

Company Registration No. 02498901 (England and Wales)

SIRSI LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022
PAGES FOR FILING WITH REGISTRAR

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SIRSI LIMITED

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SIRSI LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2022

		2022		2021	
	Notes	£	£	as restated	£
Fixed assets					
Tangible assets	4		260,270		193,200
Investments	5		72,778		72,778
			<u>333,048</u>		<u>265,978</u>
Current assets					
Debtors	7	1,966,912		1,753,334	
Cash at bank and in hand		851,883		1,331,069	
		<u>2,818,795</u>		<u>3,084,403</u>	
Creditors: amounts falling due within one year	8	<u>(3,591,455)</u>		<u>(4,249,329)</u>	
Net current liabilities			<u>(772,660)</u>		<u>(1,164,926)</u>
Total assets less current liabilities			<u>(439,612)</u>		<u>(898,948)</u>
Creditors: amounts falling due after more than one year	9		(234,362)		-
Provisions for liabilities			<u>(23,283)</u>		<u>(4,880)</u>
Net liabilities			<u><u>(697,257)</u></u>		<u><u>(903,828)</u></u>
Capital and reserves					
Called up share capital	11		670		670
Profit and loss reserves			<u>(697,927)</u>		<u>(904,498)</u>
Total equity			<u><u>(697,257)</u></u>		<u><u>(903,828)</u></u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

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

The financial statements were approved by the board of directors and authorised for issue on 15 September 2023 and are signed on its behalf by:

J K Martin
Director

Company Registration No. 02498901

SIRSI LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

	Share capital	Profit and loss reserves	Total
	£	£	£
As restated for the period ended 31 December 2021:			
Balance at 1 January 2021	670	(648,296)	(647,626)
Prior year adjustment (note 15)	-	(432,401)	(432,401)
As restated	670	(1,080,697)	(1,080,027)
Year ended 31 December 2021:			
Profit and total comprehensive income for the year	-	176,199	176,199
Balance at 31 December 2021	670	(904,498)	(903,828)
Year ended 31 December 2022:			
Profit and total comprehensive income for the year	-	206,571	206,571
Balance at 31 December 2022	670	(697,927)	(697,257)

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

Company information

Sirsi Limited is a private company limited by shares incorporated in England and Wales. The registered office is 5A Wenta Business Centre, Colne Way, Watford, England, WD24 7ND.

1.1 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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 £1.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

1.2 Prior period error

See note 15 for details of the prior period adjustment.

1.3 Going concern

These financial statements are prepared on the going concern basis. The directors have a reasonable expectation that the company will continue in operational existence for the foreseeable future. However, the directors are aware of certain material uncertainties which may cause doubt on the company's ability to continue as a going concern.

The directors regularly review and update profit projections and cash flow forecasts to determine and ensure the company has sufficient cash reserves to enable it to meet its liabilities as they fall due. The company also has the continuing support of its parent company and there is a support letter in place.

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for a period of not less than one year from the date of approval of these financial statements. As a result the directors consider it appropriate to adopt the going concern basis of accounting in preparing these financial statements.

However, the company is reliant on its parent and wider group to continue trading activities. The parent company has material banking facilities falling due for renewal within 12 months of approval of these financial statements. At this stage, this refinancing is not yet complete and if it is unsuccessful, it may cast significant doubt over the group's and therefore company's ability to continue to trade as a going concern.

1.4 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for 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.

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Revenue from contracts for the set-up and installation library platforms services is recognised by reference to the stage of completion when the stage of completion, both costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly costs evaluated by project managers on the basis of the stage of functionality of the platform including that of labour and direct costs, 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.

Revenue from contracts for the provision of maintenance, licensing and subscription services is recognised by the reference to the timely realisation basis. The stage of completion is calculated by straight-line pro-rata method of number of months realised over the total length of the contract, usually 12 months.

1.5 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 land and buildings	over the life of lease
Office equipment	3 to 5 years
Fixtures and fittings	5 years

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.

1.6 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.7 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible 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.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet 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.

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include 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 transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

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 creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, 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. Financial liabilities classified as payable within one year are not amortised.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the 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.

1.10 Taxation

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Provisions

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation. Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value, the unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

1.12 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.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.14 Leases

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.

1.15 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

3 Employees

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

	2022 Number	2021 Number
Total	36	39

4 Tangible fixed assets

	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 January 2022	109,661	1,086,687	1,196,348
Additions	-	219,269	219,269
Disposals	(109,661)	(319,486)	(429,147)
At 31 December 2022	-	986,470	986,470
Depreciation and impairment			
At 1 January 2022	86,778	916,370	1,003,148
Depreciation charged in the year	16,606	129,269	145,875
Eliminated in respect of disposals	(103,384)	(319,439)	(422,823)
At 31 December 2022	-	726,200	726,200
Carrying amount			
At 31 December 2022	-	260,270	260,270
At 31 December 2021	22,883	170,317	193,200

5 Fixed asset investments

	2022 £	2021 £
Shares in group undertakings and participating interests	72,778	72,778

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

6 Subsidiaries

Details of the company's subsidiaries at 31 December 2022 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Sirsi Iberia S.L	Spain	Ordinary	100.00
SirsiDyinx SASU	France	Ordinary	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £	Profit/(Loss) £
Sirsi Iberia S.L	185,158	6,589
SirsiDyinx SASU	708,408	15,309

7 Debtors

	2022 £	2021 as restated £
Amounts falling due within one year:		
Trade debtors	505,641	581,129
Amounts owed by group undertakings	331,405	328,125
Other debtors	79,370	88,888
Prepayments and accrued income	726,897	755,192
	<u>1,643,313</u>	<u>1,753,334</u>
Amounts falling due after more than one year:		
Deferred tax asset (note)	323,599	-
	<u>1,966,912</u>	<u>1,753,334</u>
Total debtors	<u>1,966,912</u>	<u>1,753,334</u>

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

8 Creditors: amounts falling due within one year

	2022	2021 as restated
	£	£
Trade creditors	12,141	21,011
Amounts owed to group undertakings	364,961	696,117
Taxation and social security	187,400	163,572
Deferred income	2,807,421	3,211,040
Other creditors	61,138	-
Accruals	158,394	157,589
	<u>3,591,455</u>	<u>4,249,329</u>

9 Creditors: amounts falling due after more than one year

	2022	2021
	£	£
Other creditors	234,362	-
	<u>234,362</u>	<u>-</u>

10 Retirement benefit schemes

	2022	2021
	£	£
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	85,524	86,960
	<u>85,524</u>	<u>86,960</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.

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £85,524 (2021: £86,960).

Contributions totalling nil (2021: nil) were payable to the scheme at the end of the year are included in creditors.

11 Called up share capital

	2022 Number	2021 Number	2022 £	2021 £
Ordinary share capital Issued and fully paid				
Ordinary shares of £1 each	670	670	670	670
	<u>670</u>	<u>670</u>	<u>670</u>	<u>670</u>

12 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

12 Audit report information

(Continued)

The senior statutory auditor was Selwyn Arnold BA(Hons) FCA and the auditor was Sobell Rhodes Audit Limited.

13 Financial commitments, guarantees and contingent liabilities

The total amount of financial commitments not included in the balance sheet was £122,730 in respect of a new server installed after year end.

14 Operating lease commitments

Lessee

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

2022	2021
£	£
295,500	356,638
<u> </u>	<u> </u>

15 Parent company

The ultimate parent undertaking is SD Intermediate Inc, a company incorporated in the USA. SD Intermediate Inc is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements but does not make those accounts publicly available.

The company's immediate parent is Sirsi Corporation, incorporated in USA.

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

16 Prior period adjustment

Changes to the balance sheet

	As previously reported £	Adjustment £	As restated at 31 Dec 2021 £
Current assets			
Debtors due within one year	1,992,211	(238,877)	1,753,334
Creditors due within one year			
Other creditors	(499,140)	(375,577)	(874,717)
Deferred income	(3,393,093)	182,053	(3,211,040)
Net assets	(471,427)	(432,401)	(903,828)
	<u> </u>	<u> </u>	<u> </u>
Capital and reserves			
Profit and loss reserves	(472,097)	(432,401)	(904,498)
	<u> </u>	<u> </u>	<u> </u>

Changes to the profit and loss account

	As previously reported £	Adjustment £	As restated £
Period ended 31 December 2021			
Profit for the financial period	176,199	-	176,199
	<u> </u>	<u> </u>	<u> </u>

Reconciliation of changes in equity

	1 January 2021 £	31 December 2021 £
Adjustments to prior year		
Reversal of historical adjustments	-	(432,401)
Equity as previously reported	(647,626)	(471,427)
	<u> </u>	<u> </u>
Equity as adjusted	(647,626)	(903,828)
	<u> </u>	<u> </u>
Analysis of the effect upon equity		
Profit and loss reserves	-	(432,401)
	<u> </u>	<u> </u>

Reconciliation of changes in profit for the previous financial period

	2021 £
Total adjustments	-
Profit as previously reported	176,199
	<u> </u>
Profit as adjusted	176,199
	<u> </u>

SIRSI LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

16 Prior period adjustment

(Continued)

Notes to reconciliation

During the year ended 31 December 2022 the directors became aware that some intercompany balances and deferred income balances had been historically adjusted incorrectly. These adjustments have therefore been reversed and the prior year balances have been restated accordingly. See above for details on the impact of this adjustment to debtors, creditors and equity. There is no impact on the prior year profit and loss account.

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.