

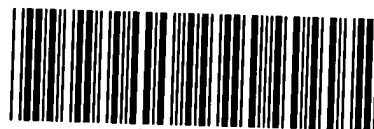
Company Registration No. 03261946

Fruition Partners UK Limited

Annual report and financial statements

For the financial year from 1 April 2020 to 31 March 2021

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Fruition Partners UK Limited

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Fruition Partners UK Limited

Officers and professional advisers

Directors

C N Halbard Appointed on 7 April 2020
S J Turpie
M C Woodfine

Company secretary

M C Woodfine

Registered office

Royal Pavilion
Wellesley Road
Aldershot
Hampshire
GU11 1PZ

Principal bankers

Lloyds bank Plc
Princess House
1, Suffolk lane,
London,
EC4R 0AX

Principal legal advisers

Vistra Corporate Law Limited
First Floor
10 Temple Back
Bristol
BS1 6FL

Auditor

Deloitte LLP
Statutory Auditor
1 Station Square
Cambridge, CB1 2GA
United Kingdom

Fruition Partners UK Limited

Strategic report

The directors present their Strategic report on the Company for the financial year ended 31 March 2021. In preparing the Strategic report, the directors have complied with Section 414c of the Companies Act 2006.

Fruition Partners UK Limited ("the Company") is a private company incorporated in the United Kingdom under the Companies Act 2006, limited by shares and registered in England and Wales. The Company's registered and principal address is Royal Pavilion, Wellesley Road, Aldershot, Hampshire, GU11 1PZ.

The Company is an indirect subsidiary of DXC Technology Company (DXC), a publicly listed company incorporated in the United States of America and listed on the New York Stock Exchange and direct subsidiary of DXC UK International Operations Limited (the parent), a private limited company incorporated in the United Kingdom and a fellow undertaking within the DXC Technology Company Group (the Group).

Business review

The Company continues to engage in the provision of information technology consultancy services, support services and the licensing of software products.

During the financial year ended 31 March 2021, DXC determined it would develop client and partner relationships, strengthening its position in the marketplace and solidifying the Company's long-term growth strategy.

The financial statements for the financial year 1 April 2020 to 31 March 2021 are set out on pages 11 to 27. A loss for the financial year of £32,560,000 (2020: profit of £256,000) has been transferred to reserves.

Key transaction taking place during the financial year ended 31 March 2021 is as follows:

- TESM Limited, the subsidiary of the Company has transferred its business to the Company with effect from 1 August 2020 resulting in overall increase in its operations during the year. As a result of the business transfer, out of the £44,818,000 investments held by the Company in TESM Limited £38,360,995 has been transferred to goodwill and the remaining balance is carried in investments. In current financial year, impairment losses of goodwill recognized in statement of profit and loss is £36,879,170. There is increase in revenue as a result of business transfer is £6,536,000.
- As a result of this transfer, the amounts payable to TESM in the form of deferred payments as agreed at the time of acquisition has been reviewed which has resulted in the write down of this liability by £5,012,000. Refer note 14 & 15 for further details.
- Fruition Partners UK Holdco Limited has transferred the investments held in the Company to DXC UK International Operations Limited making it the Company's parent as at 31 March 2021. Refer note 16 for further details.
- The Company has reduced its share capital and share premium accounts in July 2020 by £37,001,000 and £37,915,000 respectively resulting in the share capital to be carried at £1. Refer note 16 for further details.

Risk management objectives and policies

Performance and finance risk management is an integral part of the Company's management processes. Policies designed to identify, manage and limit both existing and possible risks are applied at various management levels. The principal and financial risks and uncertainties of the Company are:

- **Performance risk**

This is the risk identified that the Company will fail to meet its contractual obligations in connection with revenue generating activity, for example, by reference to the quality of work performed, the level of costs compared to forecast or delivery within an agreed timeframe. The Company is engaged on a wide range of contracts; with the successful delivery of all contracts being controlled and managed through the Company's operating structure. In delivering these contracts, rigorous processes have been established to monitor and manage potential risk exposure. These procedures include frequent reviews with a focus on issues affecting delivery and the impact of costs to completion and forecast revenue.

- **Credit risk**

The scale of some of the Company's projects mean that credit exposure to individual clients can at times be significant. It has a wide spread of clients across countries and across the public and private sectors, although most of the Company's operations are undertaken in the UK on behalf of UK based organisations. Policies are in place to ensure that contracts are only undertaken with clients having an appropriate financial standing and on a basis that gives rise to a commercially appropriate cash flow profile.

COVID-19

In relation to COVID-19, management constantly monitors the effects of the outbreak globally and the potential impact on the business. The outbreak increases uncertainty about the future prospects of the company with key risk areas identified as liquidity, customer's ability to pay and possible operational disruption. The company is part of the DXC group, and management have considered these risks in the context of Group's ability to respond and mitigate these risks.

The DXC Group has a strong liquidity position which will allow it to sustain the business throughout periods of heightened uncertainty. The group actively manages cash flow by taking steps to minimize short term debt and working capital to maximise cash.

Fruition Partners UK Limited

Strategic report (continued)

Risk management, objectives and policies (continued)

COVID-19 (continued)

Customer ability to pay has not had a material impact up to date of signing the accounts and is constantly monitored in case action is required.

Senior leadership in DXC is actively managing response through a COVID-19 Response Team that meets on a regular basis to deal with all operational issues as and when they arise.

There has been minimal operational disruption as IT infrastructure already in place has enabled nearly all office staff to quickly switch to a “working from home” model. Where this has not been possible to meet our customer’s requirements steps have been implemented to provide COVID-19 safe workplaces meaning business continues.

Management is actively taking steps to ensure the protection and retention of staff and the associated corporate memory that are crucial to the company’s ability to weather this crisis and to rebuild when the opportunity arises.

Brexit

DXC Technology ran a detailed programme to prepare itself and its clients for the end of the EU / UK transition period at the start of the year. A cross disciplinary team across nine workstreams worked to ensure over 200 actions were managed effectively and an escalation process was created to ensure the resources and focus required to deal with any unanticipated eventuality were available.

These detailed preparations were independently assessed by global law firm, Eversheds Sutherland, who provided feedback to DXC’s leadership team independent of the internal Brexit Readiness team. Their feedback, alongside reports from key public and private sector clients, show that DXC was highly successful in its preparations.

This is demonstrated by the fact that the end of the transition period resulted in no material increases in costs, no service or supply disruption and no significant commercial issues. Some measures taken in response to the end of the transition period have had wider application in other areas of the business - particularly as regards global trade policy – to such an extent that costs are now lower than they were prior to 1 January 2021.

Lessons learned, including newly improved processes such as engaging subject matter expertise, information sharing between region, clearly communicated expectations, prioritizing work, collaboration are now being shared outside of the UK/IMEA and NCE regions so that these benefits can be realized globally.

Impairment and valuation risk of investments is dependent on the performance of the underlying group. The directors therefore perform annual impairment assessments on investment balances. The Company has not recognized any impairment loss for current year.

Further details on other business risks and uncertainties can be found in Section 1A of the DXC’s consolidated financial statements for the year ended 31 March 2021, which are available to the public and may be obtained from the Company’s website www.dxc.technology.

Future developments

At the date of the annual report, the directors are not aware of any likely changes in the Company’s activities in the foreseeable future.

The Company will continue to act as a trading company on the service-now platform, continuing to provide information technology consultancy services, support services and the licensing services to its customers. The general level of activities is expected to increase in FY22 as a result of TISM Limited transferring its business to this Company on 1 August 2020.

In relation to COVID-19, Management recognise the degree of uncertainty created by the resulting economic impact and is continuously monitoring the situation, taking all necessary steps to protect its employees, customers and stakeholders.

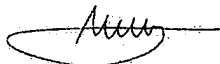
Fruition Partners UK Limited

Strategic report (continued)

Key performance indicators

The Company is managed by the UKIIMEA (UK, Ireland, Israel, Middle East and Africa) regional management team. The performance and results for all entities are analysed on a worldwide DXC measurement basis, at a business unit and sector level. For this reason, the directors of the Company believe that analysis using key performance indicators is not appropriate for an understanding of the development, performance or position of the business shown in these financial statements.

Approved by the board and signed on its behalf by:



M C Woodfine
Director
9 December 2021

Registered office
Royal Pavilion
Wellesley Road
Aldershot
Hampshire
GU11 1PZ

Fruition Partners UK Limited

Directors' report

The directors present the Annual Report on the affairs of the Company, together with the audited financial statements for the financial year 1 April 2020 to 31 March 2021.

Principal activity

The Company continues to provide computer consultancy, systems integration and computer outsourcing services.

Future developments

Future developments have been detailed in the Strategic report on page 3 and form part of this report by cross reference.

Events since the reporting date

Details of the significant events after the balance sheet date are contained in note 19 to the financial statements.

Research and development

No research and development costs were incurred during the financial year (2020: £nil).

Branches outside the UK

The Company has no branches outside the UK as defined in section 1046 (3) of the Companies Act 2006.

Financial risk management objectives and policies

Performance and finance risk management is an integral part of the Company's management processes. Details of the Company's risk management objectives and policies are set out in the Strategic report on pages 2 and 3 and forms part of this report by cross reference.

Dividends

No dividend was declared or paid during the financial year and up to date of approval of this report (2020: £nil).

Directors

The following were directors of the Company during the financial year and up to the date of this report, except as noted:

C N Halbard	Appointed on 7 April 2020
S J Turpie	
M C Woodfine	
T A Gough	Resigned on 7 April 2020

No qualifying third-party indemnity provisions were made by the Company during the year for the benefit of its directors.

Political contribution

The Company made no political donations during the financial year (2020: £nil).

Going concern

The Company has a loss, however reports net assets which included cash and cash equivalent balance of £35.8 million, thus the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Confirmation has been provided by the parent company that it will continue to support the operations going forward for at least 12 months from the date of signing these financial statements. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

In relation to COVID-19, Management is continuously monitoring the position and taking all necessary steps to protect its employees, customers and stakeholders. A going concern impacts assessment has been completed that analysed DXC's current and future cash resources, access to existing and new financing facilities, including revolving facilities, the government support measures that have been announced and the customer base of the Group. These are set out in detail within the Strategic Report.

As a result, Management have a reasonable expectation of the Company's and DXC's viability over the period of assessment and obtained letter of support from the ultimate parent company, thus concluded that there are currently no impediments of identifying the Company other than as a going concern.

Further details regarding the adoption of the going concern basis can be found in the statement of accounting policies in note 2.

Energy and carbon disclosures

Energy and carbon usage reporting requirements for the Company are met by combining the Company's activities with fellow DXC UK group companies into one energy report due to impracticality of reporting individually for the Company. Details can be found in the filings for the main CSC trading company in the UK of CSC Computer Sciences Limited (Registered number 00963578).

Fruition Partners UK Limited

Directors' report (continued)

Employees

Details of the number of employees and related costs can be found in note 6 to the financial statements.

At DXC all aspects of diversity are valued among its employees. The Company understands that a variety of employee perspectives enables it to thrive, to innovate and to be creative bringing better solutions and services to their clients. Therefore, the Company ensures the recognition and contribution all employees regardless of gender, race and ethnicity, mental or physical abilities or religious and LGBTQ+ cultures. This is supported by an Equal Opportunities Policy and the UKI Diversity Steering Group.

The Company's investment in employees is fundamental to a successful workplace and feedback is encouraged. Our DXC colleagues are represented by employee representatives and social stakeholders such as recognised trade unions. This enables the Company to properly inform and involve employees in decision making and problem solving, increasing collaboration, creativity and innovation through dialogue and exchange of views.

The Company recognises the importance of providing a safe working environment for all employees and others who may be affected by the Company's activities. DXC will protect the health and safety of its employees and all other stakeholders through implementation of risk management processes, maintaining a safe work environment, reducing occupational injury and illness risks and promoting employee health and well-being, developing appropriate emergency preparedness and response plans, and providing appropriate health and safety training, information and supervision. This is supported by the DXC Environment, Health & Safety Policy.

Auditor

Deloitte LLP have indicated their willingness to be reappointed for another term. The Company has elected to dispense with the obligation to appoint an auditor annually under the provisions of section 485 to 488 of the Companies Act 2006 and appropriate arrangements have been put in place for them to be deemed reappointed in the absence of an Annual General Meeting.

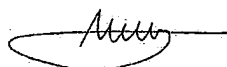
Disclosure of information to auditor

Each director at the date of approval of this report confirms that:

- so far as the directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418(2) of the Companies Act 2006.

Approved by the board and signed on its behalf by:



M C Woodfine
Director
9 December 2021

Registered Office:

Royal Pavilion
Wellesley Road
Aldershot
Hampshire
GU11 1PZ

Fruition Partners UK Limited

Directors' responsibilities statement

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 "Reduced Disclosure Framework". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Fruition Partners UK Limited

For the financial year 1 April 2020 to 31 March 2021

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Fruition Partners UK Limited (the "Company"):

- give a true and fair view of the state of the Company's affairs as at 31 March 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including the "Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the Statement of profit and loss;
- the Balance sheet;
- the Statement of changes in equity; and
- the related notes 1 to 19.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Independent auditor's report to the members of Fruition Partners UK Limited (continued)

For the financial year 1 April 2020 to 31 March 2021

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the Company's industry and its control environment and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions and tax legislations; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty. These included health and safety regulations, data protection act and anti corruption regulations.

We discussed among the audit engagement team including relevant internal specialists such as IT, Valuation specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address it are described below:

- *Completeness of revenue from customers of subsidiary's business taken over during the year have been identified as potential area of fraud.* In response to the risk, we have tested the design and implementation of the relevant controls around the revenue recognition. Our substantive testing procedures included performing performing analytical procedures in respect of subsidiaries customers to the company and obtaining the relevant underlying contracts for the customers (whether novated or not).

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

Independent auditor's report to the members of Fruition Partners UK Limited (continued)

For the financial year 1 April 2020 to 31 March 2021

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

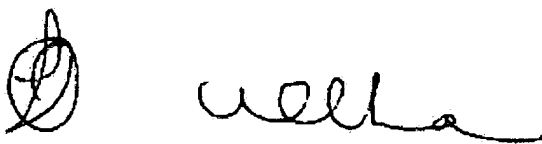
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

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



Lee Welham, FCA (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Cambridge, United Kingdom

10 December 2021

Fruition Partners UK Limited

Statement of profit and loss

For the financial year from 1 April 2020 to 31 March 2021

	Notes	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
Revenue	4	19,221	9,366
Cost of sales		(20,202)	(9,394)
Gross loss		(981)	(28)
Administrative expenses		(130)	(11)
Other operating income/(expense)		5,399	(19)
Exceptional items	9	(36,879)	-
Operating loss	5	(32,591)	(58)
<i>Analysed between:</i>			
Operational profit before exceptional item		4,288	58
Exceptional item – Goodwill Impairment	9	(36,879)	-
Finance income	7	31	314
(Loss)/profit before taxation		(32,560)	256
Tax on (loss)/profit	8	-	-
(Loss)/profit for the financial year		(32,560)	256

The above results are wholly attributable to continuing activities.

There is no profit or loss for the current or previous financial year, other than shown above. Accordingly, no Statement of Comprehensive Income has been presented.

The notes on pages 14 to 27 form part of these financial statements.

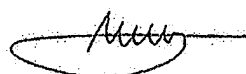
Fruition Partners UK Limited

Balance sheet As at 31 March 2021

		At 31 March 2021 £'000	At 31 March 2020 £'000
Assets	Note		
Non-current assets			
Intangible assets	9	1,482	-
Tangible assets	10	7	11
Investments in subsidiaries	11	6,457	44,818
Trade and other receivables	13	287	292
Total non-current assets		8,233	45,121
Current assets			
Trade and other receivables	12	8,501	4,609
Cash at bank and in hand		35,843	44,346
Total current assets		44,344	48,955
Total assets		52,577	94,076
Liabilities			
Current liabilities			
Trade and other payables	14	(10,146)	(8,468)
Total current liabilities		(10,146)	(8,468)
Net current assets		34,198	40,487
Total assets less current liabilities		42,431	85,608
Non-current liabilities			
Trade and other payables	15	(11)	(10,628)
Total non-current liabilities		(11)	(10,628)
Total liabilities		(10,157)	(19,096)
Net assets		42,420	74,980
Equity			
Share capital	16	-	37,001
Share premium		-	37,915
Profit and loss account		42,420	64
Total equity		42,420	74,980

The notes on pages 14 to 27 form part of these financial statements.

These financial statements of Fruition Partners UK Limited (registered number 03261946) on pages 11 to 27 were approved and authorised for issue by the Board of Directors on 9 December 2021 and signed on its behalf by:



M C Woodfine
Director

Fruition Partners UK Limited

Statement of changes in equity

For the financial year from 1 April 2020 to 31 March 2021

	Share capital £'000 (Note 15)	Share premium £'000	Profit and loss account £'000	Total £'000
Balance as at 1 April 2019	37,001	37,915	(192)	74,724
Profit and total comprehensive income for the financial year	-	-	256	256
Balance as at 31 March 2020	37,001	37,915	64	74,980
Loss and total comprehensive expense for the financial year	-	-	(32,560)	(32,560)
Capital reduction	(37,001)	(37,915)	74,916	-
Balance as at 31 March 2021	-	-	42,420	42,420

The notes on pages 14 to 27 form part of these financial statements.

Share premium account represents the excess of the issue price over the par value on shares issued less transaction costs arising on issue.

Profit and loss account represents accumulated retained earnings.

The Company has reduced its share capital and share premium accounts in July 2020 by transferring to profit and loss account £37,001,000 and £37,915,000 resulting in the capital being held at £1 (10 ordinary shares at £0.1 each). Refer note 15 for further details.

Fruition Partners UK Limited

Notes to the financial statements

For the financial year from 1 April 2020 to 31 March 2021

1) Basis of accounting and general information

Fruition Partners UK Limited ("the Company") principal activity is provision of computer consultancy, systems integration and computer outsourcing services.

The Company is a private company and is incorporated in the United Kingdom under the Companies Act 2006, limited by shares and registered in England and Wales. The Company's registered and principal address is Royal Pavilion, Wellesley Road, Aldershot, Hampshire, GU11 1PZ.

2) Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the financial years presented, unless otherwise stated.

Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the FRC. The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" ("FRS 101"). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The preparation of the financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101. Where relevant, equivalent disclosures have been given in the consolidated financial statements of the ultimate parent company, DXC Technology Company ("DXC"), in relation to:

- the disclosure exemptions from IFRS 7 "Financial Instruments: Disclosures";
- the disclosure exemptions from IFRS 13 "Fair Value Measurement" to the extent that they apply to financial instruments;
- the disclosure exemptions from paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - (ii) paragraph 73(e) of IAS 16 Property, Plant and Equipment; and
 - (iii) paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of the following paragraphs of IAS 1 Presentation of Financial Statements:
 - (i) 10(d) and 111 – a statement of cash flows for the period;
 - (ii) 10(f) – a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements;
 - (iii) 16 – a statement of compliance with IFRS, which is not applicable since we are adopting FRS101 rather than following IFRS in full;
 - (iv) 38A-D and 40A-D – a third balance sheet, statement profit and loss and other comprehensive income, statement of changes in equity and other additional comparative information; and
 - (v) 134-136 – disclosure of management of capital;
- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations;
- the disclosure exemptions from paragraphs 30 and 31 of IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors";
- the requirements of IAS 7 "Statement of Cash Flows";

Fruition Partners UK Limited

Notes to the financial statements (continued) For the financial year from 1 April 2020 to 31 March 2021

2) Summary of significant accounting policies (continued)

Basis of preparation (continued)

- the requirements of paragraphs 17 and 18A of IAS 24 “Related Party Disclosures”;
- the requirements of IAS 24 “Related Parties” to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is party to the transactions is wholly owned by such a member; and
- the requirements of IAS 36 “Impairment of Assets”.

Going concern

The Company's business activities, together with the factors likely to affect its future development, principal risks and uncertainties, performance and position are set out within the Strategic report and Directors report.

The Company has a loss, however reports net assets which included cash and cash equivalent balance of £35.8 million, has positive working capital and forecasts profitable trading into the future; thus, the directors have a reasonable expectation that the Company has adequate access to resources from its continuing trading results, reserves and access to group support that it can continue in operational existence for the foreseeable future for at least 12 months from the date of signing these financial statements.

In relation to COVID-19, Management is continuously monitoring the position and taking all necessary steps to protect its employees, customers and stakeholders. A Going Concern impact assessment has been completed that analysed DXC's current and future cash resources, access to existing and new financing facilities, including revolving facilities, the government support measures that have been announced and the customer base of the Group. These are set out in detail within the Strategic Report.

The directors have a reasonable expectation that the Company, and DXC, have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

New standards, amendments and IFRIC interpretations

The Company has adopted all the new, revised or amending Accounting Standards and Interpretations issued by the Financial Reporting Council ('FRC') that are mandatory for the current reporting year. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements.

- Amendments to IAS 1 and IAS 8 - Definition of material - effective for annual years beginning on or after 1 January 2020.
- Conceptual Framework - Amendments to References to the Conceptual Framework in IFRS Standards - effective for annual years beginning on or after 1 January 2020.

There are no other amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 March 2021 have had a material impact on the Company.

Consolidation

The Company has taken advantage of the exemption under Section 401 to the Companies Act 2006 from the requirement to produce consolidated financial statements since the Company itself is a wholly owned subsidiary undertaking of DXC Technology Company, a Company registered in the United States of America, which itself prepares consolidated financial statements. The financial statements therefore present information as an individual undertaking and not as a group. Copies of the group financial statements of DXC Technology Company are available from 20412 Bashan Drive, Suite 250, Ashburn, VA 20147.

Foreign currency translation

Foreign currency transactions are translated into the functional currency of pound sterling ("GBP") using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of profit and loss. All other foreign exchange gains and losses are presented in the statement of profit and loss within 'Other operating income/expenses'.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

2) Summary of significant accounting policies (continued)

Revenue recognition

Revenue, including intercompany revenue, is measured based on the consideration to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control of a product or service to a customer.

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the Company: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are initially recognised as deferred revenue in the form of a separate contract liability.

Software license

Revenue from perpetual (one-time charge) licensed software is recognised at the inception of the license term. Revenue from term (monthly license charge) arrangements is recognised on a subscription basis over the period that the client is using the license. Revenue from maintenance, unspecified upgrades and technical support are recognised over the period that such items are delivered.

Intercompany

Revenue for work performed for fellow Group companies, where services provided, are recognised at cost plus an arm's length mark-up.

Services

The Company's primary services offerings include application management services, technology infrastructure and system maintenance. These services are provided on a time and material basis, as a fixed price contract or as a fixed price per measure of output contract, and the contract terms are generally for a year.

Revenue from time and material contracts is recognised at the contractual rates as labour hours are delivered and direct expenses are incurred.

The Company performs ongoing profitability analysis of its services contracts in order to determine whether the latest estimates, such as revenue, costs of sales or profits, require updating. If, at any time, these estimates indicate that the contract will be unprofitable, the entire estimated loss for the remainder of the contract is recorded immediately.

In some of the Company's services contracts the Company bills the client prior to performing the services. These balances are held as contract liabilities in the balance sheet until the service is performed. In other services contracts the Company performs the services prior to billing the client. These balances are held as amounts recoverable on contracts in the balance sheet until the client is billed. Billings usually occur in the month after the Company performs the services or in accordance with specific contractual provisions.

Interest income

Interest income is recognised in the statement of profit and loss using the effective interest method.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

2) Summary of significant accounting policies (continued)

Revenue recognition

Current and deferred taxation

The tax expense for the financial period comprises current and deferred tax. Tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholder's funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the date of the balance sheet in the countries where the Company operates and generates taxable income. Provisions are made where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the date of the balance sheet and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting 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.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the financial period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Intangible assets

Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses represents the excess of fair value of the consideration paid over the aggregate fair value of the identifiable assets and liabilities acquired. Goodwill is tested annually for impairment or more frequently if events or changes in circumstances indicate impairment may be required. It is carried at cost less accumulated impairment losses. Impairment losses on goodwill are recognised in the Statement of profit and loss.

Impairment of intangible assets

The carrying value of the intangible asset is reviewed for impairment at the end of the first full year following acquisition and in other periods if event or changes in circumstances indicate that the carrying value may not be recoverable.

Tangible assets

Tangible assets are stated at historical cost less depreciation and any provision for impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of profit and loss during the financial year in which they are incurred.

Depreciation is calculated using the straight-line method to allocate their cost amount to their residual values over their estimated useful lives as follows:

Fixtures and fittings	Straight line over four years
Computer and related equipment	Three to seven years

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

2) Summary of significant accounting policies (continued)

Tangible assets (continued)

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

Investments

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost, less, where appropriate, allowances for impairment.

Impairment of investments

At each reporting date, the Company reviews the carrying amounts of its investments 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 to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss.

Financial assets

Trade and other receivables

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using effective interest method, less any appropriate provision for impairment. The Company applies the IFRS 9 simplified approach to measure the expected credit loss which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

They are included in current assets, except for payment terms greater than twelve months after the end of the reporting period. These are classified as non-current assets.

Contract assets

Contract assets are recognised when the Company has transferred goods or services to the customer but where the Company is yet to establish an unconditional right to consideration. Contract assets are treated as financial assets for impairment purposes.

Impairment of financial assets

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset is impaired. The Company applies the IFRS 9 simplified approach to measure the expected credit loss which uses a lifetime expected loss allowance for all financial assets.

Derecognition of a financial asset

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers, nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and bank overdrafts. In the balance sheet, bank overdrafts are shown within borrowings in current liabilities.

Fruition Partners UK Limited

Notes to the financial statements (continued) For the financial year from 1 April 2020 to 31 March 2021

2) Summary of significant accounting policies (continued)

Tangible assets (continued)

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

Investments

Investments in subsidiaries

Investments in subsidiaries are accounted for at cost, less, where appropriate, allowances for impairment.

Impairment of investments

At each reporting date, the Company reviews the carrying amounts of its investments 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 to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit and loss.

Financial assets

Trade and other receivables

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using effective interest method, less any appropriate provision for impairment. The Company applies the IFRS 9 simplified approach to measure the expected credit loss which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

They are included in current assets, except for payment terms greater than twelve months after the end of the reporting period. These are classified as non-current assets.

Contract assets

Contract assets are recognised when the Company has transferred goods or services to the customer but where the Company is yet to establish an unconditional right to consideration. Contract assets are treated as financial assets for impairment purposes.

Impairment of financial assets

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset is impaired. The Company applies the IFRS 9 simplified approach to measure the expected credit loss which uses a lifetime expected loss allowance for all financial assets.

Derecognition of a financial asset

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers, nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and bank overdrafts. In the balance sheet, bank overdrafts are shown within borrowings in current liabilities.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

2) Summary of significant accounting policies (continued)

Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company for goods and services prior to the end of the financial year and are yet to be paid.

Contract liabilities

Contract liabilities represent the Company's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the Company recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the Company has transferred the goods or services to the customer.

Retirement benefits

Retirement benefits to employees of the Company are funded by contributions from the Company and employees. The Company operates various post-employment schemes, including defined contribution pension plans:

Defined contribution schemes

A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligation to make further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior financial years.

For defined contribution plans, the Company pays contributions to CSC Computer Sciences Limited Pension Scheme, a privately administered pension insurance plans on a voluntary basis. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

3) Critical accounting judgments and key sources of estimation uncertainty

Certain accounting policies are considered to be critical. An accounting policy is considered to be critical if, in the directors' judgement, its selection or application materially affects the financial position or results. The application of the accounting policies also requires the use of estimates and assumptions that affect the financial position or results. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the financial year in which the estimate is revised if the revision affects only that financial year or in the financial year of the revision and future years if the revision affects both current and future financial years.

Below is a summary of areas in which estimation is applied primarily in the context of applying critical accounting policies and judgements.

Critical accounting policies and judgements

Valuation of goodwill

The carrying value of goodwill is re-assessed annually for impairment to ensure goodwill values are substantiated by their recoverable amount.

Key sources of estimation uncertainty

Areas for which there are major sources of estimation uncertainty at the reporting period end that have a significant risk of causing a material adjustment to be made to the carrying value amounts of assets and liabilities are discussed below:

Impairment of investments

Determining whether the Company's investments in subsidiaries have been impaired requires estimations of the investments' values in use. The value in use calculations require the entity to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. The carrying amount of investments in subsidiaries at the balance sheet date was £6,457,000 (2020: £44,818,000) with an impairment loss of £nil recognised during the financial year 2021 (2020: £nil). As part of Hive-up accounting, £38,361,000 has been transferred to goodwill from investment amount of £44,818,000.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

3) Critical accounting judgments and key sources of estimation uncertainty(continued)

Impairment of investments(continued)

Directors considered and assessed the impact of COVID-19 and concluded that it's not expected to result in any material impairments.

4) Revenue

An analysis of revenue by geographical market is given below:

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
United Kingdom	15,664	8,287
United States of America	1,560	18
Other Europe	960	908
Rest of the World	1,037	153
	19,221	9,366

All revenue is generated from rendering of services.

Contract Balances

The following table provides information about the balances of the Company's trade receivables and contract assets and contract liabilities:

	As at 31 March 2021 £'000	As at 31 March 2020 £'000
Trade receivables, net	2,320	1,307
Contract liabilities – short term	2,675	2,888
Contract liabilities – long term	11	16

Contract assets are determined based on the following drivers – milestone billing and invoicing delay which affects the performance of the contract.

Contract liabilities of prior year are recognised as revenue in current year.

Revenue recognised in relation to contract liabilities

The following table shows how much of the revenue recognised in the current reporting period relates to carried forward contract liabilities:

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
Revenue recognised that was included in the contract liabilities balance at the beginning of the period	2,888	3,131

Revenue recognised in relation to prior periods

No revenue has been recognised in the current financial year relating to prior periods.

Fruition Partners UK Limited

Notes to the financial statements (continued) For the financial year from 1 April 2020 to 31 March 2021

5) Operating loss

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
Operating loss is stated after charging		
Foreign currency (gain)/loss	(23)	19
Depreciation on owned assets	4	8
Auditor's remuneration	42	-
Reversal of impairment of receivables	-	(48)

The fees payable to the Company's auditor for the audit of the Company's annual financial statements is £42,000 (2020: £37,000). In FY20, excess accrual in FY19 of £37,000 had been reversed.

6) Employees and directors

Employees

Employee costs during the financial year:

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
Staff costs during the year		
Wages and salaries	10,077	3,436
Social security costs	1,123	566
Other pension costs	787	364
Total staff costs	11,987	4,366

The average monthly number of persons employed by the Company during the financial year was:

	Financial year 1 April 2020 to 31 March 2021 No.	Financial year 1 April 2019 to 31 March 2020 No.
Average number of persons employed		
Managerial and professional	13	10
Sales and operations staff	100	36
	113	46

Directors

Total remuneration borne by other entities

The total amounts paid to the directors amounts to £1,237,000 (2020: £1,431,177) which is borne by CSC Computer Sciences Limited and DXC UK International Limited.

Highest paid director

The highest paid director was paid through CSC Computer Sciences Limited. It is not possible to apportion their payment between the Company and other entities for which they provide services.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

7) Finance income

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
Bank interest	31	314
	<u>31</u>	<u>314</u>

8) Taxation

Current taxation

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
Current Tax		
UK Corporation tax on (loss)/profit for the financial year @ 19% (2020:19%)	-	-
Adjustments in respect of prior financial periods	-	-
	<u>-</u>	<u>-</u>
Total current tax	<u>-</u>	<u>-</u>
Deferred Tax		
Origination and reversal of temporary differences	-	-
	<u>-</u>	<u>-</u>
Total deferred tax charge	-	-
	<u>-</u>	<u>-</u>
Tax on (loss)/profit	<u>-</u>	<u>-</u>

Tax expense for the year is lower (2020: lower) than the standard rate of corporation tax in the UK for the year ended 31 March 2021 of 19% (2020: 19%). The differences are explained below:

	Financial year 1 April 2020 to 31 March 2021 £'000	Financial year 1 April 2019 to 31 March 2020 £'000
(Loss)/profit before tax	(32,560)	256
(Loss)/profit before tax multiplied by standard rate of tax in the UK of 19% (2020: 19%)	(6,186)	49
Effects of:		
- Income not subject to tax	(986)	-
- Impairment not deductible for tax purposes	7,006	-
- Expenses not deductible for tax purposes	-	1
- Transfer pricing adjustments	-	(1)
- Adjustment of tax charge in respect of prior periods	-	(7)
- Remeasurement of deferred tax	-	(4)
- Group relief surrender / (claim)	168	(29)
- Deferred tax not recognised	(2)	(9)
	<u>-</u>	<u>-</u>
Total tax for the year	<u>-</u>	<u>-</u>

The tax rate for the current year is the same as the prior period.

The Finance Act 2020 included legislation to maintain the main rate of corporation tax at 19% rather than reducing it to 17% from 1st April 2020. The change to the main rate was substantively enacted at the balance sheet date.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

8) Taxation (continued)

Deferred taxation

The UK budget on 3rd March 2021 included an increase to the UK's main corporation tax rate to 25%, which is due to be effective from 1st April 2023. These changes were not substantially enacted until 21st June 2021 after the balance sheet date and hence have not been reflected in the measurement of deferred tax balance. The impact of this change is not considered material. Material deferred tax balances likely to reverse post April 2023 have been remeasured in the Financial Statements to reflect this change. The deferred tax figures comprise:

	31 March 2021 Provided £'000	31 March 2021 Unprovided £'000	31 March 2020 Provided £'000	31 March 2020 Unprovided £'000
Fixed asset timing differences	-	14	-	16
Short term timing differences	-	-	-	-
Losses	-	708	-	-
Deferred tax asset	-	722	-	16

Deferred tax assets of £722,000 (2020: £16,000) have not been recognised as the directors consider there to be insufficient evidence of suitable future taxable income against which to recover them.

9) Intangible assets

	Goodwill £'000	Total £'000
Cost		
At 1 April 2020	-	-
Additions	38,361	38,361
At 31 March 2021	38,361	38,361
Accumulated Amortisation		
At 1 April 2020	-	-
Charge for the year	(36,879)	(36,879)
At 31 March 2021	(36,879)	(36,879)
Net book value		
At 31 March 2021	1,482	1,482
At 31 March 2020	-	-

10) Tangible assets

	Furniture and fittings £'000	Computer and related equipment £'000	Total £'000
Cost			
At 1 April 2020 and 31 March 2021	138	323	461
Accumulated depreciation			
At 1 April 2020	138	312	450
Charge for the year	-	4	4
At 31 March 2021	138	316	454
Net book value			
At 31 March 2021	-	7	7
At 31 March 2020	-	11	11

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

11) Investments in subsidiary

	Investments £'000
Cost	
As at 1 April 2020	44,818
Transfer to Goodwill	(38,361)
	<hr/>
At 31 March 2021	6,457
	<hr/>
Net Book value	
As at 31 March 2021	6,457
	<hr/>
As at 31 March 2020	44,818
	<hr/>

The subsidiary, TESM Limited has transferred its business to the Company w.e.f. 1 August 2020 with the exception of DBS customer contract. As part of Hive-up accounting, £38,361,000 has been transferred to goodwill from investment amount of £44,818,000.

Further information relating to the subsidiaries are provided in appendix to note 11 on page 27.

12) Trade and other assets: disclosed as current assets

	31 March 2021 £'000	31 March 2020 £'000
Trade receivables	2,320	1,307
Amount recoverable on contracts	426	462
Amounts due from fellow group undertakings	2,527	811
Other debtors	636	539
Prepayments	2,592	1,490
	<hr/>	<hr/>
	8,501	4,609
	<hr/>	<hr/>

The amounts owed by fellow group undertakings within the DXC Technology Company group of £2,527,000 (2020: £810,925) are unsecured, repayable on demand and are not interest bearing. Major outstanding amounts are due from CSC Computer Sciences Corporation of £863,000, DXC Technology (Middle East) FZ LLC of £681,000 and DXC Technology (Middle East) FZ LLC - Abu Dhabi Branch of £355,000.

Other debtors include sales commission capitalisation of £625,000 (2020: £522,846) net of amortisation.

Trade receivables, contract assets and amount recoverable on contracts are stated after provision for impairment £nil (2020: £682).

13) Trade and other assets: disclosed as non-current assets

	31 March 2021 £'000	31 March 2020 £'000
Prepayments	287	292
	<hr/>	<hr/>
	287	292
	<hr/>	<hr/>

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

14) Trade and other payables: disclosed as current liabilities

	31 March 2021 £'000	31 March 2020 £'000
Trade payables	188	238
Amounts owed to fellow group undertakings	2,344	1,272
Amounts owed to parent undertaking	-	1,268
Other taxes and social security costs	313	260
Accrued expenses	1,526	853
Other creditors	3,100	1,689
Contract liabilities – short term	2,675	2,888
	10,146	8,468

The amounts owed to fellow group undertakings within the DXC Technology Company group of £2,344,000 (2020: £1,271,414) are unsecured, repayable on demand and are not interest bearing. Major outstanding amounts are payable to CSC Computer Sciences Limited of £1,716,000, CSC Computer Sciences Ireland Limited of £167,000 and DXC Technology Services LLC of £305,000.

The amounts owed to parent undertaking of £nil (2020: £1,268,491).

Other creditors include an amount of £3,100,000 (2020: £1,688,654) payable at the end of third year from the date of acquisition in relation to the transfer of business from TESM Limited. These amounts comprise of Tranche A payment of £600,000 and Tranche B of £2,500,000. The FY20 outstanding amount was paid during the year.

15) Trade and other payables: disclosed as non-current liabilities

	At 31 March 2021 £'000	At 31 March 2020 £'000
Contract liabilities – long term	11	16
Other creditors	-	10,612
	11	10,628

The FY20 amount of £10,612,000 pertains to deferred payment liability payable to TESM Limited as an earn-out consideration which has to be paid within the deferred payment period of three years from the date of transfer of business when the statements are raised to the Company by TESM Limited on achievement of revenue targets fixed at the time of transfer of business. Of these, the Company has paid the amount of £2,500,000 of the Tranche B amount to TESM during the year. These amounts have been reclassified to current liabilities as these amounts are repayable in the next financial year. Based on the management's analysis of amounts payable, it was determined that the Tranche A outstanding amount of £600,000 and Tranche B amount of £2,500,000 are payable and hence the excess liability accrued of £5,012,000 has been written back to the statement of profit and loss during the year.

16) Share capital

	31 March 2021 £'000	31 March 2020 £'000
Allotted, issued and fully paid:		
10 (2020: 370,010,005) Ordinary shares of £0.1 each	-	37,001

The Company has one class of ordinary shares which carries no right to fixed income.

No shares reserved for issue under options and contracts for the sale of shares.

In July 2020, the Company has reduced its share capital and share premium account by £37,001,000 and £37,915,000 respectively resulting in the outstanding capital as at 31 March 2021 to be £1 (10 ordinary shares of £0.1 each).

The shares of the Company were transferred to DXC UK International Operations Limited by Fruition Partners UK Holdco Limited during the year, thus, making DXC UK International Operations Limited the parent company as at 31 March 2021.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

17) Retirement benefits

The Company provides retirement benefits to certain employees through defined contribution pension schemes providing benefits based on final pensionable pay.

The pension charge in the statement of profit and loss in respect of the defined contribution section of the scheme includes net expense of £787,045 (2020: £363,679) relating to employees. There is a pension liability within accruals of £nil (2020: £27,606) relating to pension contributions not paid over by the financial year end.

18) Controlling parties

The ultimate parent company and controlling entity is DXC Technology Company, a Company incorporated in the United States of America. This is the parent undertaking of both the smallest and the largest group which includes the Company and for which group financial statements are prepared. Copies of the group financial statements of DXC Technology Company are available from its registered address at 20412 Bashan Drive, Suite 250, Ashburn, VA 20147.

The immediate parent company of Fruition Partners UK Limited is DXC UK International Operations Limited, a Company incorporated in United Kingdom and registered in England and Wales with its registered office situated at Royal Pavilion, Wellesley Road, Aldershot, Hampshire, GU11 1PZ.

19) Events after the end of the reporting period

On 10 September 2021 the company has taken a loan of GBP 7,000,207 from TESM limited at interest rate of 0.80% per annum which is repayable on or before 31 December 2021. This is a non-adjusting event.

There were no material or significant events that occurred in the period from 31 March 2021 to the date of reporting that would require adjustment to or disclosure in the financial statements.

Fruition Partners UK Limited

Notes to the financial statements (continued)

For the financial year from 1 April 2020 to 31 March 2021

Appendix to Note 11

Name	Country of incorporation and registered office	Activity	Proportion of ownership interest and voting rights held (investment in ordinary shares)	
			2021	2020
Direct Investments				
TESM Limited	United Kingdom Royal Pavilion Wellesley Road Aldershot Hampshire, GU11 1PZ	Computer Services	100%	100%
Indirect Investments				
TESM Ireland Limited	Ireland Barry Chadwick, MD, TESM Ireland	Computer Services	100%	100%
TESM LLC	United States 222 BROADWAY #1851 New York NY 10038	Computer Services	100%	100%
TESM Australia Pty Ltd	Australia Chifley Tower, 2 Chifley square Sydney 2000	Computer Services	100%	100%
TESM Europe GmbH	Germany Hanauer Landstr. 291 D-60314 Frankfurt a. Main	Computer Services	100%	100%
TESM/NL B.V.	Netherlands Adriaan Kelly	Computer Services	100%	100%