

**Jump Topco Limited**

Registered number 10611968

Strategic report, Directors' report and financial statements

For the year ended 31 December 2020

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## **Company Information**

### **Directors**

D J A Milliken  
S I Jones

### **Company Number**

10611968

### **Registered Office**

Springboard Innovation Centre  
Llantarnam Park  
Cwmbran  
United Kingdom  
NP44 3AW

### **Banker**

Barclays Bank plc  
14 Commercial Street  
Newport  
NP20 1HE

### **Solicitor**

Capital Law Limited  
Capital Building  
Tyndall Street  
Cardiff  
CF10 4AZ

### **Auditor**

KPMG LLP  
15 Canada Square  
London  
England  
E14 5GL

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## Strategic report

The directors present their strategic report for the year ended 31 December 2020.

### Review of the business and future developments

A summary of the Company's trading during the period is shown in the Statement of profit and loss and other comprehensive income on page 9.

The Company is the 100% holding company of Comparison Creator Limited and has provided financing services to it. On 24 September 2019, such financing was settled along with accrued interest thereon and a dividend of £216,594. The Company used the cash received to settle balances due to its immediate parent undertaking Regulus Bidco Limited. Since then the Company has continued to receive dividends from Comparison Creator Limited and make dividend payments to Regulus Bidco Limited.

The year ended 31 December 2020 saw the Company record a profit of £49,714 (2019: profit of £214,007).

As at 31 December 2020, the Company had net assets of £671,489 (2019: net assets of £671,735).

The group of which the Company is a member was acquired by a new ultimate parent undertaking Fintel plc (formerly The SimplyBiz Group plc) on 21 March 2019. The Company aligned its accounting reference date with its ultimate parent undertaking, moving it from 30 September to 31 December and as such the comparable period represents the 15 month period from 1 October 2018 to 31 December 2019.

### Future developments

The Company will continue to act as a holding company.

### Environmental impact

The Company works to reduce its carbon footprint by promoting paperless processes and recycling.

### Dividends

An interim dividend of £49,960 was paid on 5 November 2020 (2019: £69,837). The Directors do not recommend a final dividend (2019: £nil).

### Principal risks

The principal risks facing the Company are regulatory and economic in nature. The Company relies on the success of its subsidiary undertaking, the principal trade of which is in the financial services sector in the United Kingdom and that sector continues to face continuing regulatory and economic changes.

Actions taken to ensure that the Company's subsidiary is well positioned to fully support the requirements of their customers and employees during the Covid 19 pandemic have been successful. The subsidiary has continued to provide all services to its customers during the lockdown period and employees were able to work from remote locations immediately, avoiding any material impact to its trading and therefore having no material impact upon the Company.

### Key Performance Indicators

The performance of the group of companies of which the Company is a member is monitored on a group basis rather than at an individual company level. The key performance indicators monitored at that level are turnover and adjusted operating profit and these are discussed in the Report and financial statements of the ultimate parent undertaking Fintel plc (formerly The SimplyBiz Group plc).

On behalf of the Board



D J A Milliken  
Director  
Jump Topco Limited

30 September 2021

## **Directors' report**

The Directors present their directors' report and the audited financial statements for the year ended 31 December 2020.

### **Principal activity**

The Company's principal activity during the period was the provision of financing services to its subsidiary undertaking Comparison Creator Limited.

### **Directors**

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

S Z H Bilgrami (resigned 1 April 2021)

S I Jones

D J A Milliken (appointed 1 April 2021)

### **Going concern**

The financial statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

The directors manage the Company alongside the other companies within the group of companies that are wholly and majority owned directly and indirectly by Fintel plc (the Group), with Group banking facilities in place of £45,000,000 until March 2024. The Group Directors have prepared cash flow forecasts for the Group for the period to December 2022 which indicate that, taking account of severe but plausible downside scenarios, the Group, including this Company, will have sufficient funds through the Group's combined banking facilities to meet its liabilities as they fall due for that period.

Fintel plc (formerly The SimplyBiz Group plc) has indicated its intention to continue to make available such funds as are needed by the Company for the period covered by the forecasts. 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.

Consequently, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due until at least December 2022 and therefore have prepared the financial statements on a going concern basis.

### **Third party indemnity provision for directors**

As permitted by the Articles of Association, the Directors have the benefit of a Directors' and Officers' liability insurance, which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. This indemnity, purchased by The SimplyBiz Group plc and applicable to the directors of the Company was in force from 21 March 2019 and is currently in force.

### **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.

## **Directors' report** *(continued)*

### **Auditor**

The group intends to hold a tender for audit services prior to the end of the financial year to 31 December 2021. KPMG LLP has indicated that, following a commercial decision, it will not participate in this process and will therefore tender its resignation at the time the new auditor has been selected. KPMG LLP confirms there are no circumstances in connection with its planned resignation that should be brought to the attention of the members or creditors of the Company.

### **Matters of Strategic Importance**

The company has chosen to set out information in respect of future developments and dividends declared and paid in the Company's Strategic Report.

On behalf of the board



**D J A Milliken**

30 September 2021

Springboard Innovation Centre  
Llantarnam Park  
Cwbran  
United Kingdom  
NP44 3AW

## Statement Of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including 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 apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK 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 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, 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.



**KPMG LLP**

15 Canada Square

London

England

E14 5GL

United Kingdom

## **Independent Auditor's Report to the Members of Jump Topco Limited**

### **Opinion**

We have audited the financial statements of Jump Topco Limited (the 'Company') for the year ended 31 December 2020, which comprise the Profit and loss account and other comprehensive income, Balance sheet, Statement of changes in equity, and Notes to the Financial Statements, including a summary of significant accounting policies.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **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.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

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 above conclusions are not a guarantee that the company will continue in operation.



## **Independent Auditor's Report to the Members of Jump Topco Limited (continued)**

### **Fraud and breaches of laws and regulations – ability to detect**

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of Directors and inspection of policy documentation as to the Company's high-level policies and procedures to prevent and detect fraud, and whether they have knowledge of any actual, suspected or alleged fraud.
- Reading board meeting minutes.
- Considering remuneration incentive schemes and performance targets for management, directors and staff.
- Using analytical procedures to identify any unusual or unexpected relationships.

#### *Identifying and responding to risks of material misstatement due to fraud (continued)*

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account possible pressures to meet profit targets and our overall knowledge of the control environment, we perform procedures to address the risk of management override of controls, in particular the risk that Company's management may be in a position to make inappropriate accounting entries and the risk of bias in accounting estimates and judgements. On this audit we do not believe there is a fraud risk related to revenue recognition because the Company is an investment holding entity.

We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the directors and other management (as required by auditing standards), and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

## **Independent Auditor's Report to the Members of Jump Topco Limited (continued)**

### **Fraud and breaches of laws and regulations – ability to detect (continued)**

Secondly, 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 recognising the nature of the Company's activities. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

#### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

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 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 remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

### **Strategic report and directors' report**

The directors are responsible for the Strategic report and directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report 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 strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

### **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; or
- 

We have nothing to report in these respects.

## **Independent Auditor's Report to the Members of Jump Topco Limited (continued)**

### **Directors' responsibilities**

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for 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**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the 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**

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

*Paul Nichols*

**Paul Nichols (Senior Statutory Auditor)  
for and on behalf of KPMG LLP, Statutory Auditor**

15 Canada Square  
London  
England  
E14 5GL

Date: 4 October 2021

**Statement of profit and loss and other comprehensive income**  
*for the year ended 31 December 2020*

		Year ended 31 December 2020 £	Period ended 31 December 2019 £
	Notes		
Administrative expenses		(246)	2,400
Investment income	4	49,960	219,528
Finance costs	6	-	(7,921)
<b>Profit before taxation</b>	<b>3</b>	<b>49,714</b>	<b>214,007</b>
Tax on profit	7	-	-
<b>Profit and total comprehensive income for the financial year</b>		<b>49,714</b>	<b>214,007</b>

The income statement has been prepared on the basis that all operations are continuing operations.  
There are no items to be included in Other Comprehensive Income in the current or preceding year.  
The notes on pages 12 to 18 form part of these financial statements.

## Statement of financial position

As at 31 December 2020

		31 December 2020	31 December 2019
	Notes	£	£
<b>Non-current assets</b>			
Investments	9	671,489	671,489
<b>Current assets</b>			
Debtors due within one year	11	-	246
<b>Net current assets</b>		-	246
<b>Total assets less current liabilities</b>		671,489	671,735
<b>Net assets</b>		671,489	671,735
<b>Equity</b>			
Called up share capital	12	5,373	5,373
Share premium account		531,833	531,833
Retained earnings		134,283	134,529
<b>Total equity</b>		671,489	671,735

The notes on pages 12 to 18 form part of these financial statements.

The financial statements were approved by the board of directors and authorised for issue on 30 September 2021 and are signed on its behalf by:



**D J A Milliken**  
Director

Jump Topco Limited  
Registered number 10611968

**Statement of changes in equity**  
*For the year ended 31 December 2020*

		Share capital	Share premium account	Retained earnings	Total
	Notes	£	£	£	£
<b>Balance at 1 October 2018</b>		5,373	531,833	(9,641)	527,565
<b>Period ended 31 December 2019:</b>					
Profit and total comprehensive income for the period		-	-	214,007	214,007
<b>Total transactions with shareholders</b>					
Dividends				(69,837)	(69,837)
<b>Balances at 31 December 2019</b>		5,373	531,833	134,529	671,735
<b>Year ended 31 December 2020:</b>					
Profit and total comprehensive income for the period		-	-	49,714	49,714
<b>Total transactions with shareholders</b>					
Dividends	8	-	-	(49,960)	(49,960)
<b>Balances at 31 December 2020</b>		5,373	531,833	134,283	671,489

The notes on pages 12 to 18 form part of these financial statements

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

#### Company information

Jump Topco Limited ("the Company") is a private company limited by shares, domiciled and incorporated in England.

The address of the Company's registered office and principal place of business is Springboard Innovation Centre, Llantarnam Park, Cwbran, Torfaen, UK, NP44 3AW.

The Company's principal activities and the nature of the Company's operations are described in the Directors' Report and the Strategic Report.

The Company's ultimate parent undertaking, Fintel plc (formerly The SimplyBiz Group plc) includes the Company in its consolidated financial statements. The consolidated financial statements of Fintel plc are available to the public and may be obtained from Fintel House, St. Andrew's Road, Huddersfield, HD1 6NA.

#### Basis of accounting

These separate financial statements contain information about Jump Topco Limited as an individual Company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption under section 400 of the Companies Act, from the requirement to prepare consolidated financial statements as it and its subsidiary are included by full consolidation in the consolidated financial statements of its ultimate parent, Fintel plc (formerly The SimplyBiz Group plc), which are publicly available and may be obtained from Fintel House, St. Andrews Road, Huddersfield, HD1 6NA.

These financial statements are prepared under the historical cost convention and in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* applicable in the UK and Republic of Ireland ("FRS 101").

Monetary amounts in these financial statements are rounded to the nearest £1 except where otherwise indicated.

The comparative period presented in these financial statements is the 15 months to 31 December 2019. A long period was presented in order to align the year end of all companies within the group of companies including the ultimate parent company Fintel plc (formerly The SimplyBiz Group plc) and all of its subsidiaries.

#### Reduced disclosures

In accordance with FRS 101, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes;
- Comparative period reconciliations for investments;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Key Management Personnel compensation;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

## Notes (continued)

### 1 Accounting policies (continued)

#### *Functional and presentational currencies*

The financial statements are presented in sterling which is also the functional currency of the Company.

#### *Going concern*

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors manage the Company alongside the other companies within the Fintel plc group of companies group of companies that are wholly or majority owned directly and indirectly by Fintel plc (the Group), with Group banking facilities in place of £45,000,000 until March 2024, of which £24,000,000 is drawn as of 30 June 2021. The Group Directors have prepared cash flow forecasts for the Group for the period to December 2022 which indicate that, taking account of severe but plausible downside scenarios, the Group, including this Company will have sufficient funds, through the Group's combined banking facilities to meet its liabilities as they fall due for that period.

Various sensitivity analyses have been performed to assess the impact of more severe but plausible downside scenarios to future trading including a 33% reduction in revenue linked to the mortgage market affecting both valuations and commissions, a 33% reduction in core membership revenue, and a 50% reduction in Marketing Service Agreements all from July 2021 onwards. All scenarios have been modelled in isolation and combined, on the separate assumptions that management take no action, and that debt repayments are paused until the revenue position normalises. Under these severe but plausible downside scenarios the Group continues to operate within its available facilities and does not incur any covenant breaches.

Fintel plc has indicated its intention to continue to make available such funds as are needed by the Company for the period covered by the forecasts. 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.

Consequently, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due until at least December 2022 and therefore have prepared the financial statements on a going concern basis.

#### *Interest income*

Interest income is accrued on a time-apportioned basis, by reference to the principal outstanding at the effective interest rate.

#### *Taxation*

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Current and deferred tax is charged or credited in profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.



## Notes (continued)

### 1 Accounting policies (continued)

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### *Classification of financial instruments issued by the Company*

In accordance with FRS 101, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

#### *Non-derivative financial instruments*

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other receivables, cash and cash equivalents, loans and borrowings and trade and other payables.

##### *Trade and other receivables*

Trade and other receivables are recognised at fair value, minus expected future losses. A provision for impairment of trade receivables is recognised based on lifetime expected losses, but principally comprise balances where objective evidence exists that the amount will not be collectible. Such amounts are written down to their estimated recoverable amounts, with the charge being made to operating expenses.

##### *Interest-bearing borrowings classified as basic financial instruments*

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

##### *Trade and other payables*

Trade and other payables are recognised at fair value.

##### *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the statement of cash flows.

##### *Amounts owed by / to Group Undertakings*

Amounts owed by / to group undertakings are classified as current assets / liabilities, unless specific payment terms are in place.

##### *Investments in ordinary shares*

Investments in equity instruments are measured initially at fair value, which is normally the transaction price. Transaction costs are excluded if the investments are subsequently measured at fair value through profit and loss. Subsequent to initial recognition investments that can be measured reliably are measured at fair value with changes recognition in profit or loss. Other investments are measured at cost less impairment in profit or loss.

## Notes (continued)

### 1 Accounting policies (continued)

#### Dividends

Dividends are recognised as liabilities once they are no longer at the discretion of the Company.

### 2 Critical accounting estimates and areas of judgement

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

#### Critical accounting estimates and assumptions

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

- Carrying value of investments: the Company reviews the performance and projections of the fixed asset investment that it holds and assesses the appropriateness of the carrying value at which it is held.

### 3 Profit / (loss) before taxation

Audit fees of £5,000 and tax fees of £nil are borne by the Company's group undertaking Defaqto Limited and are not recharged to the Company. Information regarding amounts receivable by the Company's auditor in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as this is disclosed on a consolidated basis in the consolidated financial statements of the Company's ultimate parent, Fintel plc (formerly The SimplyBiz Group plc).

### 4 Investment income

	Year ended 31 December 2020 £	Period ended 31 December 2019 £
Interest income on loans due from group undertakings	-	2,934
Dividend income	49,960	216,594
	<u>49,960</u>	<u>219,528</u>

### 5 Employees and directors' remuneration

The Company had no employees during the period (2019: nil), instead utilising resources provided by a group undertaking. Directors are remunerated by Comparison Creator Limited and Defaqto Limited.

No recharges are made to the Company for these resources due to the insignificant quantum involved.

**Notes (continued)**

**6 Finance costs**

	Year ended 31 December 2020 £	Period ended 31 December 2019 £
Interest payable to group undertakings	-	7,921

**7 Taxation**

	Year ended 31 December 2020 £	Period ended 31 December 2019 £
<b>UK corporation tax</b>	-	-
Current tax charge on income for the year	-	-
<b>Total current tax</b>	-	-
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
<b>Total deferred tax</b>	-	-
<b>Tax charge on profit</b>	-	-

Factors affecting the tax charge for the current year:

The tax charge for the year is lower than the standard rate of corporation tax in the UK of 19%. The differences are explained below:

	Year ended 31 December 2020 £	Period ended 31 December 2019 £
Profit	49,714	214,007
Tax at 19%	9,446	40,661
Dividend income not taxable	(9,492)	(41,152)
Tax losses utilised not previously recognised	-	491
Tax losses not recognised	46	-
<b>Total tax charge (see above)</b>	-	-

**Changes affecting the future tax charge**

Reductions in the UK corporation tax rate from 19% to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016. The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020, and this change was substantively enacted on 17 March 2020.

## Notes (continued)

### 8 Dividends paid

Amounts recognised as distributions to equity:

	Year ended 31 December 2020 £	Period ended 31 December 2019 £
Interim dividend paid:		
A Ordinary shares (£0.093 per share; 2019 £0.13 per share)	13,501	18,873
B Ordinary shares (£0.093 per share; 2019 £0.13 per share)	18,903	26,423
C Ordinary shares (£0.093 per share; 2019 £0.13 per share)	17,556	24,541
	<u>49,960</u>	<u>69,837</u>

### 9 Fixed asset investments

Cost	Shares in subsidiary undertakings £	Total £
1 January 2020	671,489	671,489
Additions	-	-
Transfers	-	-
31 December 2020	<u>671,489</u>	<u>671,489</u>
<i>Provisions for impairment</i>		
31 December 2019 and 31 December 2020	-	-
<i>Carrying amounts:</i>		
31 December 2020	<u>671,489</u>	<u>671,489</u>
31 December 2019	<u>671,489</u>	<u>671,489</u>

The Directors consider the carrying value of investments to be supported by the net assets and future cash flows of the business.

### 10 Subsidiary undertakings

The following information relates to the Company's subsidiary undertakings:

Name	Country of incorporation	Class of share held	Percentage held	Nature of business
<i>Direct subsidiaries:</i>				
Comparison Creator Limited	England and Wales	Ordinary	100%	Provider of financial product comparison software

The registered office of Comparison Creator Limited is Springboard Innovation Centre, Llantarnam Industrial Park, Cwmbran, Torfaen, Wales, NP44 3AW.

## Notes (continued)

### 11 Debtors

	31 December 2020 £	31 December 2019 £
Amounts owed by group undertakings	-	246
Amounts due within one year	-	246
Amounts due after one year from group undertaking	-	-
	-	246

### 12 Share capital and reserves

	31 December 2020 £	31 December 2019 £
<i>Allotted, called up and fully paid</i>		
145,180 A Ordinary shares of 1 pence each	1,452	1,452
203,251 B Ordinary shares of 1 pence each	2,033	2,033
188,774 C Ordinary shares of 1 pence each	1,888	1,888

The Company's ordinary shares, which carry no right to fixed income, rank pari passu with one another and carry the right to one vote at general meetings of the Company.

### 13 Ultimate parent company and controlling party

The immediate parent undertaking is Regulus Bidco Limited. The ultimate parent undertaking is Fintel plc (formerly The SimplyBiz Group plc), which is the only set of consolidated financial statements which include the results of the Company. These accounts can be obtained from:

Fintel House  
St. Andrew's Road  
Huddersfield  
HD1 6NA.

In the opinion of the Directors, the ultimate controlling party is Fintel plc.

### 14 Related party transactions

The company has taken advantage of the exemption within FRS 101 and therefore not disclosed details of transactions with fellow companies within the group headed by Fintel plc.