

Company Registration No. 04648708 (England and Wales)

OLIVE BUSINESS SOLUTIONS LIMITED
REPORT AND UNAUDITED FINANCIAL
STATEMENTS
FOR THE PERIOD ENDED
31 DECEMBER 2021

WEDNESDAY



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RM 14/12/2022 #194
COMPANIES HOUSE

OLIVE BUSINESS SOLUTIONS LIMITED

COMPANY INFORMATION

Directors	M Flick C Craggs A Fowler L Furlong
Company number	04648708
Registered office	Onecom House 4400 Parkway Whiteley Fareham Hampshire PO15 7FJ England
Accountants	RSM UK Tax and Accounting Limited Chartered Accountants Highfield Court Tollgate Chandlers Ford Eastleigh Hampshire SO53 3TY
Business address	Onecom House 4400 Parkway Whiteley Fareham Hampshire PO15 7FJ England

OLIVE BUSINESS SOLUTIONS LIMITED

STRATEGIC REPORT

FOR THE PERIOD ENDED 31 DECEMBER 2021

The directors present the strategic report for the period ended 31 December 2021.

Fair review of the business

On 19th February 2021, Olive Business Solutions Limited was acquired by Onecom Group Limited, a private equity backed leading provider of fixed line, mobile and data connectivity, integrated unified communications and cloud based solutions.

Following alignment of accounting policies across the group, a prior year restatement was completed relating to the accounting for sales commissions paid via payroll. The impact of this restatement was (£2.3m). More information on the prior year restatement can be found in note 2.

The assets and trading were hived up in to Onecom Limited in September 2021, resulting in only a partial year presented in Olive Business Solutions Limited entity accounts for 2021.

On behalf of the board

Adam Fowler

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A Fowler
Director

Date: 12/12/22
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OLIVE BUSINESS SOLUTIONS LIMITED

DIRECTORS' REPORT

FOR THE PERIOD ENDED 31 DECEMBER 2021

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

Principal activities

The principal activity of the company was that of the provision of business telecoms and cloud communications, delivering fixed line, mobile, unified communications, connectivity and cloud solutions, up until 1 September 2021. On 1 September 2021, the trading assets and liabilities of Olive Business Solutions Limited were hived up to a fellow group company, Onecom Limited. After this date the company ceased trading.

Results and dividends

The results for the period are set out on page 4.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Directors

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

M Flick	
C Craggs	(Appointed 19 February 2021)
A Fowler	(Appointed 19 February 2021)
L Furlong	(Appointed 19 February 2021)
R Flynn	(Resigned 19 February 2021)
M Geraghty	(Resigned 19 February 2021)
B Morris	(Resigned 19 February 2021)

On behalf of the board

Adam Fowler

.....
A Fowler
Director

12/12/22

Date:

ACCOUNTANT'S REPORT TO THE BOARD OF DIRECTORS OF OLIVE BUSINESS SOLUTIONS LIMITED ON THE UNAUDITED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2021

In order to assist you to fulfil your duties under the Companies Act 2006 ("the Act"), we prepared for your approval the financial statements of Olive Business Solutions Limited which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes in accordance with the financial reporting framework set out therein from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at <http://www.icaew.com/en/members/regulations-standards-and-guidance>.

This report is made solely to the Board of Directors of Olive Business Solutions Limited, as a body, in accordance with the terms of our engagement letter dated 11 February 2022. Our work has been undertaken solely to prepare for your approval the financial statements of Olive Business Solutions Limited and state those matters that we have agreed to state to them in accordance with ICAEW Technical Release 07/16 AAF. This report should not therefore be regarded as suitable to be used or relied on by any other party wishing to acquire any rights against RSM UK Tax and Accounting Limited for any purpose or in any context. Any party other than the Board of Directors which obtains access to this report or a copy and chooses to rely on this report (or any part of it) will do so at its own risk. To the fullest extent permitted by law, RSM UK Tax and Accounting Limited will accept no responsibility or liability in respect of this report to any other party and shall not be liable for any loss, damage or expense of whatsoever nature which is caused by any person's reliance on representations in this report.

It is your duty to ensure that Olive Business Solutions Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of Olive Business Solutions Limited under the Act. You consider that Olive Business Solutions Limited is exempt from the statutory audit requirement for the period.

We have not been instructed to carry out an audit or a review of the financial statements of Olive Business Solutions Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

RSM UK Tax and Accounting Limited.

RSM UK Tax and Accounting Limited
Chartered Accountants
Highfield Court
Tollgate
Chandlers Ford
Eastleigh
Hampshire
SO53 3TY
12/12/22
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OLIVE BUSINESS SOLUTIONS LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 DECEMBER 2021

		Period ended 31 December 2021		Year ended 31 January 2021 as restated
	Notes	£	£	£
Turnover	4	21,719,938		31,232,088
Cost of sales		(19,050,939)		(24,170,147)
Gross profit		2,668,999		7,061,941
Administrative expenses		(3,416,097)	(6,246,813)	
Exceptional administrative items	5	(444,495)	-	
Total administrative expenses		(3,860,592)		(6,246,813)
Other operating income		1,775		301,138
Operating (loss)/profit	7	(1,189,818)		1,116,266
Interest payable and similar expenses	8	(97)		(33,360)
Profit/(loss) on disposal of operations		21,533,788		-
Profit before taxation		20,343,873		1,082,906
Tax on profit	9	322,358		(197,243)
Profit for the financial period		20,666,231		885,663

All transactions relate to discontinued operations.

OLIVE BUSINESS SOLUTIONS LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 DECEMBER 2021**

		31 December 2021		31 January 2021 as restated
	Notes	£	£	£
Fixed assets				
Intangible assets	10	-	-	1,564,449
Tangible assets	11	-	-	268,441
			-	1,832,890
Current assets				
Stocks	12	-	54,862	
Debtors	13	23,714,609	16,774,607	
Cash at bank and in hand		1,171,842	3,779,979	
		24,886,451	20,609,448	
Creditors: amounts falling due within one year	14	(8,664,457)	(26,592,400)	
Net current assets/(liabilities)		16,221,994		(5,982,952)
Total assets less current liabilities		16,221,994		(4,150,062)
Provisions for liabilities	17	-		(294,175)
Net assets/(liabilities)		16,221,994		(4,444,237)
Capital and reserves				
Called up share capital	20	100		100
Profit and loss reserves		16,221,894		(4,444,337)
Total equity		16,221,994		(4,444,237)

For the financial period ended 31 December 2021 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

The members have not required the company to obtain an audit of its financial statements for the period in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

12/12/22

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

Adam Fowler

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A Fowler
Director

OLIVE BUSINESS SOLUTIONS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER 2021

	Share capital £	Profit and loss reserves £	Total £
As restated for the period ended 31 January 2021:			
Balance at 1 February 2020	100	(3,074,699)	(3,074,599)
Effect of prior year adjustment	-	(2,255,301)	(2,255,301)
As restated	100	(5,330,000)	(5,329,900)
Year ended 31 January 2021:			
Profit and total comprehensive income for the year (as restated)	-	885,663	885,663
Balance at 31 January 2021	100	(4,444,337)	(4,444,237)
Period ended 31 December 2021:			
Profit and total comprehensive income for the period	-	20,666,231	20,666,231
Balance at 31 December 2021	100	16,221,894	16,221,994

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2021

1 Accounting policies

Company information

Olive Business Solutions Limited is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is Onecom House 4400 Parkway, Whiteley, Fareham, Hampshire, England, PO15 7FJ.

The company's principal activities and nature of its operations are disclosed in the Directors' Report.

Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 4 'Statement of Financial Position': Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues': Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment': Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Solo Topco Limited. These consolidated financial statements are available from its registered office, Onecom House 4400 Parkway, Whiteley, Fareham, Hampshire, PO15 7FJ.

Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources, through support from fellow group companies, to continue in existence for the foreseeable future, notwithstanding the company has ceased trading after the hive up to Onecom Limited on 1 September 2021. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Reporting period

The current reporting period has been reduced to a period of 11 months to align with wider group reporting requirements. Therefore the comparative amounts presented in the financial statements are not entirely comparable.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2021

1 Accounting policies (Continued)

Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a straight line basis to the profit and loss account over its useful economic life.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold improvements	10 years straight line or life of lease if shorter
Plant and equipment	3 years straight line
Fixtures and fittings	3 years straight line
Computers	3 to 5 years straight line
Motor vehicles	3 years straight line

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2021

1 Accounting policies (Continued)

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand.

Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include trade and other debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2021

1 Accounting policies (Continued)

Other financial assets

Other financial assets, including trade investments, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans and loans from fellow group companies, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments where the contractual returns, repayment of the principal, or other terms (such as prepayment provisions or term extensions) do not meet the conditions to be measured at amortised cost, are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

1 Accounting policies (Continued)

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's contractual obligations are discharged, cancelled, or they expire.

Equity instruments

Equity instruments issued by the company are recorded at the fair value of proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

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 and deferred tax is charged or credited to 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.

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 the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. 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.

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as other creditors.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

1 Accounting policies (Continued)

Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

2 Prior period adjustment

Following the acquisition of the company by Onecom Group Limited, the directors have reviewed the accounting policies in order to align them with that of the wider group.

Change in recognition of wage costs

A change in accounting policy was identified with regards to the recognition of wage costs between cost of sales and administrative expenses. Previously, all wage costs were allocated to administrative expenses. An adjustment of £6,463,385 has been made to reallocate wage costs from administrative expenses to cost of sales in line with the nature of the positions held within the entity and also align with the wider group.

Following the review of the prior year wages and salaries, pension costs of £54,118 were reallocated to gross wages.

Change in recognition of deferred staff commissions

A change in accounting policy was identified with regards to the recognition of staff commissions, not only to align with the wider group, but to also correct a material error with a previous accounting treatment as it was not considered in line with UK GAAP. Previously, staff commissions were deferred and released over the life of the contract to which they initially arose. The staff commissions should have been recognised in full upon completion of a contract. A material adjustment is therefore required to align the accounting treatment with the revised and corrected policy.

As a result of the above amendments, changes to the tax charge have been reflected.

The overall impact on the comparative figures are shown in the table below. The impact on the opening position at 1 February 2020 is a reduction in profit and loss reserves and prepayments and deferred income of £2,255,301.

Changes to the prior year statement of financial position

	Adjustment £
Current assets	
Debtors due within one year	(2,012,972)
Creditors due within one year	
Taxation	(46,043)
Net assets	(2,059,015)
Capital and reserves	
Profit and loss	(2,059,015)

Changes to the income statement

	Adjustment £
Period ended 31 January 2021	
Cost of sales	(6,221,056)
Administrative expenses	6,463,385
Taxation	(46,043)
Profit for the financial period	196,286

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

3 Employees

The average monthly number of persons (including directors) employed by the company during the period was:

	31 December 2021 Number	31 January 2021 Number
Administration	65	81
Sales	27	26
Management	5	11
Total	97	118

Their aggregate remuneration comprised:

	31 December 2021 £	31 January 2021 as restated £
Wages and salaries	5,868,770	7,262,952
Social security costs	680,401	919,483
Pension costs	108,116	146,542
	6,657,287	8,328,977

4 Turnover and other revenue

	31 December 2021 £	31 January 2021 £
Turnover analysed by class of business		
Telecommunication sales	21,719,938	31,232,088
Other revenue		
Grants received	-	301,138
Turnover analysed by geographical market		
United Kingdom	21,719,938	31,232,088

All government grants are shown within other operating income.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

5 Exceptional item

	31 December 2021 £	31 January 2021 £
Expenditure		
Redundancy costs on deal completion	444,495	-

Redundancy costs were incurred as a result of a deal completion, resulting in a reduction of operating profit by the sum of £444,495 (2021 - £nil).

6 Directors' remuneration

	31 December 2021 £	31 January 2021 £
Remuneration for qualifying services	289,225	438,187
Company pension contributions to defined contribution schemes	6,150	9,600
	<u>295,375</u>	<u>447,787</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 1 (2021 - 3).

Remuneration disclosed above include the following amounts paid to the highest paid director:

	31 December 2021 £	31 January 2021 £
Remuneration for qualifying services	220,400	467,104
Company pension contributions to defined contribution schemes	4,800	9,600

7 Operating (loss)/profit

	31 December 2021 £	31 January 2021 £
Operating (loss)/profit for the period is stated after charging/(crediting):		
Exchange differences apart from those arising on financial instruments measured at fair value through profit or loss	-	3,453
Government grants	-	(301,138)
Depreciation of owned tangible fixed assets	22,183	115,637
Amortisation of intangible assets	462,846	331,492
Operating lease charges	43,954	48,491

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

8 Interest payable and similar expenses

	31 December 2021	31 January 2021
	£	£
Other interest on financial liabilities	97	-
Other interest	-	33,360
	<u>97</u>	<u>33,360</u>

9 Taxation

	31 December 2021	31 January 2021 as restated
	£	£
Current tax		
UK corporation tax on profits for the current period	-	99,192
Adjustments in respect of prior periods	(28,183)	(44,515)
Total current tax	<u>(28,183)</u>	<u>54,677</u>
Deferred tax		
Origination and reversal of timing differences	(281,683)	142,566
Adjustment in respect of prior periods	(12,492)	-
Total deferred tax	<u>(294,175)</u>	<u>142,566</u>
Total tax (credit)/charge	<u>(322,358)</u>	<u>197,243</u>

Of the charge to current tax in relation to discontinued operations, £0 relates to tax on profits and £0 arose on disposal.

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

9 Taxation (Continued)

The total tax (credit)/charge for the period included in the income statement can be reconciled to the (loss)/profit before tax multiplied by the standard rate of tax as follows:

	31 December 2021 £	31 January 2021 £
Profit before taxation	20,343,873	1,082,906
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	3,865,336	205,752
Tax effect of expenses that are not deductible in determining taxable profit	78	5,317
Tax effect of income not taxable in determining taxable profit	(4,091,420)	-
Tax effect of utilisation of tax losses not previously recognised	-	(57,468)
Adjustments in respect of prior years	(28,183)	(44,545)
Group relief	134,685	-
Permanent capital allowances in excess of depreciation	-	23,379
Deferred tax adjustments in respect of prior years	(12,492)	-
Remeasurement of deferred tax for changes in tax rates	(32,194)	-
Other tax adjustments, reliefs and transfers relating to fixed asset transfers	(207,351)	-
Deferred tax not recognised	49,183	-
Other differences leading to an increase in the tax charge	-	64,808
Taxation (credit)/charge for the period	(322,358)	197,243

10 Intangible fixed assets

	Goodwill £	Software £	Total £
Cost			
At 1 February 2021	8,604,366	1,910,977	10,515,343
Additions	-	542,433	542,433
Transferred within group	(8,604,366)	(2,453,410)	(11,057,776)
At 31 December 2021	-	-	-
Amortisation and impairment			
At 1 February 2021	8,604,366	346,528	8,950,894
Amortisation charged for the period	-	462,846	462,846
Transferred within group	(8,604,366)	(809,374)	(9,413,740)
At 31 December 2021	-	-	-
Carrying amount			
At 31 December 2021	-	-	-
At 31 January 2021	-	1,564,449	1,564,449

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2021

11 Tangible fixed assets

	Leasehold improvements £	Plant and equipment £	Fixtures and fittings £	Computers £	Motor vehicles £	Total £
Cost						
At 1 February 2021	193,278	54,757	216,194	1,023,898	6,517	1,494,644
Additions	-	2,200	6,000	2,688	-	10,888
Transferred within group	(193,278)	(56,957)	(222,194)	(1,026,586)	(6,517)	(1,505,532)
At 31 December 2021	-	-	-	-	-	-
Depreciation and impairment						
At 1 February 2021	147,498	50,794	216,194	805,200	6,517	1,226,203
Depreciation charged in the period	7,547	1,713	833	12,090	-	22,183
Transferred within group	(155,045)	(52,507)	(217,027)	(817,290)	(6,517)	(1,248,386)
At 31 December 2021	-	-	-	-	-	-
Carrying amount						
At 31 December 2021	-	-	-	-	-	-
At 31 January 2021	45,780	3,963	-	218,698	-	268,441

12 Stocks

	31 December 2021 £	31 January 2021 £
Finished goods and goods for resale	-	54,862

13 Debtors

	31 December 2021 £	31 January 2021 as restated £
Amounts falling due within one year:		
Trade debtors	-	3,504,160
Amounts owed by group undertakings	23,548,542	5,419,119
Other debtors	148,104	25,293
Prepayments and accrued income	17,963	7,826,035
	23,714,609	16,774,607

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

14 Creditors: amounts falling due within one year

		31 December 2021	31 January 2021 as restated
	Notes	£	£
Obligations under finance leases	16	-	4,226
Other borrowings	15	-	1,100,000
Trade creditors		657,839	5,051,789
Amounts owed to group undertakings		7,636,856	11,547,665
Corporation tax		70,480	99,192
Other taxation and social security		204,707	2,654,389
Other creditors		1,575	3,685,214
Accruals and deferred income		93,000	2,449,925
		<u>8,664,457</u>	<u>26,592,400</u>

As at 31 December 2021, the company has in place two charges which are secured against the fixed and floating assets held. Following the hive up of the trade and assets, these charges will be satisfied by fellow group companies.

15 Borrowings

	31 December 2021	31 January 2021
	£	£
Other loans	-	1,100,000
	<u>-</u>	<u>1,100,000</u>
Payable within one year	-	1,100,000
	<u>-</u>	<u>1,100,000</u>

The long-term loans are secured by fixed and floating charges over the assets of the company.

16 Finance lease obligations

	31 December 2021	31 January 2021
	£	£
Future minimum lease payments due under finance leases:		
Less than one year	-	4,226
	<u>-</u>	<u>4,226</u>

17 Provisions for liabilities

	31 December 2021	31 January 2021
	£	£
Deferred tax liabilities	18	-
	<u>-</u>	<u>294,175</u>

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

18 Deferred taxation

The major deferred tax liabilities and assets recognised by the company are:

	Liabilities 31 December 2021 £	Liabilities 31 January 2021 £
Balances:		
Accelerated capital allowances	-	294,175
	<u> </u>	<u> </u>
Movements in the period:		2021 £
Liability at 1 February 2021		294,175
Credit to profit or loss		(294,175)
		<u> </u>
Liability at 31 December 2021		-
		<u> </u>

19 Retirement benefit schemes

	31 December 2021 £	31 January 2021 as restated £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	108,116	146,542
	<u> </u>	<u> </u>

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

20 Share capital

	31 December 2021 Number	31 January 2021 Number	31 December 2021 £	31 January 2021 £
Ordinary share capital Issued and fully paid				
Ordinary shares of £1 each	100	100	100	100
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

OLIVE BUSINESS SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2021

21 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	31 December 2021 £	31 January 2021 £
Within one year	230,245	249,785
Between one and five years	420,799	640,940
	<u>651,044</u>	<u>890,725</u>

Operating lease commitments will be fully supported by other members of the group.

22 Related party transactions

During the year, purchases of £nil (January 2021 - £nil) were made from Olive Unified Communications Services Limited, a company in which M Geraghty is a director. At the year end, £nil (January 2021 - £26,290) is included as a debit in trade payables.

During the year purchases of £nil (January 2021 - £53,000) were made from Springboard Advisory Services Limited, a company where R Flynn is a director. As at the year end £nil (January 2021 - £5,300) is included within trade payables.

During the year, consultancy charges of £nil (January 2021 - £200,000) were paid to Geraghty Bloodstock Pty Ltd, a company which is controlled by M Geraghty. As at the year end £nil (January 2021 - £33,333) is included as a debit in trade payables.

23 Discontinued operations

On 30 September 2021, the trade and assets were transferred at market value to a fellow group subsidiary.

24 Ultimate controlling party

The immediate parent of Olive Business Solutions Limited is Olive Communications Solutions Limited, a company registered in England and Wales.

The smallest and largest group in which this company's accounts are consolidated is Solo Topco Limited, a company registered in England and Wales.

Solo Topco Limited prepares group financial statements and copies can be obtained from its registered office: Onecom House 4400 Parkway, Whiteley, Fareham, Hampshire, England, PO15 7FJ.