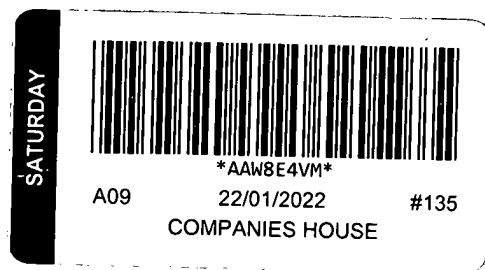


AMENDED

PROCARD GLOBAL LIMITED

REVISED REPORT AND FINANCIAL
STATEMENTS

31 December 2019



PROCARD GLOBAL LIMITED

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:

Illimar Mattus
Duncan Innes Spence Anderson

Independent Auditors:

BDO LLP

55 Baker Street
London, W1U 7EU
United Kingdom

Registered office:

3rd Floor, 27-32 Old Jewry
London
EC2R 8DQ
United Kingdom

Registration number:

9369927

PROCARD GLOBAL LIMITED

REVISED REPORT AND FINANCIAL STATEMENTS **31 December 2019**

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PROCARD GLOBAL LIMITED

REPORT OF THE BOARD OF DIRECTORS

The Board of Directors presents its report and audited financial statements of the Company for the year ended 31 December 2019. The comparatives for the year ended 31 December 2018 are unaudited.

These revised financial statements replace the original annual accounts for the financial year ended 31 December 2019.

These revised financial statements represent the statutory accounts of the Company for the year ended 31 December 2019.

These revised financial statements have been prepared as at the date of the original annual accounts and not as at the date of revision and accordingly do not deal with events between those dates.

The revision and resubmission of the financial statements of the Company was necessary due to originally wrong assessment of the Company as Micro Entity and exempt from audit. The directors are now voluntarily taking steps to correct that error.

Following the provisions of s.1112 Companies Act 2006, the error is being rectified with the revision and resubmission of corrected accounts that reflect the correct categorisation of the Company as small entity required to prepare audited financial statements.

The original annual accounts for the year ended 31 December 2019 were previously prepared under micro companies regime following the requirements of UK GAAP. The revised financial statements presented, are now adopting IFRS for the first time.

No further significant amendments have been made consequential upon the remedying of the above defects.

Statement of Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulation. 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Companies Act 2006. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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 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.

Statement of disclosure of information to auditors

- so far as the director is aware, there is no relevant audit information needed by the company's auditor in connection with preparing their report, of which the company's auditors are unaware; and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

PROCARD GLOBAL LIMITED

REPORT OF THE BOARD OF DIRECTORS

Board of Directors

The members of the Company's Board of Directors as at 31 December 2019 and at the date of this report are presented on page 1. All of them were members of the Board of Directors throughout the year ended 31 December 2019.

In accordance with the Company's Articles of Association all Directors presently members of the Board continue in office.

There were no significant changes in the assignment of responsibilities and remuneration of the Board of Directors.

The members of the Company's Board of Directors have taken advantage of the exemption of the Companies Act 2006 applicable for small entities, not to prepare a Strategic Report.

Independent Auditors

The Independent Auditors, BDO LLP, have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,



Illimar Mattus
Director

28 December 2021

INDEPENDENT AUDITOR'S REPORT TO MEMBERS OF PROCARD GLOBAL LIMITED

Opinion

We have audited the revised financial statements of Procard Global Limited ("the Company") for the year ended 31 December 2019 which comprise Statement of Profit or Loss and Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Cash Flow Statement, and the notes to the revised financial statements, including a summary of significant accounting policies. These revised financial statements replace the original financial statements approved by the directors on 20 May 2020. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union. The revised financial statements have been prepared in accordance with The Companies (Revision of Defective Accounts and Reports) Regulations 2008 and as such do not consider events which have taken place after the date on which the original financial statements were approved.

In our opinion the revised financial statements:

- give a true and fair view, seen as at the date the original financial statements were approved, of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union seen as at the date the original financial statements were approved; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as they have effect under the Companies (Revision of Defective Accounts and Reports) Regulations 2008

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 revised 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 revised 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.

Independent Auditor's Report (continued)

To the Members of Procard Global Limited

Emphasis of matter – revision of financial statements

We draw attention to note 2 in these revised financial statements which describes the need for revision of the original financial statements. Our opinion is not modified in this respect.

Other matter

The corresponding figures are unaudited.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the revised financial statements is not appropriate; or
- the Directors have not disclosed in the revised financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the original financial statements are authorised for issue.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the revised Directors' Report, other than the revised financial statements and our auditor's report thereon. Our opinion on the revised 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 revised financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the revised 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 revised 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.

Independent Auditor's Report (continued)

To the Members of Procard Global Limited

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, the original financial statements for the year ended 2019 failed to comply with the requirements of the Companies Act 2006 in the respects identified by Directors in note 2 to the revised financial statements.

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

- the information given in the revised Directors' report for the financial year for which the revised financial statements are prepared is consistent with the revised financial statements; and
- the revised Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 revised Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 as it has effect under the Companies (Revision of Defective Accounts and Reports) Regulations 2008, 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 revised 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 revised financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the revised Directors' report and from the requirement to prepare a revised strategic report.

Independent Auditor's Report (continued)

To the Members of Procard Global Limited

Responsibilities of Directors

As explained more fully in the revised Directors' report, the Directors are responsible for the preparation of the revised 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 revised financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the revised 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 revised financial statements

Our objectives are to obtain reasonable assurance about whether the revised 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 revised financial statements.

A further description of our responsibilities for the audit of revised financial statements is located on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

We are also required to report whether in our opinion the original financial statements failed to comply with the requirements of the Companies Act 2006 in the respects identified by the directors. The audit of revised financial statements includes the performance of procedures to assess whether the revisions made by the directors are appropriate and have been properly made.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with the Companies (Revision of Defective Accounts and Reports) Regulations 2008. 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.

Independent Auditor's Report (continued)

To the Members of Procard Global Limited

Simon Fowles (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
London, UK

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

PROCARD GLOBAL LIMITED

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 31 December 2019

	Note	2019 GB£	Unaudited 2018 GB£
Revenue	8	98,467	65,163
Administration expenses		<u>(39,440)</u>	<u>(7,380)</u>
Profit before tax		59,027	57,783
Tax	10	<u>(11,215)</u>	<u>(11,053)</u>
Net profit for the year		47,812	46,730
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u>47,812</u>	<u>46,730</u>

The notes on pages 13 to 21 form an integral part of these financial statements.

PROCARD GLOBAL LIMITED

STATEMENT OF FINANCIAL POSITION

31 December 2019

	Note	31/12/2019 GB£	31/12/2018 Unaudited GB£	1/1/2018 Unaudited GB£
ASSETS				
Current assets				
Trade and other receivables	11	99,608	66,304	30,211
Cash at bank and in hand	12	<u>4,498,934</u>	<u>1,135,718</u>	<u>3,436,419</u>
Total assets		<u>4,598,542</u>	<u>1,202,022</u>	<u>3,466,630</u>
EQUITY AND LIABILITIES				
Equity				
Share capital	13	1	1	1
Retained earnings		<u>119,000</u>	<u>71,188</u>	<u>24,458</u>
Total equity		<u>119,001</u>	<u>71,189</u>	<u>24,459</u>
Current liabilities				
Trade and other payables	15	4,457,347	1,114,043	3,436,434
Current tax liabilities	16	<u>22,194</u>	<u>16,790</u>	<u>5,737</u>
Total liabilities		<u>4,479,541</u>	<u>1,130,833</u>	<u>3,442,171</u>
Total equity and liabilities		<u>4,598,542</u>	<u>1,202,022</u>	<u>3,466,630</u>

On 28 December 2021 the Board of Directors of Procard Global Limited authorised these revised financial statements for issue.



Director

Illimar Mattus



Director

DUNCAN ANDERSON

The notes on pages 13 to 21 form an integral part of these financial statements.

PROCARD GLOBAL LIMITED

STATEMENT OF CHANGES IN EQUITY

31 December 2019

	Share capital GB£	Retained earnings GB£	Total GB£
Balance at 1 January 2018	<u>1</u>	<u>24,458</u>	<u>24,459</u>
Comprehensive income			
Total comprehensive income for the year	-	46,730	46,730
Balance at 31 December 2018/ 1 January 2019	<u>1</u>	<u>71,188</u>	<u>71,189</u>
Comprehensive income			
Total comprehensive income for the year	-	47,812	47,812
Balance at 31 December 2019	<u>1</u>	<u>119,000</u>	<u>119,001</u>

The notes on pages 13 to 21 form an integral part of these financial statements.

PROCARD GLOBAL LIMITED

CASH FLOW STATEMENT

31 December 2019

	2019 GB£	Unaudited 2018 GB£
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	59,027	57,783
Adjustments for:		
Unrealised exchange loss	<u>30,272</u>	<u>-</u>
	89,299	57,783
Changes in working capital:		
Increase in trade and other receivables	(33,304)	(34,953)
Increase/(Decrease) in trade and other payables	<u>3,343,304</u>	<u>(2,322,376)</u>
Cash generated from/(used in) operations	3,399,299	(2,299,546)
Tax paid	<u>(5,811)</u>	<u>-</u>
Net cash generated from/(used in) operating activities	<u>3,393,488</u>	<u>(2,299,546)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	<u>-</u>	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Unrealised exchange (loss)	<u>-</u>	<u>-</u>
Net cash used in financing activities	<u>-</u>	<u>-</u>
Net increase/(decrease) in cash and cash equivalents	3,393,488	(2,299,546)
Cash and cash equivalents at beginning of the year	1,135,718	3,436,419
Effect of exchange rate fluctuations on cash held	<u>(30,272)</u>	<u>(1,155)</u>
Cash and cash equivalents at end of the year	<u>4,498,934</u>	<u>1,135,718</u>

The notes on pages 13 to 21 form an integral part of these financial statements.

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

1. Incorporation and principal activities

Country of incorporation

The Company Procard Global Limited (the "Company") was incorporated in the United Kingdom with registration number 9369927 on 30th December 2014 as a private company with limited liability. Its registered office is at 3rd Floor, 27-32 Old Jewry, London, EC2R 8DQ, United Kingdom.

Principal activities

The company's principal activity is the one of a payment agent which enters into contractual relations with payment services providers on behalf of its parent entity Tickmill Limited, for services they provide on their website.

2. Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Companies Act 2006, and the applicable law. The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

These revised financial statements represent a transition from UK GAAP to IFRSs. There was no impact due to the transition.

These revised financial statements replace the original annual accounts for the financial year ended 31 December 2019 which were approved by the directors on 20 May 2020. These revised financial statements have been prepared as at the date of the original annual financial statements and not as at the date of revision and accordingly do not deal with events between those dates. The revision and resubmission of the financial statements of the Company was necessary due to the original incorrect assessment of the Company as Micro Entity and therefore exempt from audit. The directors are voluntarily taking steps to correct that error. Following the provisions of s.1112 Companies Act 2006, the error is being rectified with the revision and resubmission of corrected accounts that reflect the correct categorisation of the Company as small entity required to prepare audited financial statements.

The original annual accounts for the year ended 31 December 2019 were previously prepared under micro Companies regime following the requirements of UK GAAP. The revised financial statements presented, are now adopting IFRS for the first time.

3. Functional and presentation currency

The financial statements are presented in British Pounds (GB£) which is the functional currency of the Company.

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

4. Adoption of new or revised standards and interpretations

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2019. This adoption did not have a material effect on the accounting policies of the Company.

Any new or amended Accounting Standards of Interpretations that are not yet mandatory have not been early adopted. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Company.

5. Significant accounting policies

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

Going concern basis

The company meets its day-to-day working capital requirements through its cash reserves and borrowings. The company is currently well capitalized, and the Directors have reviewed the ongoing risks to which the business is exposed and its available liquidity and capital resources, and have concluded there is reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

Revenue

- **Rendering of services**

The input method is used to measure progress toward completion of the performance obligation as it provides a faithful depiction of the transfer of the control of the services to the customer.

Rendering of services - at a point in time:

The Company concluded that it transfers control over its services at a point in time, upon receipt by the customer of the service, because this is when the customer benefits from the relevant service.

No significant judgements are involved in the transfer of control over to the customer. Transfer of control has been passed over to the customer when the entity has the right to a payment.

The payment shall be made within a week upon issuance of the invoice unless agreed otherwise in every particular case.

The nature of services provided is that of a payment agent. The company accumulates Funds on behalf of the customer and is entitled to a commission based income.

The measurable inputs are any costs like commissions, fees, currency exchange losses etc. that the company incurs as a result of this payment agent arrangement.

Finance costs

Interest expense and other borrowing costs are charged to profit or loss as incurred.

Finance costs which concern the parent entity Tickmill Ltd are not recognised in profit or loss of the company but recharged over to the parent entity.

Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

5. Significant accounting policies (continued)

Income Tax (continued)

Current tax liabilities and assets are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Currently enacted tax rates are used in the determination of deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

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 the deferred taxes relate to the same fiscal authority.

Financial assets

Financial assets - Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

Cash and Cash Equivalents constituted of Cash at bank and Other Financial Institutions, Trade and Other Receivables are measured at amortised cost.

Financial assets - Recognition and derecognition

All purchases and sales of financial assets that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recorded at trade date, which is the date when the Company commits to deliver a financial instrument. All other purchases and sales are recognised when the entity becomes a party to the contractual provisions of the instrument.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Financial assets - Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Fair value at initial recognition is best evidenced by the transaction price. A gain or loss on initial recognition is only recorded if there is a difference between fair value and transaction price which can be evidenced by other observable current market transactions in the same instrument or by a valuation technique whose inputs include only data from observable markets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Financial assets - impairment - credit loss allowance for ECL

The company recognises a loss allowance for ECL on financial assets after an assessment of recovery of the financial asset is made.

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

5. Significant accounting policies (continued)

Financial assets (continued)

Financial assets - impairment - credit loss allowance for ECL (continued)

Based on the credit risk assessment of the financial assets, no ECL allowance has been estimated.

Cash and cash equivalents

For the purpose of the cash flow statement, cash and cash equivalents comprise cash at bank and other financial institutions. Cash and cash equivalents are carried at amortised cost because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.

Classification as financial assets at amortised cost

These amounts generally arise from transactions outside the usual operating activities of the Company. They are held with the objective to collect their contractual cash flows and their cash flows represent solely payments of principal and interest. Accordingly, these are measured at amortised cost using the effective interest method, less provision for impairment. Financial assets at amortised cost are classified as current assets if they are due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current assets.

Classification as trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Trade receivables are also subject to the impairment requirements of IFRS 9. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. See note 7, Credit risk section.

Share capital

Ordinary shares are classified as equity.

6. New accounting pronouncements

At the date of approval of these financial statements, standards and interpretations were issued by the International Accounting Standards Board which were not yet effective. The Board of Directors expects that the adoption of these accounting standards in future periods will not have a material effect on the financial statements of the Company.

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

7. Financial risk management

Financial risk factors

The Company is exposed to credit risk and other market price risk arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

7.1 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation. Credit risk arises from cash and cash equivalents, as well as credit exposures to wholesale and retail customers, including outstanding receivables.

(i) Risk management

Credit risk is managed on a group basis. For banks and financial institutions, the Company has established policies whereby the majority of bank balances are held with independently rated parties with a minimum rating of ['C'].

The company has one single customer, its parent entity Tickmill Ltd a regulated entity under Seychelles FSA which meets regulatory capital requirements.

These policies enable the Company to reduce its credit risk significantly.

7.2 Market risk

The Company is exposed to currency mismatch risk through its normal course of business. This risk arises if obligations (i.e. money obligations) owed in one currency are secured by deposits in a different currency and the exchange rate between these two currencies changes.

Additionally, the Company is exposed to currency risk by the volatility of foreign currency rates that affect the monetary items the Company has, that are denominated in these foreign currencies.

Sensitivity analysis

At the reporting date, the exposure of Cash and Cash Equivalents denominated in foreign currencies was GB£4,366,429 (out of which GB£4,006,195 were denominated in US dollars). A decrease of 5% on the US dollar rate compared to the Pound Sterling would have an impact of GB£190,771 on the results and equity of the Company. An increase of 5% on the US dollar rate compared to the Pound Sterling would have a positive impact of GB£210,852 on the results and equity of the Company.

Risk management

The Company's Management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

8. Revenue

The company's revenue is derived from a commission charged on the provision of agent services to its parent entity Tickmill Ltd. The revenue is calculated on the total Commission and other fees the company pays to external service providers it is engaged with, on behalf of Tickmill Ltd on a monthly basis, plus a markup of 5% (2018: 15%).

Disaggregation of revenue

	2019	Unaudited 2018
	GB£	GB£
Rendering of services	<u>98,467</u>	<u>65,163</u>
	<u>98,467</u>	<u>65,163</u>

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

9. Expenses by nature

	2019	Unaudited 2018
	GB£	GB£
Operating lease rentals	8,413	6,840
Other expenses	31,027	540
Total expenses	39,440	7,380

10. Tax

10.1 Tax recognised in profit or loss

	2019	Unaudited 2018
	GB£	GB£
Corporation tax	11,215	11,053
Charge for the year	11,215	11,053

The tax on the Company's profit before tax differs from theoretical amount that would arise using the applicable tax rates as follows:

	2019	Unaudited 2018
	GB£	GB£
Profit before tax	59,027	57,783
Tax calculated at the applicable tax rates	11,215	10,979
Prior year tax	-	74
Tax charge	11,215	11,053

The corporation tax rate is 19%.

11. Trade and other receivables

	2019	Unaudited 2018
	GB£	GB£
Trade receivables from related parties	98,467	65,163
Shareholders' current accounts - debit balances (Note 17.3)	1	1
Deposits	1,140	1,140
	99,608	66,304

Ageing of past due but not impaired:

	2019	Unaudited 2018
	GB£	GB£
Up to 30 days	98,467	65,163
More than 120 days	1,141	1,141
	99,608	66,304

The Company does not hold any collateral over the trading balances.

PROCARD GLOBAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2019

11. Trade and other receivables (continued)

The fair values of trade and other receivables due within one year approximate to their carrying amounts as presented above.

The exposure of the Company to credit risk and impairment losses in relation to trade and other receivables is reported in note 7 of the financial statements.

12. Cash at bank and in hand

Cash balances are analysed as follows:

	2019 GB£	Unaudited 2018 GB£
Cash at bank and in hand	<u>4,498,934</u>	<u>1,135,718</u>
	<u>4,498,934</u>	<u>1,135,718</u>

Cash and cash equivalents by type:

	2019 GB£	Unaudited 2018 GB£
Cash in transit	-	136,182
Cash at bank	379,885	73,039
Cash at other financial institutions	<u>4,119,049</u>	<u>926,497</u>

The exposure of the Company to credit risk and impairment losses in relation to cash and cash equivalents is reported in note 7 of the financial statements.

13. Share capital

	2019 Number of shares	2019 GB£	2018 Number of shares	2018 GB£
Authorised				
Ordinary shares of €1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>
Issued and fully paid				
Balance at 1 January	<u>-</u>	<u>1</u>	<u>-</u>	<u>1</u>
Balance at 31 December	<u>-</u>	<u>1</u>	<u>-</u>	<u>1</u>

14. Operating Lease

The company rents an office under an operating lease arrangement.

This arrangement provides that no substantial risks and rewards incidental to the ownership of the underlying asset are transferred to the company.

The operating lease is payable monthly and the arrangement can be terminated with one month notice.

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NOTES TO THE FINANCIAL STATEMENTS

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15. Trade and other payables

	2019 GB£	Unaudited 2018 GB£
Payables to parent (Note 17.2)	<u>4,457,347</u>	<u>1,114,043</u>
	<u>4,457,347</u>	<u>1,114,043</u>

The Company trade and other payables are denominated in the following currencies:

	2019 GB£	Unaudited 2018 GB£
United States Dollars	(24,914,785)	(13,177,113)
Euro	20,336,639	11,990,169
British Pounds	258,602	66,901
Nigerian Naira	(2,203)	-
Australian Dollars	(2,065)	-
Japanese Yen	(125,910)	-
Chinese Yuan	5,500	-
Hong Kong Dollars	(13,125)	-
	<u>(4,457,347)</u>	<u>(1,114,043)</u>

The fair values of trade and other payables due within one year approximate to their carrying amounts as presented above.

16. Current tax liabilities

	2019 GB£	Unaudited 2018 GB£
Corporation tax	<u>22,194</u>	<u>16,790</u>
	<u>22,194</u>	<u>16,790</u>

17. Related party transactions

The Company is controlled by Tickmill Ltd, incorporated in Seychelles, which owns 100% of the Company's shares.

The ultimate parent entity which prepares the consolidated financial statements of the largest group of companies of which the Company forms part as a subsidiary, is Tickmill Group Ltd, incorporated in Isle of Man with registered office at 1st Floor Court Row Chambers, Court Row Ramsey, Isle of Man IM8 1JS.

The following transactions and balances were carried out with related parties:

17.1 Receivables from related parties

Name	Nature of transactions	2019 GB£	Unaudited 2018 GB£
Tickmill Ltd	Administration services	<u>98,467</u>	<u>65,163</u>
		<u>98,467</u>	<u>65,163</u>

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17. Related party transactions (continued)

17.2 Payables to related parties (Note 15)

Name	Nature of transactions	2019	Unaudited
		GB£	2018 GB£
Tickmill Ltd	Administration services	<u>4,457,347</u>	<u>1,114,043</u>
		<u>4,457,347</u>	<u>1,114,043</u>

17.3 Shareholders' current accounts - debit balances (Note 11)

	2019	Unaudited
	GB£	2018 GB£
Tickmill Ltd	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>

Related party balances carry no interest and have no specific repayment terms.

18. Emphasis of matter note

19. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2019.

20. Events after the reporting period

With the recent and rapid development of the Coronavirus disease (COVID-19) outbreak the world economy entered a period of unprecedented health care crisis that has already caused considerable global disruption in business activities and everyday life. Many countries have adopted extraordinary and economically costly containment measures. Certain countries have required companies to limit or even suspend normal business operations. Governments, including the United Kingdom, have implemented restrictions on travelling as well as strict quarantine measures.

Industries such as tourism, hospitality and entertainment are expected to be directly disrupted significantly by these measures. Global financial markets, which have remained functional throughout, have experienced significant fluctuations in volatility throughout 2020, with central bank intervention across multiple jurisdictions required to prevent disorderly market corrections and a co-ordinated reduction in interest rates to encourage global economic growth. During the period of lockdown, the Tickmill Group of companies and specifically Procard Global Ltd and its immediate parent entity Tickmill Ltd, have remained fully operational and able to service and meet all clients' needs.

Tickmill Group of companies as well as several other market participants recorded a significant increase to trading volumes as a result of the volatility seen across all financial markets and asset classes in the years 2020 and 2021 as the global pandemic took hold.

The event is considered as a non-adjusting event and is therefore not reflected in the recognition and measurement of the assets and liabilities in the financial statements as at 31 December 2019.

Management has considered the unique circumstances and the risk exposures of the Company and has concluded that there is no significant impact in the Company's profitability position.

Except from the matters mentioned above, there were no other material events after the reporting period, which have a bearing on the understanding of the financial statements.