and that 4 years represents an appropriate period over which the Company will benefit from the asset.

#### **Critical accounting judgements**

In the course of preparing the financial statements, no judgements have been made in the process of applying the Company's accounting policies, other than those involving estimates (which are dealt with separately above), that have had a significant effect on the amounts recognised in the financial statements.

#### 4. Turnover

Turnover is attributable to geographical markets outside the United Kingdom amounted to 100% for the year (2020: 100%). All the turnover relates to invoicing the parent company in Canada.

#### 5. Employees and Directors

Staff cost were as follows:

Amount in £	2021	2020
Wages and salaries	3,103,899	3,226,385
Social security costs	380,966	391,966
Cost of defined contribution pension scheme	151,595	150,644
Total	3,636,460	3,768,995

The average number of employees, during the year were as follows:

No of employees	2021	2020
Consultancy staff	16	10
Administration staff	34	47
Total	50	57

#### 6. Director's remuneration

The current directors are deemed to be the only key management personnel of the Company. None of the directors received any remuneration from the Company during the year.



# **NOTES TO ACCOUNTS**

# 7. Operating profit

The operating profit is stated after charging:

Amount in £	2021	2020
Depreciation – owned assets	98,577	106,354
Amortisation – Intangible assets	18,972	-
Foreign exchange differences	98,715	51,861
Rental expense on operating leases	417,150	412,500
Defined contributions pension cost	151,595	150,644
Rental Income	(152,190)	(106,679)
Grant Income		(55,800)

Specification of auditor's fees:

Amount in £	2021	2020
Statutory Audit	37,853	33,750
Other Assurance services	-	-
Other Non-Assurance service:		
Tax Advisory Services	15,146	11,575
Tax advisory services – R&D	25,000	-
Total	77,999	45,325

## 8. Taxation

#### **Current Taxation**

Amount in £	2021	2020
Current tax on profits for the year	87,521	46,541
Unrecoverable withholding tax from overseas operations	32,608	72,003
Adjustments prior periods (current & Intercompany)	(1,763)	(260,526)
Total Current tax(credit)/charge	118,366	(141,982)
Deferred Taxation		
Origination and reversal of timing difference	(22,119)	39,723
Adjustments in respect of prior periods	16	-
Effect of tax rate change on opening balance	12,550	-
Total deferred taxation	(9,553)	39,723
Total tax (credit)/ charge for the year	108,813	(102,259)

Tax assessed for the year is higher than (2020 - lower than) the standard rate of UK corporation tax of 19% (2020 - 19%). The differences are explained below:



# **NOTES TO ACCOUNTS**

#### **Taxation continued**

Amount in £	2021	2020
Profit on ordinary activities before tax	376,543	599,805
Profit on ordinary activities multiplied by standard rate of		
corporation tax in the UK of 19% (2020 – 19%)	71,543	113,963
Effects of:		
Fixed assets differences	(1,971)	-
Expenses not deductible for tax purposes	4,370	915
Foreign tax credits	-	72,003
Unrelieved foreign tax	32,608	, <u> </u>
Adjustment to tax charge in respect of previous periods	(1,763)	(260,526)
Adjustment to tax charge in respect of previous periods – deferred tax	16	-
Remeasurement of deferred tax for changes in tax rates	7,242	(3,352)
Movement in Deferred tax not recognised	(3,232)	(25,262)
Total tax charge for the year	108,813	(102,259)

#### 9. Pension cost

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension charge represents contributions due from the Company and amounted to £151,595 (2020: £150,644). The employers pension liability at 31 December 2021 was £36,202 (2020:£11,812)



# **NOTES TO ACCOUNTS**

# 10. Property, plant, and equipment

Cost or valuation - Amount in £	Equipment	Fixtures and fittings	Total Tangible Assets
As at 1 January 2021	976,177	203,682	1,179,859
Additions	37,715	-	37,715
Disposals	-	-	-
Cost as at 31 December 2021	1,013,892	203,682	1,217,574

Depreciation - Amount in £	Equipment	Fixtures and fittings	Total Tangible Assets
As at 1 January 2021	668,598	202,801	871,399
Charge for the year	98,400	177	98,577
Accumulated as at 31 December 2021	766,998	202,978	969,976
Net book value as at 31 December 2021	246,894	704	247,598
Net book value as at 31 December 2020	307,579	881	308,460



# **NOTES TO ACCOUNTS**

# 11. Intangible Assets

Cost or valuation - Amount in £	Goodwill Octagon	Total Intangible Assets
As at 1 January 2021	-	-
Additions	303,560	303,560
Disposals	-	-
Cost as at 31 December 2021	303,560	303,560

Depreciation - Amount in £	Goodwill amortisation	Total Intangible Assets
As at 1 January 2021 Charge for the year	- 18,972	- 18,972
Accumulated as at 31 December 2021	18,972	18,972
Net book value as at 31 December 2021	284,588	284,588
Net book value as at 31 December 2020	-	-

On 1 October 2021, the Company purchased the assets and third-party liabilities of Octagon IT UK Ltd, a 100% owned Group subsidiary. This included purchased goodwill of £303,560.

#### 12. Debtors

Amount in £	2021	2020
Toold Dakkara		745 690
Trade Debtors  Amount due from group undertakings	105,877	745,689
Other debtors	277,214	268,945
VAT	44,592	51,193
Prepayments and accrued income	176,505	167,000
Total as at 31 December 2021	604,188	1,232,827

Other debtors include £268,945 (2020 – £268,945) not recoverable within 1 year.



# **NOTES TO ACCOUNTS**

# 13. Creditors: Amounts falling due within one year

Amount in £	2021	2020
Trade Creditors	139,777	113,561
Amount owed to group undertakings	-	105,008
Corporation tax liability	26,050	48,287
Deferred tax	30,170	39,723
Other taxation and social security	155,566	118,470
Accruals	373,165	620,397
Deferred Income	· -	184,761
Total as at 31 December 2021	724,728	1,230,207

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

# 14. Commitments under operating leases

At 31 December 2021 the Company had future minimum lease payments under non-cancellable operating leases as follows:

Amount in £	2021	2020
Within 1 year	495,000	495,000
2-5 years	458,000	953,000
Total as at 31 December 2021	953,000	1,448,000

# 15. Share Capital

Amount in £	2021	2020
Allotted, called up and fully paid 150,000 (2020 – 150,000) Ordinary shares of £1 each	150,000	150,000
	150,000	150,000

#### 16. Reserves

Retained earnings Includes all current and prior period retained profit and losses.



#### **NOTES TO ACCOUNTS**

#### 17. Related party transactions

# Entities with control, joint control or significant influence over the entity

As at 31 December 2021, the Company was wholly owned by 3ES Innovation Inc (3ESI), a company incorporated in Canada.

The Company and the Parent company have a transfer pricing agreement, which resulted in the Company recognising net management fee income of £5,448,101(2020: £6,437,067). The total amount owed by the Company to the Parent company at the year-end is £nil (2020: £105,008), while total amounts receivable from Parent company is £105,877 (2020: £nil).

#### 18. Ultimate Parent Company

The immediate parent undertaking of this company is 3ES Innovation Inc, a company registered in Canada. The ultimate parent company is Q&A Ultimate Parent L.P. The group trades under the name Quorum Software.

On February 15, 2021, Quorum Business Solutions Inc and the Parent company, combined to create the global energy software leader. The newly combined business, operating as Quorum Software, has entered into an agreement with TietoEVRY to acquire TietoEVRY's entire Oil and Gas software business on 4 June 2021.

#### 19. Events after the reporting period

For purposes of the financial statements, subsequent events were evaluated through 2022 until the date where the financial statements were approved and signed.

While there has been long-standing geopolitical tension between Russia and Ukraine, there was an absence of a conclusive threat of invasion on December 31, 2021. We consider the recent escalation of the tensions between Russia and the Ukraine during February 2022 to be a non-adjusting subsequent event, as the event does not provide additional evidence about the conditions that existed as of the balance sheet date. No significant impact on the company is expected