

Company Registration No. 05460456

Fixnetix Limited

Annual report and financial statements  
For the 9 months period ended 31 December 2021



## **Fixnetix Limited**

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## **Fixnetix Limited**

### **Directors and Other Information**

#### **Directors**

M C Woodfine (Resigned on 1 April 2021)  
S J Turpie (Resigned on 1 April 2021)  
C N Halbard (Resigned on 1 April 2021)  
N J Kneafsey (Appointed on 1 April 2021)  
D Moore (Appointed on 1 April 2021)

#### **Company secretary**

M C Woodfine (Resigned on 1 April 2021)  
K O'Connor (Appointed on 1 April 2021)

#### **Registered office**

50 Pall Mall  
St James  
London  
SW1Y 5JH

#### **Principal bankers**

Barclays Bank Plc  
27 Soho Square  
London  
W1D 3QR

#### **Auditor**

KPMG  
The Soloist Building  
1 Lanyon Place  
Belfast  
BT1 3LP

#### **Company Registration Number**

05460456

# Fixnetix Limited

## Strategic Report

The directors present their strategic report of Fixnetix Limited ("the Company") for the 9 months period ended 31 December 2021.

On 1 April 2021, Options Technology Limited ("Options") a leading provider of IT infrastructure to global Capital Markets firm backed by Abry Partners acquired the entire share capital of the Company. The acquisition supports the Options groups' growth strategy and combines two industry leading teams committed to optimising the service offered to their customers across the financial sector. As a result of the acquisition, clients can avail of the extensive market data footprint covering the US, European and Asian Markets alongside ground-breaking research and development capabilities, including industry leading automation, monitoring and testing competences.

Post-acquisition, the Company's year end date has been changed from 31 March to 31 December to align with the Options group.

The financial statements for the 9 months period ended 31 December 2021 are set out on pages 9 to 24.

### Business review

The Company provides market data, trading and communication services mainly in the UK, with a smaller proportion of its revenue generated by other European markets and United States of America. The Company's services comprise a fully managed, diverse, optimised technology solution for the finance industry, a single point of access to all major markets and key liquidity venues.

The products and services available on the Company's infrastructure was enhanced further during the period with faster routes and new locations added to its colocation offering. The Company provided Market Data (Real-time normalised Market Data), Risk Management Software (Pre-Trade Risk solutions utilising FPGA technology) and Extranet Services (a single integrated low latency platform across colocation and proximity venues globally).

### Results and key performance indicators

A loss for the 9 months period ended 31 December 2021 of £198k (Year ended 31 March 2021: loss of £8,808k) has been transferred from reserves.

Details of the financial business results for the period are:

	9 months period ended 31 December 2021	Year Ended 31 March 2021	Change
	£'000	£'000	%
Revenue	23,744	26,971	(12.0)
Gross profit	7,531	8,040	(6.3)
Gross profit margin	31.7%	29.8%	1.9
Loss before tax	(198)	(8,808)	(97.8)
Net assets	2,507	2,499	0.3

Revenue has declined due to the isolated loss of two major clients during the prior year, with one contract migrating to the Company's immediate parent, together with a lower level of customer multi-year refresh cycles.

The reduction in losses before tax were primarily impacted by the following: Impairment losses on trade and other receivables decreased to £97k (Year ended 31 March 2021: £2,585k) due to a customer entering administration in the prior year. Finance costs decreased to £Nil (Year ended 31 March 2021: £985k) following settlement of substantially all existing financing arrangements in the prior year.

The Gross Profit Margin improved by 1.9% as a result of cost saving initiatives undertaken in the current period.

### Principal risk and uncertainties

There are a number of potential risks and uncertainties which could have a material impact on the Company. Some of these risks are identified below and are generally assessed throughout the period to identify steps to mitigate potential impact.

### Competition and markets

The provision of outsourced managed services is a growing market sector with new and existing competitors gaining market share and potentially taking business away from the Company. Our clients are also subject to the risks of uncertain markets and as such may reduce the requirement for services we provide. We monitor the market and ensure we stay true to our focus on providing high touch, elite quality, best of breed technology enabled solutions for our clients. We do provide a service that is core to our clients' business and are focused on ensuring we are their most efficient and cost effective solution.

## **Fixnetix Limited**

### **Strategic Report (continued)**

#### ***Principal risk and uncertainties (continued)***

##### ***Liquidity***

The Directors of the Company monitor forecasts of the Company and its related group parent undertakings to ensure the Company has sufficient cash to meet their future commitments. The directors believe there is sufficient available funding to secure growth for the foreseeable future.

##### ***Managing talent***

A failure to attract, retain or develop our personnel would impede our ability to provide services to our clients and to meet our strategic objectives. We do maintain a constant focus on our personnel ensuring succession planning, short and long term incentives as well as a graduate recruitment program.

##### ***Technology***

New technology is ever evolving and changing the landscape of IT solutions necessary for our clients to compete in the global markets and we need to ensure that we remain educated and able to provide such solutions to our clients. The risks around data security and privacy are significant increasing global threats. We have key personnel who are dedicated to ensure we understand and deliver the best of breed technology enabled services to our clients. We invest in research and development to ensure that we maintain this focus.

##### ***Brexit***

Following the withdrawal of the UK from the European Union on 31 January 2020, the Company has (as of the date of these financial statements) not suffered any disruption or change to working practices.

##### ***COVID-19***

The Company has considered the ongoing impacts of the COVID-19 virus on its operations. Based on the actions initiated in the prior two years to protect future performance and mitigate the risk, the current financial position of the Company and continued support of its related parent undertakings, the directors are satisfied that the ongoing situation does not materially impact the Company's activities or the use of the going concern assumption in the preparation of the financial statements.

##### ***Going concern***

As further discussed in note 2 to the financial statements, the directors have determined that it is appropriate to prepare the financial statements on a going concern basis supported by financial and cash flow projections over their forecast period to 30 April 2023 which indicate that the Company will have adequate liquid funds available to continue to operate and develop the business and to ensure that all liabilities can be discharged.

Additionally, the Company is dependent for its working capital on funds provided to it by Integra UK Topco Limited, the Company's ultimate parent undertaking, following the acquisition of the Company on 1 April 2021. Integra UK Topco Limited has confirmed that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as may be needed by the Company and in particular does not intend to seek repayment of the amounts currently made available. The directors consider that this will enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment.

##### ***Future developments***

Looking forward, the directors consider that the Company is well placed to grow both turnover and profitability during 2022 as it continues to integrate into the Options group. By leveraging the extensive market footprint and research and development capabilities of the Group, the Company will optimise the service offered to customers across the financial sector. Key risks to achievement of the Company's plans include the potential exposure to third party service provider cost inflation and the potential impact of unforeseen adverse change in the financial services market on the Company's existing customer base.

Approved by the board and signed on its behalf by:

D Moore  
Director

19<sup>th</sup> April 2022



# Fixnetix Limited

## Directors' Report

The directors present their directors' report and financial statements for the 9 months period ended 31 December 2021.

### Principal activity

The Company provides market data, trading and communication services mainly in the UK, with a smaller proportion of its revenue generated by other European markets and United States of America. The Company's services comprise a fully managed, diverse, optimised technology solution for the finance industry, a single point of access to all major markets and key liquidity venues.

### Financial results and business review

The Company's financial results and business review have been included in the strategic report on pages 2 to 3.

### Research and development

The Company continues to invest in research and development in order to extend its product offerings and improve the efficiency of its existing products. During the period the Company incurred research and development expenses totaling £100k (Year ended 31 March 2021: £697k).

### Branches outside the UK

The Company has no branches outside UK as defined in section 1046 (3) of Companies act 2006.

### Dividends

The directors do not recommend the payment of a dividend (Year ended 31 March 2021: £Nil).

### Directors

The directors who held office during the period were as follows:

M C Woodfine (Resigned on 1 April 2021)

S J Turpie (Resigned on 1 April 2021)

C N Halbard (Resigned on 1 April 2021)

N J Kneafsey (Appointed on 1 April 2021)

D Moore (Appointed on 1 April 2021)

No qualifying third-party indemnity provisions were made by the Company during the financial period for the benefit of its directors (Year ended 31 March 2021: None).

### Political contribution

The Company made no political donations or incurred any political expenditure during the period (Year ended 31 March 2021: £Nil).

### Other information

An indication of likely future developments in the business and particulars of significant events which have occurred since the end of the financial period have been included in the strategic report on pages 2 to 3.

### Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG will therefore continue in office.

By order of the board

D Moore  
Director

19<sup>th</sup> April 2022



## Fixnetix Limited

### Statement of directors' responsibilities in respect of the directors' report, strategic report and the financial statements

The directors are responsible for preparing the directors' report, strategic report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with FRS 101 *Reduced Disclosure Framework*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and 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 judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

On behalf of the board

D Moore  
Director

19<sup>th</sup> April 2022





KPMG  
Audit  
The Soloist Building  
1 Lanyon Place  
Belfast BT1 3LP  
Northern Ireland

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FIXNETIX LIMITED

### Report on the audit of the financial statements

#### *Opinion*

We have audited the financial statements of Fixnetix Limited ('the Company') for the period ended 31 December 2021 set out on pages 9 to 24, which comprise the profit and loss account and other comprehensive income, the balance sheet, the statement of changes in equity and related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is UK Law and *FRS 101 Reduced Disclosure Framework*.

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 loss for the period then ended;
- the financial statements have been properly prepared in accordance with *FRS 101 Reduced Disclosure Framework*; and
- the financial statements 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 ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council (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*

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

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.

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 the date when the financial statements are authorised for issue.

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

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.





## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FIXNETIX LIMITED *(continued)***

### **Detecting irregularities including fraud**

We identified the areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements and risks of material misstatement due to fraud, using our understanding of the entity's industry, regulatory environment and other external factors and inquiry with the directors. In addition, our risk assessment procedures included: inquiring with the directors as to the Company's policies and procedures regarding compliance with laws and regulations and prevention and detection of fraud; inquiring whether the directors have knowledge of any actual or suspected non-compliance with laws or regulations or alleged fraud; inspecting the Company's regulatory and legal correspondence; and reading Board minutes.

We discussed identified laws and regulations, fraud risk factors and the need to remain alert among the audit team.

The Company is subject to laws and regulations that directly affect the financial statements including companies and financial reporting legislation. We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items, including assessing the financial statement disclosures and agreeing them to supporting documentation when necessary.

The Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, anti-bribery and employment law.

Auditing standards limit the required audit procedures to identify non-compliance with these non-direct laws and regulations to inquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. These limited procedures did not identify actual or suspected non-compliance.

We assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. As required by auditing standards, we performed procedures to address the risk of management override of controls and the risk of bias in the recognition of revenue.

In response to risk of fraud, we also performed procedures including: identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation; and assessing the disclosures in the financial statements.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

### ***Other information***

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the strategic report and the directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

### **Opinions on other matters prescribed by the Companies Act 2006**

Based solely on our work on the other information undertaken during the course of the audit:

- we have not identified material misstatements in the directors' report or the strategic report;
- in our opinion, the information given in the directors' report and the strategic report is consistent with the financial statements;
- in our opinion, the directors' report and the strategic report have been prepared in accordance with the Companies Act 2006.



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FIXNETIX LIMITED (*continued*)

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

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.

### **Respective responsibilities and restrictions on use**

#### ***Responsibilities of directors for the financial statements***

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; 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; 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 they 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, other irregularities or error, and to issue an opinion in an auditor's report. 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, other irregularities 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 fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

#### ***The purpose of our audit work and to whom we owe our responsibilities***

Our 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.

**Colm O'Sé (Senior Statutory Auditor)**  
for and on behalf of  
**KPMG, Statutory Auditor**  
*Chartered Accountants*  
The Soloist Building  
1 Lanyon Place  
Belfast  
BT1 3LP

20th April 2022

## Fixnetix Limited

### Profit and Loss Account and Other Comprehensive Income for the 9 months period ended 31 December 2021

		9 months period ended 31 December 2021	Year ended 31 March 2021
	Notes	£'000	£'000
Revenue	4	23,744	26,971
Cost of sales		(16,213)	(18,931)
<b>Gross profit</b>		<b>7,531</b>	<b>8,040</b>
Administrative expenses		(7,671)	(13,088)
Impairment loss on trade and other receivables		(97)	(2,585)
Other operating income/(expense)	5	50	(274)
<b>Operating loss</b>	6	<b>(187)</b>	<b>(7,907)</b>
Finance income	8	-	84
Finance expenses	8	(11)	(985)
<b>Loss before taxation</b>		<b>(198)</b>	<b>(8,808)</b>
Tax charge	9	-	-
<b>Loss for the financial period</b>		<b>(198)</b>	<b>(8,808)</b>
<b>Other comprehensive income</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive loss for the period</b>		<b>(198)</b>	<b>(8,808)</b>

The notes on pages 12 to 24 are an integral part of these financial statements.

# Fixnetix Limited

## Balance sheet

As at 31 December 2021

	Note	31 December 2021 £'000	31 March 2021 £'000
<b>Non-current assets</b>			
Intangible assets	10	208	208
Property, plant and equipment	11	2,257	3,647
<b>Non-current assets</b>		<b>2,465</b>	<b>3,855</b>
<b>Current assets</b>			
Inventories	12	193	308
Trade and other receivables	13	5,423	3,982
Cash and cash equivalents		2,152	558
<b>Current assets</b>		<b>7,768</b>	<b>4,848</b>
<b>Current liabilities</b>			
Trade and other payables	14	(7,686)	(6,164)
Lease liabilities	15	(40)	(40)
<b>Current liabilities</b>		<b>(7,726)</b>	<b>(6,204)</b>
<b>Net current assets/(liabilities)</b>		<b>42</b>	<b>(1,356)</b>
<b>Net assets</b>		<b>2,507</b>	<b>2,499</b>
<b>Equity</b>			
Share capital	17	5,890	5,890
Share premium		216	216
Capital redemption reserve		3,579	3,579
Capital contribution reserve		41,193	40,987
Profit and loss account		(48,371)	(48,173)
<b>Shareholder's equity</b>		<b>2,507</b>	<b>2,499</b>

These financial statements were approved by the board of directors on 19<sup>th</sup> April 2022 and were signed on its behalf by:

Danny Moore  
Director

Company number 05460456

The notes on pages 12 to 24 are an integral part of these financial statements.



# Fixnetix Limited

## Statement of Changes in Equity

	Share capital £'000	Share premium account £'000	Capital redemption reserve £'000	Capital contribution reserve £'000	Profit and loss account £'000	Total equity £'000
<b>Balance at 1 April 2020</b>	5,890	216	3,579	2,787	(39,365)	(26,893)
<i>Total comprehensive loss for the year</i>						
Loss for the year	-	-	-	-	(8,808)	(8,808)
Other comprehensive income	-	-	-	-	-	-
Total comprehensive loss for the year	-	-	-	-	(8,808)	(8,808)
<i>Transactions with owners, recorded directly in equity</i>						
Capital contribution	-	-	-	38,200	-	38,200
<b>Balance at 31 March 2021</b>	<b>5,890</b>	<b>216</b>	<b>3,579</b>	<b>40,987</b>	<b>(48,173)</b>	<b>2,499</b>
 Balance at 1 April 2021	5,890	216	3,579	40,987	(48,173)	2,499
<i>Total comprehensive loss for the period</i>						
Loss for the period	-	-	-	-	(198)	(198)
Other comprehensive income	-	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	-	(198)	(198)
<i>Transactions with owners, recorded directly in equity</i>						
Capital Contribution	-	-	-	206	-	206
<b>Balance at 31 December 2021</b>	<b>5,890</b>	<b>216</b>	<b>3,579</b>	<b>41,193</b>	<b>(48,371)</b>	<b>2,507</b>

The notes on pages 12 to 24 are an integral part of these financial statements.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements**

**1) Reporting Entity**

Fixnetix Limited ("the Company") is a private company limited by shares, incorporated, domiciled and registered in England and Wales. The Company's registered number is 05460456 and the registered address is 50 Pall Mall, St James', London, SW1Y 5JH.

The financial statements were authorised by the board of directors for issuance on 19<sup>th</sup> April 2022.

**2) Accounting policies**

The principal accounting policies are set out below unless otherwise stated, have been applied consistently to all periods presented in these financial statements and have been consistently applied by the Company other than those detailed in changes in accounting policies.

Judgements made by the directors, in the application of these accounting policies, that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 3.

**Basis of preparation**

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of UK-adopted international accounting standards ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken. The Company transitioned to UK-adopted international accounting standards for the financial statements on 1 January 2021. This change constitutes a change in accounting framework however, there is no impact on recognition, measurement or disclosure.

Adopted IFRSs that were effective for accounting periods ending on or before 31 December 2021 have been applied in the preparation of the Company financial statements.

The Company's ultimate parent undertaking, Integra UK Topco Limited includes the Company in its consolidated financial statements. The consolidated financial statements of Integra UK Topco Limited are prepared in accordance with Adopted IFRSs and are available to the public and may be obtained from UK companies house. In these financial Statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cash Flow Statement and related notes;
- Certain disclosures regarding revenue;
- Certain disclosures regarding leases;
- Comparative period reconciliations for share capital, tangible fixed assets and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- Disclosures in respect of compensation of Key Management Personnel;
- Disclosure of transactions with a management entity that provides key management personnel services to the Company; and
- The effects of new but not yet effective IFRSs.

As the consolidated financial statements of Integra UK Topco Limited as parent include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets; and
- Certain Disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instruments Disclosures*.

**Measurement convention**

The Financial statements are prepared on a historical cost basis.

## **Fixnetix Limited**

**For the 9 months period ended 31 December 2021**

### **Notes forming part of the financial statements (continued)**

#### **2) Accounting policies (continued)**

##### **Going concern**

The financial statements are prepared on the going concern basis, which the directors believe to be appropriate for the following reasons. The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic report.

The directors note that the Company has made a loss of £198k during the period ended 31 December 2021 and is dependent for its working capital on funds provided to it by Integra UK Topco Limited, the Company's ultimate parent undertaking. Integra UK Topco Limited has confirmed that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as may be needed by the Company and in particular does not intend to seek repayment of the amounts currently made available. The directors consider that this will enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any Company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

After making enquiries, the directors have a reasonable expectation that the Company have adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

##### **Changes in accounting policies**

The following standards, amendments and interpretations were effective for accounting periods beginning on or after 1 January 2021 and these have been adopted in the Company financial statements where relevant:

- Amendment to IFRS 16 - COVID-19-Related Rent Concessions
- Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 - Interest Rate Benchmark Reform – Phase 2

The adoption of the above did not have a material effect on these financial statements.

##### **Foreign currency**

###### **(i) Functional and presentational currency**

These financial statements are presented in Pounds Sterling ("GBP"), which is the functional currency of the Company. All amounts have been rounded to the nearest thousand unless otherwise stated.

###### **(ii) Foreign currency transactions**

Transactions in foreign currencies are translated to the Company's functional currencies at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit and loss, presented within 'Other operating income/expenses'.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**2) Accounting policies (continued)**

**Revenue recognition**

Revenue is measured at the fair value of the consideration received or receivables and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and sales related taxes.

Revenue is recognised at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the Company: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

The Company recognises revenue when it transfers control over a product or service to a customer. The Company's revenue streams principally comprise:

- Provision of managed services - Revenue is recognised in a straight line over the period of the contract.
- Hardware Sales – Revenue is recognised when the performance obligation is satisfied i.e., when the hardware is shipped to the buyer and when control has been transferred to the buyer. Any cost of warranties and remaining obligations that are inconsequential or perfunctory are accrued when the corresponding revenue is recognised.
- Perpetual (one-time charge) licensed software recognised at the inception of the license term. Revenue from term arrangements is recognised on a subscription basis over the period that the client is using the license. Revenue from maintenance, unspecified upgrades and technical support is recognised over the period such items are delivered.

**Contract costs**

Contract costs are stated at the lower of cost and net realisable value. Pre-contract costs are recognised as an asset if they are expected to be recovered from the customer and released to profit and loss over the contract period.

**Interest receivable and interest payable**

Interest payable and similar expenses include interest payable and finance expense on lease liabilities recognised in profit or loss using the effective interest method.

**Taxation**

Tax on the profit or loss for the period comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the liability method. Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.



**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**2) Accounting policies (continued)**

**Intangible assets**

*Research and development*

Expenditure on research activities is recognised in the profit and loss account as an expense as incurred.

Development expenditure is capitalised only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset.

The expenditure capitalised in respect of development assets includes the cost of materials, direct labour and an appropriate proportion of overheads that are directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in the income statement as an expense. Subsequent to initial recognition, development expenditure is measured at cost less accumulated amortisation and impairment losses.

*Other intangible assets*

Other intangible assets that are acquired by the Company are stated at cost less accumulated amortisation and less accumulated impairment losses.

*Amortisation*

Amortisation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of intangible assets unless such lives are indefinite. Other intangible assets are amortised from the date they are available for use. The estimated useful lives are as follows:

Development costs	Three to seven years
Customer contracts	4 years

**Property, plant and equipment**

Items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Depreciation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. The estimated useful lives are as follows:

Furniture and fittings	Five to ten years
Leasehold improvements	Shorter of lease term and ten years
Computer and related equipment	Three to seven years or useful life

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

**Financial instruments**

Financial assets and financial liabilities are recognised in the Company's Balance sheet when the Company becomes a party to the contractual provisions of the instrument.

**Financial assets**

On initial recognition, a financial asset is classified as measured at: amortised cost or fair value through profit and loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model. A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**2) Accounting policies (continued)**

**Financial assets (continued)**

*Trade and other receivables*

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using effective interest method, less any appropriate provision for impairment. The Company applies the IFRS 9 simplified approach to measure the expected credit loss which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

They are included in current assets, except for payment terms greater than twelve months after the end of the reporting period. These are classified as non-current assets.

*Contract assets*

Contract assets are recognised when the Company has transferred goods or services to the customer but where the Company is yet to establish an unconditional right to consideration. Contract assets are treated as financial assets for impairment purposes.

*Derecognition of a financial asset*

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

**Cash and cash equivalents**

Cash and cash equivalents include cash in hand, deposits held at call with banks and bank overdrafts.

**Financial liabilities and equity**

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

*Financial liabilities – Classification, subsequent measurement and gains and losses*

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

*Financial liabilities – Derecognition*

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

*Capital contribution*

The Company accounts for gifts received from the parent company, for which no shares are issued, or payment required, as a capital contribution from transactions with the owners of the Company, recognised directly in equity in the capital contribution reserve.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**2) Accounting policies (continued)**

**Leases**

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

*As a lessee*

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

*Short-term leases and leases of low-value assets*

The Company has elected not to recognise right-of-use assets and lease liabilities for lease of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

*As a lessor*

Amounts receivable under finance leases are included under finance receivables and represent the total amount outstanding under lease agreements less unearned income. Finance lease income, having been allocated to accounting periods to give a constant periodic rate of return on the net cash investment, is included in interest receivable and similar income.

**Contract liabilities**

Contract liabilities represent the Company's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the Company recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the Company has transferred the goods or services to the customer.

**Retirement benefits**

*Defined contribution plans*

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the periods during which services are rendered by employees.

**3) Critical accounting judgements and key sources of estimation uncertainty**

The preparation of financial statements in conformity with Adopted IFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed and revised on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Management have assessed that there are no estimates or judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities recognised in the financial statements.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**4) Revenue**

An analysis of revenue by geographical market is given below:

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
United Kingdom	15,471	20,745
United States of America	810	1,638
Other Europe	1,666	924
Rest of the World	5,797	3,664
	<u>23,744</u>	<u>26,971</u>

An analysis of revenue by category is given below:

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
Software and services revenue (transferred over time)	20,168	25,234
Hardware revenue (transferred at a point in time)	3,576	1,737
	<u>23,744</u>	<u>26,971</u>

**Contract Balances**

The following table provides information about receivables, contract assets and contract liabilities from contracts with customer

	31 December 2021 £'000	31 March 2021 £'000
Trade receivables, net	2,925	1,112
Amount recoverable on contracts	65	47
Contract liabilities – short term	<u>(2,064)</u>	<u>(2,812)</u>

The amount of revenue recognised in current period that was included in the contract liability balance at the beginning of the period was £2,812k (Year ended 31 March 2021: £2,734k).

**Remaining Performance Obligations**

Remaining performance obligations represent the aggregate amount of the transaction prices in contracts allocated to performance obligations not delivered, or partially undelivered, as of the end of the reporting period. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in scope of contracts, periodic revaluations, adjustments for revenue that has not materialised and adjustments for currency.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**5) Other operating income/(expense)**

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
Net loss on disposal of tangible fixed assets	-	(84)
Net foreign exchange gain/(loss)	50	(190)
	<u>50</u>	<u>(274)</u>

**6) Expense and auditor's remuneration**

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
<b>Included in profit/(loss) are the following</b>		
Research and development expensed as incurred	-	697
Depreciation (Note 11)	1,509	1,917
Impairment loss on intangible assets	-	204
Impairment loss on trade and other receivables	97	2,585
Net foreign exchange (gain)/loss	(50)	190
<b>Auditor's remuneration</b>		
Audit of these financial statements	42	47
All other services	-	65

**7) Employees and directors**

**Employees**

Employees costs during the financial period:

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
Wages and salaries	3,285	6,967
Social security costs	460	821
Contributions to defined contribution plans (Note 16)	168	568
	<u>3,913</u>	<u>8,356</u>

The average monthly number of persons (including directors) employed by the Company in the financial period was:

	9 months ended 31 December 2021 No.	Year ended 31 March 2021 No.
Managerial and professional	7	27
Sales and operational staff	58	63
	<u>65</u>	<u>90</u>

**Directors**

No directors' emoluments were recorded in the Company in the current period or prior year.

**Total remuneration borne by other entities**

The total amounts paid to the directors amounts to £105k which is borne the immediate parent of the Company, Options Technology Limited (Year ended 31 March 2021: £1,237k which was borne by CSC Computer Sciences Limited, DXC UK International Limited, EntServ UK Limited and DXC Technology Singapore Pte Limited).

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**8) Finance income and expense**

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
<b>Finance income</b>		
Interest income on lease receivables	-	84
<b>Finance expense</b>		
Financial liabilities measured at amortised cost:		
- Interest expense	11	864
- Lease interest expense	-	121
	<u>11</u>	<u>985</u>

Finance expense includes interest payable and similar charges on bank overdrafts of £Nil (Year ended 31 March 2021: £864k).

**9) Taxation**

*Total tax expenses recognised in the profit and loss account*

The Company incurred no tax charge during the current period or prior year.

*Reconciliation of effective tax rate*

The tax expense for the financial period is higher (Year ended 31 March 2021: higher) than the standard rate of corporation tax in the United Kingdom for the 9 months period ended 31 December 2021 of 19% (Year ended 31 March 2021: 19%). The differences are explained below:

	9 months ended 31 December 2021 £'000	Year ended 31 March 2021 £'000
Profit (loss on ordinary activities before tax)	(198)	(8,808)
Loss multiplied by standard rate of tax in the UK of 19% (2020: 19%)	(38)	(1,673)
Effects of:		
- Expenses not deductible for tax purposes	10	-
- Property, plant and equipment timing differences	-	40
- Transfer pricing adjustment	-	(1)
- Group relief surrender	-	1,256
- Deferred tax not recognised	28	378
Tax charge/(credit) for the period	<u>-</u>	<u>-</u>

*Factors which may affect future tax charges*

In Finance Act 2020, the UK corporate tax rate continued at 19% and the intended reduction to 17% from 1 April 2020 no longer applies. Following Finance Act 2021, the corporation tax rate will increase from 19% to 25% with effect from 1 April 2023 and this will have a consequential effect on the company's future tax charge.

The increase in the UK corporation tax rate to 25% (effective 1 April 2023) was substantially enacted on 24 May 2021. Therefore, the deferred tax position at 31 December 2021 has been calculated at 25% (31 March 2021: 19%) resulting in an increase of £2,203k in the unrecognised deferred tax asset.

The Company believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**9) Taxation (continued)**

Deferred tax figures above comprise:

	31 December 2021 Provided £'000	31 December 2021 Unprovided £'000	31 March 2021 Provided £'000	31 March 2021 Unprovided £'000
Fixed asset timing differences	3,590	2,960	-	2,960
Short term timing differences	140	-	-	-
Losses	5,494	4,016	-	4,016
Total	<u>9,224</u>	<u>6,976</u>	<u>-</u>	<u>6,976</u>

Deferred tax assets of £9,224k (31 March 2021: £6,976k) have not been recognised as the directors consider there to be insufficient evidence of suitable future taxable income against which to recover them.

**10) Intangible assets**

	Customer contracts £'000	Total £'000
<i>Cost</i>		
At 1 April 2021 and 31 December 2021	<u>208</u>	<u>208</u>
<i>Amortisation and impairment</i>		
At 1 April 2021 and 31 December 2021	<u>-</u>	<u>-</u>
<i>Net book value</i>		
At 31 March 2021 and 31 December 2021	<u>208</u>	<u>208</u>

Any amortisation charge is recognised in administrative expenses in the profit and loss account.

**11) Property, plant and equipment**

	Computer and related equipment £'000	Furniture and fittings £'000	Total £'000
<i>Cost</i>			
At 1 April 2021	11,483	1,149	12,632
Additions	119	-	119
At 31 December 2021	<u>11,602</u>	<u>1,149</u>	<u>12,751</u>
<i>Depreciation and impairment</i>			
At 1 April 2021	8,274	711	8,985
Depreciation charge for the period	1,384	125	1,509
At 31 December 2021	<u>9,658</u>	<u>836</u>	<u>10,494</u>
<i>Net book value</i>			
At 31 December 2021	<u>1,944</u>	<u>313</u>	<u>2,257</u>
At 31 March 2021	<u>3,209</u>	<u>438</u>	<u>3,647</u>

The basis by which depreciation is calculated is stated in note 2.

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**12) Inventory**

	<b>31 December 2021 £'000</b>	<b>31 March 2021 £'000</b>
Inventory	193	308
	<u>193</u>	<u>308</u>

Inventory charged to cost of goods sold during the period was £636k (Year ended 31 March 2021: £101k).

**13) Trade and other receivables: disclosed as current assets**

	<b>31 December 2021 £'000</b>	<b>31 March 2021 £'000</b>
Trade receivables	2,925	1,112
Amount recoverable on contracts	65	47
Amounts owed by fellow group undertakings	1,294	55
Other receivables	198	641
Prepayments	941	2,127
	<u>5,423</u>	<u>3,982</u>

Amount recoverable on contracts (contract assets) solely relates to revenue from contracts with customers. Movements in the amount recoverable on contracts was driven by transactions entered into by the Company within the normal course of business in the period.

Trade receivables are shown net of an allowance for expected credit loss.

Amounts owed by fellow group undertakings of £1,294k (31 March 2021: £55k) are denominated in Sterling, unsecured, not interest bearing and repayable on demand.

The maximum exposure to credit loss is £1,294k (31 March 2021: £55k). Management has assessed that the estimated credit loss on amounts owed by fellow group undertakings is low based on the cash generating ability of the relevant subsidiaries and latest forecasts. On this basis, management determined that it is appropriate to apply a 12-month expected credit loss model in calculating the estimated credit provision. Taking this into account and applying a 12-month probability of default rate of 1% to the entire balance, which would be considered highly unlikely to arise, would result in an insignificant estimated credit loss; and on this basis no expected credit loss provision has been recognised.

The carrying value of amounts owed by fellow group undertakings is considered to be a reasonable approximation of fair value.



**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**14) Trade and other payables: disclosed as current liabilities**

	<b>31 December 2021 £'000</b>	<b>31 March 2021 £'000</b>
Trade and other payables	2,561	965
Other taxes and social security taxes	102	383
Amounts owed to fellow group undertakings	1,164	-
Accruals	1,795	2,004
Deferred income	2,064	2,812
	<u>7,686</u>	<u>6,164</u>

Amounts owed to fellow group undertakings as at 31 December 2021 of £1.164k (31 March 2021: £Nil) were unsecured, not interest bearing and were repayable on demand. The carrying value of amounts owed to fellow group undertakings is considered to be a reasonable approximation of fair value. Amounts owed to fellow group undertakings as at 31 December 2021 includes £589k (31 March 2021: £4,591k) of USD denominated balances resulting in foreign exchange risk to the Company.

Deferred income (contract liabilities) solely relates to revenue from contracts with customers. Movements in the deferred income balance were driven by transactions entered into by the Company within the normal course of business in the period.

**15) Lease liabilities**

	<b>31 December 2021 £'000</b>	<b>31 March 2021 £'000</b>
Current	<u>40</u>	<u>40</u>

All lease liabilities in the relate to leased computer related equipment.

During the year ended 31 March 2021, the Company requested and agreed the early settlement and termination of a number of lease agreements with the lessor.

**Terms and repayment schedule**

The terms and conditions of lease liabilities were as follows:

	<b>Currency</b>	<b>Nominal interest rate</b>	<b>Year of maturity</b>	<b>31 December 2021 Carrying value £'000</b>	<b>31 March 2021 Carrying value £'000</b>
Lease liabilities	USD	4.6%	2022	<u>40</u>	<u>40</u>
				<u>40</u>	<u>40</u>

**16) Employee benefits**

*Defined contribution plan*

The Company operates a defined contribution plan. The total expense relating to this plan in the current period was £168k (Year ended 31 March 2021: £568k). No contributions to the plan were outstanding at the period end (Year ended 31 March 2021: £Nil).

**Fixnetix Limited**  
**For the 9 months period ended 31 December 2021**

**Notes forming part of the financial statements (continued)**

**17) Capital and reserves**

**Share capital**

	<b>31 December 2021</b>	<b>31 March 2021</b>
	<b>£</b>	<b>£</b>
<b>Allotted, issued and fully paid:</b>		
3,321,610 (2020: 3,321,610) Ordinary shares of £0.0001 each	<b>332</b>	<b>332</b>
5,889,980 (2020: 5,889,980) 'A' preferred shares of £1 each	<b>5,889,980</b>	<b>5,889,980</b>
30 (2020: 30) 'B' preferred shares of £1 each	<b>30</b>	<b>30</b>
	<b><u>5,890,342</u></b>	<b><u>5,890,342</u></b>

Holders of the Ordinary shares, 'A' preferred shares and 'B' preferred shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

The preferred shares are redeemable on a liquidation event or at the discretion of the Company (provided that funds are legally available).

**Nature and purpose of reserves**

Share premium account represents the excess of the issue price over the par value on shares issued less transaction costs arising on issue.

Capital redemption reserve represents amount transferred from profit and loss account on purchase of own shares by the Company.

Capital contribution reserve represents the introduction of additional capital without taking shares in return or creating new debt.

Profit and loss account reserve represents accumulated retained earnings.

**18) Capital and other commitments**

As at 31 December 2021, the Company had no capital or other commitments (31 March 2021: £Nil).

**19) Contingencies**

The Company has guaranteed certain bank loans of Integra US Bidco Inc, a related group undertaking, by way of composite cross guarantees. This includes a first fixed charge over the shares and bank accounts of the Company; together with a floating charge over all the property and undertakings of the Company. At 31 December 2021, the total amount of Integra US Bidco Inc borrowings and facilities so guaranteed amounted to £203,227k.

The Company has no contingent liabilities as at 31 March 2021.

**20) Controlling parties**

The immediate parent company is Options Technology Limited, a company incorporated and registered in the UK. The ultimate parent undertaking of the Company is Integra UK Topco Limited, a company incorporated and registered in Guernsey. The ultimate controlling party is Abry Partners IX L.P, a Cayman Islands exempted partnership.

The largest group in which the results of the Company are consolidated is that headed by Integra UK Topco Limited, registered at: Redwood House, St Julian's Avenue, St Peter Port, Guernsey, GY1 1WA. The smallest group in which they are consolidated is that headed by Integra UK Midco 2 Limited, registered at: 5th Floor 50 Pall Mall, St. James', London, England, SW1Y 5JH. The consolidated financial statements of these groups are available to the public and may be obtained from UK Companies House.

**21) Events after the end of the reporting period**

There have been no significant events subsequent to period end that would require adjustment or disclosure in these financial statements.