Strategic Report,
Report of the Directors and
Audited Financial Statements
for the Year Ended 31 May 2023
for

KEY CURRENCY LIMITED

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KEY CURRENCY LIMITED

Company Information for the Year Ended 31 May 2023

DIRECTORS:Mr C J CookeMr J C PinkneyMr J S Pinkney

Mr A J Gibson

REGISTERED OFFICE: 42 Lytton Road

Barnet Hertfordshire EN5 5BY

REGISTERED NUMBER: 09603083 (England and Wales)

AUDITORS:JLA (UK) Ltd
42 Lytton Road

42 Lytton Road Barnet Hertfordshire EN5 5BY

Strategic Report for the Year Ended 31 May 2023

Fair review of the Company's business

The business maintained the growth shown in 2022 with a solid performance in 2023 and continued to increase revenue.

Principal risks and uncertainties

The major company risks and uncertainties result from the unpredictable nature of the business environment, including foreign fluctuation, and uncertainty in the economy.

Analysis using financial key performance indicators.

For financial year 2023, the Company generated revenue of £16.8m. We continued the growth trend shown in 2022, with an impressive increase of 48% on 2022 revenue. Expenditure remained in line with the increase in turnover, and the company recorded a pre tax profit of £9.2m for the year.

Cash held in the bank at the end of the year was £26.1m, increase of £7m from 2022 balance of £19.0m, however, £24.3m (2022 £17.6m) of the bank balance related to safeguarded balances, which represent the monies held on behalf of clients on active transactions .

Future developments

The directors intend for the company to continue to trade profitably and to maintain and develop the company's reputation as a trusted and independent currency specialist.

ON BEHALF OF THE BOARD:

Mr A J Gibson - Director

29 November 2023

Report of the Directors for the Year Ended 31 May 2023

The directors present their report with the financial statements of the company for the year ended 31 May 2023.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of trading in foreign currency.

DIVIDENDS

The total distribution of dividends for the year ended 31 May 2023 will be £ 7,140,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 June 2022 to the date of this report.

Mr C J Cooke

Mr J C Pinkney

Mr J S Pinkney

Mr A J Gibson

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, JLA (UK) Ltd, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

Mr A J Gibson - Director

29 November 2023

Opinion

We have audited the financial statements of Key Currency Limited (the 'company') for the year ended 31 May 2023 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 May 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis of 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we 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 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.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have 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 Strategic Report or the Report of the Directors.

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

- adequate accounting records have not been kept, or 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.

Responsibilities of directors

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

The engagement partner and engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;

We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and affect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation and data protection, anti-bribery, employment, environmental and health and safety legislation; we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management.

The identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining on how fraud might occur, by:

- Making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- And considering the measures in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override controls, we:

- Performed analytical procedures to identify any unusual or unexpected relationships;
- Tested journal entries to identify unusual transactions
- Assessed whether judgements and assumptions made in determining the accounting estimates that were indicative of potential bias.
- Performed substantive testing on management expenses and transactions

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- Agreeing financial statement disclosures to underlying supporting documentation;
- Enquiring of management as to actual and potential litigation and claims
- And reviewing available correspondence with HMRC and the company's legal advisors.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance.

Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors 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.

Jeffrey Lermer (Senior Statutory Auditor) for and on behalf of JLA (UK) Ltd 42 Lytton Road Barnet Hertfordshire EN5 5BY

11 December 2023

Income Statement for the Year Ended 31 May 2023

	Notes	31.5.23 £	31.5.22 £
TURNOVER		16,814,445	11,342,964
Cost of sales GROSS PROFIT		<u>3,539,455</u> 13,274,990	2,349,949 8,993,015
Administrative expenses		<u>4,021,379</u> 9,253,611	2,614,460 6,378,555
Other operating income OPERATING PROFIT	4	9,253,611	700 6,379,255
Interest receivable and similar income		<u>1</u> 9,253,612	
Interest payable and similar expenses PROFIT BEFORE TAXATION	5	3,32 <u>0</u> 9,250,292	6,379,255
Tax on profit PROFIT FOR THE FINANCIAL YEAR	6	<u>1,859,669</u> <u>7,390,623</u>	1,215,045 5,164,210

Other Comprehensive Income for the Year Ended 31 May 2023

	Notes	31.5.23 £	31.5.22 £
PROFIT FOR THE YEAR		7,390,623	5,164,210
OTHER COMPREHENSIVE INCOME TOTAL COMPREHENSIVE INCOME FOR		-	-
THE YEAR		<u> 7,390,623</u>	<u>5,164,210</u>

Balance Sheet 31 May 2023

		31.5	.23	31.5	.22
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	8		1,441		2,599
Tangible assets	9		11,163		10,313
Investments	10		3,142		3,142
			15,746		16,054
CURRENT ASSETS					
Debtors	11	659,037		445,225	
Cash at bank	11	26,125,267		19,084,857	
Casil at Dalik		26,784,304		19,530,082	
CREDITORS		20,707,307		19,330,002	
Amounts falling due within one year	12	26,227,816		19,224,525	
NET CURRENT ASSETS	12	10/11/010	556,488	17,221,323	305,557
TOTAL ASSETS LESS CURRENT			330,100		
LIABILITIES			572,234		321,611
			<u> </u>		
CAPITAL AND RESERVES					
Called up share capital	14		37,006		37,006
Retained earnings			535,228		284,605
SHAREHOLDERS' FUNDS			572,234		321,611

The financial statements were approved by the Board of Directors and authorised for issue on 29 November 2023 and were signed on its behalf by:

Mr A J Gibson - Director

Statement of Changes in Equity for the Year Ended 31 May 2023

	Called up share capital £	Retained earnings	Total equity
Balance at 1 June 2021	37,005	160,395	197,400
Changes in equity Issue of share capital Dividends Total comprehensive income Balance at 31 May 2022	1 - - - 37,006	(5,040,000) 5,164,210 284,605	1 (5,040,000) 5,164,210 321,611
Changes in equity Dividends Total comprehensive income Balance at 31 May 2023	- - - 37,006	(7,140,000) 7,390,623 535,228	(7,140,000) 7,390,623 572,234

Cash Flow Statement for the Year Ended 31 May 2023

	Notes	31.5.23 £	31.5.22 £
Cash flows from operating activities Cash generated from operations Interest paid Tax paid Net cash from operating activities	1	15,824,526 (3,320) (1,633,416) 14,187,790	16,075,750 - (1,081,473) 14,994,277
Cash flows from investing activities Purchase of tangible fixed assets Interest received Net cash from investing activities		(7,381) ————————————————————————————————————	(8,333) - (8,333)
Cash flows from financing activities Share issue Equity dividends paid Net cash from financing activities			1 (5,040,000) (5,039,999)
Increase in cash and cash equivalents Cash and cash equivalents at beginning		7,040,410	9,945,945
of year	2	19,084,857	9,138,912
Cash and cash equivalents at end of year	2	26,125,267	19,084,857

Notes to the Cash Flow Statement for the Year Ended 31 May 2023

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	31.5.23	31.5.22
	£	£
Profit before taxation	9,250,292	6,379,255
Depreciation charges	7,689	6,400
Finance costs	3,320	-
Finance income	(1)	-
	9,261,300	6,385,655
Increase in trade and other debtors	(213,812)	(208,502)
Increase in trade and other creditors	6,777,038	9,898,597
Cash generated from operations	15,824,526	16,075,750

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year	ended	131	Mav	2023

Cash and cash equivalents	31.5.23 £ 	1.6.22 £ 19,084,857
Year ended 31 May 2022	31.5.22	1.6.21
Cash and cash equivalents	19,084,857	9,138,912

3. ANALYSIS OF CHANGES IN NET FUNDS

Not mak	At 1.6.22 £	Cash flow £	At 31.5.23 £
Net cash Cash at bank	19,084,857	7,040,410	26,125,267
	19,084,857	7,040,410	26,125,267
Total	19,084,857	7,040,410	26,125,267

Notes to the Financial Statements for the Year Ended 31 May 2023

1. **STATUTORY INFORMATION**

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

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover represents net invoiced sales of services, excluding value added tax.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Development costs are being amortised evenly over their estimated useful life of five years.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Fixtures and fittings - 33% on cost Computer equipment - 33% on cost

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

Clients' money

Company hold temporary clients' deposit and these funds are held separately in the bank within safeguarded client accounts. These funds are recognised within cash at bank and have a corresponding credit balance under creditors due within 1 year.

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Notes to the Financial Statements - continued for the Year Ended 31 May 2023

3. **EMPLOYEES AND DIRECTORS**

J.	E-III EO I E E AND BIRECTORO	31.5.23 £	31.5.22
	Wages and salaries Social security costs Other pension costs	3,052,202 415,080 <u>40,205</u> 3,507,487	1,873,870 259,093 21,388 2,154,351
		<u> </u>	2,131,331
	The average number of employees during the year was as follows:	31.5.23	31.5.22
	UK Employees	33	27
		31.5.23	31.5.22
	Directors' remuneration	£ 27,288	£ <u>26,628</u>
4.	OPERATING PROFIT		
	The operating profit is stated after charging/(crediting):		
		31.5.23 £	31.5.22 £
	Other operating leases Depreciation - owned assets Development costs amortisation Auditors' remuneration Foreign exchange differences	28,462 6,531 1,158 16,440 <u>(15,785</u>)	18,698 5,243 1,159 3,000 (1,329)
5.	INTEREST PAYABLE AND SIMILAR EXPENSES	31.5.23	31.5.22
	Other interest	£ _3,320	£
6.	TAXATION		
	Analysis of the tax charge The tax charge on the profit for the year was as follows:	31.5.23 £	31.5.22 £
	Current tax:	1 850 660	1 215 045
	UK corporation tax Tax on profit	1,859,669 1,859,669	1,215,045 1,215,045

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Notes to the Financial Statements - continued for the Year Ended 31 May 2023

7.	DIVIDEND	S
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Ordinary E Class share of 1p	31.5.23 £	31.5.22 £
Interim Ordinary F Class share of 1p	2,380,000	1,680,000
Interim Ordinary G Class share of 1p	2,380,000	1,680,000
Interim	<u>2,380,000</u> <u>7,140,000</u>	1,680,000 5,040,000

8. INTANGIBLE FIXED ASSETS

COST	Developm costs £
COST	
At 1 June 2022	
and 31 May 2023	<u>5,792</u>
AMORTISATION	
At 1 June 2022	3,193
Amortisation for year	_ 1 , 158
At 31 May 2023	4,351
NET BOOK VALUE	
At 31 May 2023	_1,441
At 31 May 2022	
AC 31 May 2022	<u> 2,599</u>

9. TANGIBLE FIXED ASSETS

TANGIBLE TIALD ASSETS	Fixtures and fittings £	Computer equipment £	Totals £
COST			
At 1 June 2022	3,502	22,669	26,171
Additions	26 1	7,120	7,381
At 31 May 2023	3,763	29,789	33,552
DEPRECIATION			
At 1 June 2022	1,638	14,220	15,858
Charge for year	839	5,692	6,531
At 31 May 2023	2,477	19,912	22,389
NET BOOK VALUE			
At 31 May 2023	1,286	9,877	11,163
At 31 May 2022	1,864	8,449	10,313

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Notes to the Financial Statements - continued for the Year Ended 31 May 2023

10. FIXED ASSET INVESTMENTS

				group undertaki £
	COST			-
	At 1 June 2022			
	and 31 May 2023			<u>3,142</u>
	NET BOOK VALUE			2 142
	At 31 May 2023 At 31 May 2022			<u>3,142</u> <u>3,142</u>
	At 31 May 2022			
	The company's investments at the Balance Sheet date in the	e share capital of compa	nies include the followi	ng:
	Key Currency S.L.U			
	Registered office: Alicante-Alacant, CTRA Villamartin			
	Nature of business: Trading in Foreign Currency			
	a	%		
	Class of shares:	holding		
	Ordinary	$100.0\overline{0}$	31.12.22	31.12.21
			51.12.22 £	51.12.21 £
	Aggregate capital and reserves		55,077	19,527
	Profit for the year		<u>12,480</u>	<u>2,717</u>
11.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YE	AR	31.5.23	31.5.22
			31.3.23 £	31.3.22 £
	Trade debtors		240,487	171,759
	Other debtors		407,796	266,532
	Prepayments and accrued income		10,754	6,934
			<u>659,037</u>	<u>445,225</u>
12	CREDITORS, AMOUNTS EALLING DUE WITHIN ONE	VEAD		
12.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE	TEAK	31.5.23	31.5.22
			51.5.25 £	£
	Trade creditors		136,325	91,913
	Amounts owed to group undertakings		79,935	22,831
	Tax		888,582	662,329
	Social security and other taxes		117,609	92,358
	Other creditors Pension Liability		24,346,570 8,395	17,597,754 -
	Accrued expenses		650,400	757,340
	· · · · · · · · · · · · · · · · · · ·		26,227,816	19,224,525

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Notes to the Financial Statements - continued for the Year Ended 31 May 2023

13. **LEASING AGREEMENTS**

Minimum lease payments under non-cancellable operating leases fall due as follows:

Thinnian lease payments ander non cancellable operating leases fall ade as follows:		
	31.5.23	31.5.22
	£	£
Within one year	40,224	40,224
Between one and five years	47,047	87,271
·	87,271	127,495

14. CALLED UP SHARE CAPITAL

Allotted, issued and full	ly		Nominal	ninal		
paid:Number:	•	Class:	Value:	31.05.2023	31.05.2022	
£	£					
3,328,650		Ordinary	1p	33,287	33,287	
599		Ordinary A Class	1p	6	6	
599		Ordinary B Class	1p	6	6	
599		Ordinary C Class	1p	6	6	
370,050		Ordinary D Class	1p	3,701	3,701	
1		Ordinary E Class	1p	-	•	
1		Ordinary F Class	1p	-	-	
1		Ordinary G Class	1p	-	-	

15. ULTIMATE CONTROLLING PARTY

There is no ultimate controlling party.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.