Registered number: 07998621

# PRESERVICA LIMITED

## FINANCIAL STATEMENTS

## INFORMATION FOR FILING WITH THE REGISTRAR

## FOR THE YEAR ENDED 31 MARCH 2021

**PRESERVICA LIMITED**
**REGISTERED NUMBER: 07998621**

## CONSOLIDATED BALANCE SHEET
## AS AT 31 MARCH 2021

| | Note | | 2021<br>£ | | 2020<br>£ |
|---|---|---|---|---|---|
| **Fixed assets** | | | | | |
| Tangible assets | 5 | | **75,487** | | 104,209 |
| | | | **75,487** | | 104,209 |
| **Current assets** | | | | | |
| Debtors: amounts falling due within one year | 7 | **1,381,740** | | 1,903,426 | |
| Cash at bank and in hand | 8 | **3,396,730** | | 2,775,568 | |
| | | **4,778,470** | | 4,678,994 | |
| Trade and other creditors: amounts falling due within one year | | **(613,934)** | | (390,483) | |
| Accruals and deferred income: amounts falling due within one year | | **(4,468,599)** | | (3,698,593) | |
| **Net current (liabilities)/assets** | | | **(304,063)** | | 589,918 |
| **Total assets less current liabilities** | | | **(228,576)** | | 694,127 |
| Creditors: amounts falling due after more than one year | 10 | | **(2,739,930)** | | (2,000,000) |
| **Provisions for liabilities** | | | | | |
| Other provisions | 11 | **(88,000)** | | (88,000) | |
| | | | **(88,000)** | | (88,000) |
| **Net liabilities** | | | **(3,056,506)** | | (1,393,873) |
| **Capital and reserves** | | | | | |
| Called up share capital | | | **1,473** | | 1,874 |
| Share premium account | | | **-** | | 5,256,288 |
| Foreign exchange reserve | | | **47,542** | | (24,347) |
| Profit and loss account | | | **(3,105,521)** | | (6,627,688) |
| **Equity attributable to owners of the parent Company** | | | **(3,056,506)** | | (1,393,873) |
| | | | **(3,056,506)** | | (1,393,873) |

## CONSOLIDATED BALANCE SHEET (CONTINUED)
## AS AT 31 MARCH 2021

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the consolidated statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

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

**P Allman**
Director
Date: 19 August 2021

The notes on pages 7 to 18 form part of these financial statements.

**PRESERVICA LIMITED**
**REGISTERED NUMBER: 07998621**

## COMPANY BALANCE SHEET
## AS AT 31 MARCH 2021

| | Note | | 2021<br>£ | | 2020<br>£ |
|---|---|---|---|---|---|
| **Fixed assets** | | | | | |
| Tangible assets | 5 | | **71,765** | | 99,820 |
| Investments | 6 | | **71** | | 71 |
| | | | **71,836** | | 99,891 |
| **Current assets** | | | | | |
| Debtors: amounts falling due within one year | 7 | **4,084,020** | | 3,624,658 | |
| Cash at bank and in hand | 8 | **2,744,300** | | 2,695,639 | |
| | | **6,828,320** | | 6,320,297 | |
| Trade and other creditors: amounts falling due within one year | | **(682,938)** | | (421,666) | |
| Accruals and deferred income: amounts falling due within one year | | **(2,826,922)** | | (2,317,046) | |
| **Net current assets** | | | **3,318,460** | | 3,581,585 |
| **Total assets less current liabilities** | | | **3,390,296** | | 3,681,476 |
| Creditors: amounts falling due after more than one year | 10 | | **(2,550,000)** | | (2,000,000) |
| **Provisions for liabilities** | | | | | |
| Other provisions | 11 | **(88,000)** | | (88,000) | |
| | | | **(88,000)** | | (88,000) |
| **Net assets** | | | **752,296** | | 1,593,476 |
| **Capital and reserves** | | | | | |
| Called up share capital | 12 | | **1,473** | | 1,874 |
| Share premium account | | | **-** | | 5,256,288 |
| Profit and loss account | | | **750,823** | | (3,664,686) |
| | | | **752,296** | | 1,593,476 |

## COMPANY BALANCE SHEET (CONTINUED)
## AS AT 31 MARCH 2021

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the consolidated statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

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

**P Allman**
Director
Date: 19 August 2021

The notes on pages 7 to 18 form part of these financial statements.

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 MARCH 2021

| | Called up share capital | Share premium account | Foreign exchange reserve | Profit and loss account | Total equity |
|---|---|---|---|---|---|
| | £ | £ | £ | £ | £ |
| At 1 April 2020 | 1,874 | 5,256,288 | (24,347) | (6,627,688) | (1,393,873) |
| Loss for the year | - | - | - | (1,729,246) | (1,729,246) |
| Currency translation differences | - | - | 71,889 | - | 71,889 |
| Shares issued during the year | 1 | 1,923,848 | - | - | 1,923,849 |
| Capitalisation of shares (see note 14) | - | - | - | 7,180,136 | 7,180,136 |
| Capitalisation of shares (see note 14) | - | (7,180,136) | - | - | (7,180,136) |
| Purchase of own shares (see note 14) | - | - | - | (1,928,723) | (1,928,723) |
| Cancellation of shares (see note 14) | (402) | - | - | - | (402) |
| **At 31 March 2021** | 1,473 | - | 47,542 | (3,105,521) | (3,056,506) |

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 MARCH 2020

| | Called up share capital | Share premium account | Foreign exchange reserve | Profit and loss account | Total equity |
|---|---|---|---|---|---|
| | £ | £ | £ | £ | £ |
| At 1 April 2019 | 1,874 | 5,256,288 | 7,045 | (4,287,525) | 977,682 |
| Loss for the year | - | - | - | (2,340,163) | (2,340,163) |
| Currency translation differences | - | - | (31,392) | - | (31,392) |
| **At 31 March 2020** | 1,874 | 5,256,288 | (24,347) | (6,627,688) | (1,393,873) |

The notes on pages 7 to 18 form part of these financial statements.

## COMPANY STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 MARCH 2021

| | Called up share capital | Share premium account | Profit and loss account | Total equity |
|---|---|---|---|---|
| | £ | £ | £ | £ |
| At 1 April 2020 | 1,874 | 5,256,288 | (3,664,686) | 1,593,476 |
| Loss for the year | - | - | (835,904) | (835,904) |
| Shares issued during the year | 1 | 1,923,848 | - | 1,923,849 |
| Capitalisation of shares (see note 14) | - | - | 7,180,136 | 7,180,136 |
| Capitalisation of shares (see note 14) | - | (7,180,136) | - | (7,180,136) |
| Purchase of own shares (see note 14) | - | - | (1,928,723) | (1,928,723) |
| Cancellation of shares (see note 14) | (402) | - | - | (402) |
| **At 31 March 2021** | 1,473 | - | 750,823 | 752,296 |

## COMPANY STATEMENT OF CHANGES IN EQUITY
## FOR THE YEAR ENDED 31 MARCH 2020

| | Called up share capital | Share premium account | Profit and loss account | Total equity |
|---|---|---|---|---|
| | £ | £ | £ | £ |
| At 1 April 2019 | 1,874 | 5,256,288 | (2,410,081) | 2,848,081 |
| Loss for the year | - | - | (1,254,605) | (1,254,605) |
| **At 31 March 2020** | 1,874 | 5,256,288 | (3,664,686) | 1,593,476 |

The notes on pages 7 to 18 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS
## FOR THE YEAR ENDED 31 MARCH 2021

### 1. General information

Preservica Ltd is a private limited company, incorporated in the United Kingdom and registered in England and Wales. The registered office of the Company is 32 The Quadrant, Abingdon Science Park, Abingdon, Oxfordshire, OX14 3YS. The principal activity of the Group is the provision of software and related services.

### 2. Accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

The following principal accounting policies have been applied:

#### 2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiary ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the Group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 01 April 2015.

#### 2.3 Going concern

The Group's net liabilities at 31 March 2021 were £3,056,506 (2020: net liabilities £1,393,873) of which £3,396,730 was represented by cash reserves (2020: £2,775,568). As the Group is in a research and development phase it has recorded a loss before tax for the year ended 31 March 2021 totaling £1,729,246 (2020: £2,840,163). During this stage of its lifecycle the Group is likely to remain in a net operating cash outflow position and, therefore, will require further investment.

The Directors have prepared budgets and forecasts assessing the required resources to continue in operational existence for the foreseeable future.

The Directors have considered the impact of the global Covid-19 pandemic on the ability of the Group to continue trading for the foreseeable future. This review has included considering the impact of the pandemic to the date of signing the financial statements and updating financial projections and performing rigorous stress testing on these projections in respect of the Group's plans for the future. Based on this review the Directors believe that the financial statements have been prepared appropriately on a going concern basis.

## 2. Accounting policies (continued)

### 2.4 Foreign currency translation

**Functional and presentation currency**

The Group and Company's functional and presentational currency is GBP, rounded to the nearest pound.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

## 2. Accounting policies (continued)

### 2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

**Rendering of services**

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

Turnover on fixed price contracts is generally recognised as contract activity progresses so that for incomplete contracts it reflects the partial performance of the contractual obligations unless exceptance criteria apply. For such contracts the amount of turnover reflects the accruals of the right to consideration by reference to the value of the work performed. Turnover not billed to client is included in debtors as unbilled receivables.

Revenue from licence subscriptions fees, hosting and customer support is invoiced in advance and spread over the period to which the service relates. Revenue from perpetual licences is recognised when the licence is initiated.

Revenue from initial software set-up and from development work is recognised on completion of the the service.

Revenue for consultancy and professional services is recognised when the service is provided.

### 2.6 Operating leases: the Group as lessee

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

### 2.7 Interest income

Interest income is recognised in profit or loss using the effective interest method.

### 2.8 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

## 2. Accounting policies (continued)

### 2.9 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

### 2.10 Pensions

**Defined contribution pension plan**

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

### 2.11 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

The Group has made claims for Research and Development tax credits for qualifying activities in the UK. The claim for the year ended 31 March 2016 was not deemed sufficiently certain for recognition in the financial statements. The claim was received during the year ended 31 March 2018 and therefore has been recognised during that accounting period.

After 31 March 2016, the claims for Research and Development tax credits have been recognised on an accruals basis as they were deemed sufficiently certain.

### 2.12 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

| | | | |
|---|---|---|---|
| Leasehold improvement | - | 10% | straight line |
| Fixtures and fittings | - | 25% | straight line |
| Computer equipment | - | 33% | straight line |

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

## 2. Accounting policies (continued)

### 2.13 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

### 2.14 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

### 2.15 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

### 2.16 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

### 2.17 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

### 2.18 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

## 3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimations means that actual outcomes could differ from those estimates.

The following judgements have had the most significant effect on amounts recognised n the financial statements.

**Dilapidation Provision**

Included in the accounts is a provision related to the cost of dilapidations in respect of the Company's office building. This represents management's best estimate at the balance sheet date of the costs required to meet this future obligation.

## 4. Employees

The average monthly number of employees, including directors, during the year was 57 (2020 - 54).

## 5. Tangible fixed assets

**Group**

| | Leasehold improvements | Fixtures and fittings | Computer equipment | Total |
|---|---|---|---|---|
| | £ | £ | £ | £ |
| **Cost or valuation** | | | | |
| At 1 April 2020 | **76,498** | **62,713** | **103,633** | **242,844** |
| Additions | **-** | **-** | **12,455** | **12,455** |
| Exchange adjustments | **-** | **-** | **(1,655)** | **(1,655)** |
| At 31 March 2021 | **76,498** | **62,713** | **114,433** | **253,644** |
| **Depreciation** | | | | |
| At 1 April 2020 | **21,299** | **43,467** | **73,869** | **138,635** |
| Charge for the year on owned assets | **7,650** | **14,140** | **18,934** | **40,724** |
| Exchange adjustments | **-** | **-** | **(1,202)** | **(1,202)** |
| At 31 March 2021 | **28,949** | **57,607** | **91,601** | **178,157** |
| **Net book value** | | | | |
| At 31 March 2021 | **47,549** | **5,106** | **22,832** | **75,487** |
| **At 31 March 2020** | 55,199 | 19,246 | 29,764 | 104,209 |

## 5. Tangible fixed assets (continued)

**Company**

| | Leasehold improvements | Fixtures and fittings | Computer equipment | Total |
|---|---|---|---|---|
| | £ | £ | £ | £ |
| **Cost or valuation** | | | | |
| At 1 April 2020 | **76,498** | **62,713** | **87,610** | **226,821** |
| Additions | **-** | **-** | **9,535** | **9,535** |
| At 31 March 2021 | **76,498** | **62,713** | **97,145** | **236,356** |
| **Depreciation** | | | | |
| At 1 April 2020 | **21,299** | **43,467** | **62,235** | **127,001** |
| Charge for the year on owned assets | **7,650** | **14,140** | **15,800** | **37,590** |
| At 31 March 2021 | **28,949** | **57,607** | **78,035** | **164,591** |
| **Net book value** | | | | |
| At 31 March 2021 | **47,549** | **5,106** | **19,110** | **71,765** |
| **At 31 March 2020** | 55,199 | 19,246 | 25,375 | 99,820 |

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

## 6. Fixed asset investments

**Company**

| | Investments in subsidiary companies |
|---|---|
| | £ |
| **Cost or valuation** | |
| At 1 April 2020 | **71** |
| At 31 March 2021 | **71** |

**Subsidiary undertaking**

The following was a subsidiary undertaking of the Company:

| Name | Registered office | Principal activity | Class of shares | Holding |
|---|---|---|---|---|
| Preservica Inc | United States of America | Provision of software | Ordinary | 100 % |

## 7. Debtors

| | Group 2021 | Group 2020 | Company 2021 | Company 2020 |
|---|---|---|---|---|
| | £ | £ | £ | £ |
| Trade debtors | **696,827** | 1,122,609 | **341,513** | 711,535 |
| Amounts owed by group undertakings | **-** | - | **3,153,375** | 2,261,101 |
| Other debtors | **515,997** | 528,493 | **509,815** | 517,522 |
| Prepayments and accrued income | **116,720** | 194,109 | **79,317** | 134,500 |
| Tax recoverable | **52,196** | 58,215 | **-** | - |
| | **1,381,740** | 1,903,426 | **4,084,020** | 3,624,658 |

Amounts owed by group undertakings are non interest bearing and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

## 8. Cash and cash equivalents

| | Group 2021 £ | Group 2020 £ | Company 2021 £ | Company 2020 £ |
|---|---|---|---|---|
| Cash at bank and in hand | **3,396,730** | 2,775,568 | **2,744,300** | 2,695,639 |
| | **3,396,730** | 2,775,568 | **2,744,300** | 2,695,639 |

## 9. Creditors: Amounts falling due within one year

| | Group 2021 £ | Group 2020 £ | Company 2021 £ | Company 2020 £ |
|---|---|---|---|---|
| Trade creditors | **398,254** | 223,507 | **315,138** | 199,667 |
| Amounts owed to group undertakings | **-** | - | **154,053** | 55,083 |
| Other taxation and social security | **207,801** | 166,236 | **207,801** | 166,236 |
| Other creditors | **7,879** | 740 | **5,946** | 680 |
| Accruals and deferred income | **4,468,599** | 3,698,593 | **2,826,922** | 2,317,046 |
| | **5,082,533** | 4,089,076 | **3,509,860** | 2,738,712 |

Amounts owed to group undertakings are non interest bearing and repayable on demand.

## 10. Creditors: Amounts falling due after more than one year

| | Group 2021 £ | Group 2020 £ | Company 2021 £ | Company 2020 £ |
|---|---|---|---|---|
| Debentures loans | **2,500,000** | 2,000,000 | **2,500,000** | 2,000,000 |
| Other creditors | **239,930** | - | **50,000** | - |
| | **2,739,930** | 2,000,000 | **2,550,000** | 2,000,000 |

Preference loan stock is repayable after a period of five years from its first issue. £2,000,000 of the loan stock was issued in 2018 and accrues interest at a rate of 9% per annum, payable quarterly in arrears. The remaining £500,000 was issued in 2020, and accrues interest at a rate of 8% per annum, payable quarterly in arrears.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

## 11. Provisions

**Group**

| | Dilapidation provision | Total |
|---|---|---|
| | £ | £ |
| At 1 April 2020 | **88,000** | **88,000** |
| **At 31 March 2021** | **88,000** | **88,000** |

**Company**

| | Dilapidation provision | Total |
|---|---|---|
| | £ | £ |
| At 1 April 2020 | **88,000** | **88,000** |
| **At 31 March 2021** | **88,000** | **88,000** |

The dilapidation provision relates to an estimate of costs for restoration, repair and redecoration of the Company's leased premises at the termination of the leases in accordance with the terms of the lease agreements.

## 12. Share capital

| | 2021 | 2020 |
|---|---|---|
| | £ | £ |
| **Allotted, called up and fully paid** | | |
| 4,262,706 (2020 - 4,262,700) A Ordinary shares of £0.0001- each | **426.27** | 426.27 |
| 4,236,219 (2020 - 8,255,200) B Ordinary shares of £0.0001- each | **423.62** | 825.52 |
| 1,691,085 (2020 - 1,691,100) C Ordinary shares of £0.0001- each | **169.11** | 169.11 |
| 466,667 (2020 - 466,700) D Ordinary shares of £0.0001- each | **46.67** | 46.67 |
| 4,059,720 (2020 - 4,059,700) E Ordinary shares of £0.0001- each | **405.97** | 405.97 |
| 10,000 (2020 - ) Preference shares of £0.0001- each | **1.00** | - |
| | **1,472.64** | 1,873.54 |

On 28 September 2020, the Company issued 10,000 preference shares for a total consideration of £2,000,000.

On 9 November 2020, Share Premium was reduced by £7,180,136 and transferred to the Profit and Loss Account as distributable reserves. On 11 February 2021, the Company repurchased 4,019,010 B shares out of distributable reserves for a total of £402, reducing share capital by the same amount. These shares were then cancelled.

## NOTES TO THE FINANCIAL STATEMENTS
## FOR THE YEAR ENDED 31 MARCH 2021

### 13. Share based payments

The Group operates an EMI share option scheme. During the year options were granted to employees of the Group to purchase D Ordinary shares.

During the year ended 31 March 2021, 200,000 options were issued (2020: 466,400).

During the year ended 31 March 2021, no options were exercised (2020: no options were exercised).

At the balance sheet date 2,629,733 share options were outstanding (2020: 2,429,733).

The options at the year end had an exercise price of £0.0001 per share.

No charge has been recognised in relation to share based payments (2020: £nil).

### 14. Pension commitments

The Group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £209,348 (2020: £193,747). Contributions totaling £1,879 (2020: £nil) were payable to the fund at the balance sheet date.

### 15. Commitments under operating leases

At 31 March 2021 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

| | **Group 2021 £** | Group 2020 £ | **Company 2021 £** | Company 2020 £ |
|---|---|---|---|---|
| Not later than 1 year | **45,421** | 70,550 | **45,421** | 49,550 |
| Later than 1 year and not later than 5 years | **-** | 45,421 | **-** | 45,421 |
| | **45,421** | 115,971 | **45,421** | 94,971 |

### 16. Related party transactions

The Group has taken advantage of the exemption under Section 33 of FRS 102 from disclosing transactions with wholly owned group companies.

During the year the Company made purchases totalling £46,334 (2020: £54,955) from Mobeus Equity Partners LLP, a company with a common Director. At the balance sheet date, the Company owed Mobeus Equity Partners LLP £3,615 (2020: £3,575) in respect of services provided.

### 17. Post balance sheet events

The Pay Protection Programme balance £189,955 was forgiven post year end. This is held within other creditors due in more than one year as at 31 March 2021.

### 18. Controlling party

In the opinion of the Directors there is no ultimate controlling party.

## NOTES TO THE FINANCIAL STATEMENTS
## FOR THE YEAR ENDED 31 MARCH 2021

### 19. Auditor's information

The auditor's report on the financial statements for the year ended 31 March 2021 was unqualified.

The audit report was signed on 19 August 2021 by Sue Staunton MA FCA CF (Senior statutory auditor) on behalf of James Cowper Kreston.

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.