

Registered number: 03283749

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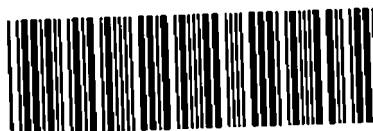
## QUANTICATE INTERNATIONAL LIMITED

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### DIRECTORS' REPORT AND FINANCIAL STATEMENTS

for the year ended 31 December 2019

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QUANTICATE INTERNATIONAL LIMITED

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COMPANY INFORMATION

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Directors	J McDermott D Underwood D Chapple A Morgan
Company number	03283749
Registered office	Bevan House Bancroft Court Hitchin Hertfordshire SG5 1LH
Independent Auditors	PricewaterhouseCoopers LLP Statutory Auditors & Chartered Accountants The Maurice Wilkes Building St. John's Innovation Park Cowley Road Cambridge CB4 0DS
Tax advisors	PricewaterhouseCoopers LLP Chartered Accountants The Maurice Wilkes Building St. John's Innovation Park Cowley Road Cambridge CB4 0DS

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**QUANTICATE INTERNATIONAL LIMITED**

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## QUANTICATE INTERNATIONAL LIMITED

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### STRATEGIC REPORT For the year ended 31 December 2019

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The directors present the strategic report for the year ended 31 December 2019.

#### Principal activities

The company's principal activity during the year was that of a specialist data focused contract clinical research organisation with an integrated consultancy business.

#### Business review

Quanticate International Limited is a wholly-owned subsidiary in the group headed by Quanticate Limited (the "Quanticate Group" or "Quanticate"). The Quanticate Group has its headquarters in Hitchin, UK. It is one of the largest global data focused clinical companies and has additional offices in Poland, South Africa, North America and India. Quanticate offers high quality cost-effective global solutions and has developed as a strong brand across the industry, particularly in providing high quality biostatistics and statistical programming expertise. Quanticate delivers premium quality services including consultancy, highly scalable on and off-site statistical programming and analysis, data management, pharmacovigilance and medical writing solutions. Quanticate has strong partnerships in place due to its focus on providing a high quality, value-add service to help our customers develop medicines and medical devices of the future. In working closely with pharmaceutical, biotech, nutraceutical, and medical device companies, Quanticate prides itself in being a seamless extension of its customers' internal teams offering the expertise and flexibility to adapt to any technological environment. Quanticate has delivered thousands of successful projects – covering all Phases and therapeutic areas as well as submission activities culminating in successful NDAs.

Quanticate is trusted by Top Pharma for statistical and data expertise on their most important clinical trials. The focus at Quanticate is on the accurate collection, storage, management, analysis and reporting of data from clinical trials and post-marketing surveillance. Working with many of the top pharmaceutical companies, Quanticate has successfully partnered with these companies to provide solutions to aid a cost effective, high quality and flexible approach to the support of their research and development (R&D).

Quanticate are regularly competing with, and successfully winning against, top tier global CROs and Business Process Outsourcing (BPO) organizations. The niche focus of Quanticate on the data related functions of clinical R&D, coupled with global capabilities, its reputation within the industry and high end expertise are proving to be key factors in the decision of pharmaceutical companies to select Quanticate as a strategic partner particularly in the areas of biostatistics and statistical programming.

Delivery of its solutions is through integration with client systems or through the use of efficient internal systems and processes. Quanticate has a strong focus on innovations and the Quanticate IQ portal is an example of this that provides additional value through delivering and visualising targeted data, information, and knowledge from disparate systems in the format that the customer would like to see it. IQ provides real-time access to data that enables faster decisions and optimal commercialization and will be an important part of the solution with new regulations focusing on risk based approaches that require statistical oversight and statistical based visualisation tools.

Quanticate strives for business excellence through offering expert knowledge and delivering optimal clinical data solutions. By offering employees a working environment that creates opportunity, encourages creativity and rewards achievement, the company is committed to being the CRO of choice for the best talent in the industry - a crucial foundation in the delivery of that business excellence for clients.

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**QUANTICATE INTERNATIONAL LIMITED**

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**STRATEGIC REPORT**  
**For the year ended 31 December 2019**

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**Business review (continued)**

Quanticate International Limited is an important company within the Quanticate Group, with focus on delivering high quality services through being a specialist functional service provider. The performance of the company in 2019 has continued from 2018 to reflect the investment in lower cost delivery from India. Turnover increased from £16.2m in 2018 to £17.7m in 2019 while cost of sales decreased further from £7.2m in 2018 to £6.6m in 2019. This has resulted in an increase in Profit Before Taxation of £1.8m from £4.6m in 2018 to £6.4m in 2019. While some new contracts are customer transfers from a fellow UK subsidiary as part of a process of consolidating all the CRO work in Quanticate International, the Company has continued to add new work from both current and new customers with the value of this new work increasing. This reflected a focus on growing the number of target customers and expanding current customers. A number of contracts awarded over the last 3 years were large-scale, multi-year strategic partnerships with Top 10 pharmaceutical companies.

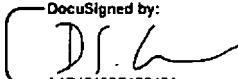
Net assets increased from £5.4m during the year to £7.9m, though cash balances decreased to £3.8m at the end of 2019.

Average headcount increased from 196 in 2018 to 229 in 2019. The Bangalore office in India has continued to expand and has led to the establishment of new offices in Mumbai and a branch office in Hyderabad. We expect a growth in headcount in 2019 based upon awarded work.

Quanticate continues to focus on expanding current customers and adding new strategic customers. In respect of Revenue and profits, 2020 is expected to show a reduction due to delays to study starts due to COVID-19, gaps in pipelines from some key customers, and lag of further expansion of large FSP's that is expected to resume in the second half of 2020 and into 2021. Several new large-scale relationships forged during 2019 are expected to drive increased revenues during the second half of 2020 and beyond. FSP's, or functional service partnerships, are where pharmaceutical companies outsource specific functional services, like programming and statistics, to a single or small number of CROs, such as Quanticate, based on their areas of expertise. Ensuring that Quanticate is providing a high quality service is essential for long-term growth and this focus on a strong foundation was a key reason for the Group's growth and will enable further sales growth over the next 3 years.

There is a risk with the planned increase in staffing levels in ensuring that the resource ramp-up can keep up with client requirements and sales. Our presence in three major programming and data management hubs in India puts Quanticate in an ideal position to recruit talent from established talent pools ensuring our headcount remains in line with workload. In addition, a dedicated in-house recruitment team is constantly identifying new people to join Quanticate and overseeing a graduate recruitment program to ensure future growth can be attained.

This report was approved by the board on 16 October 2020 and signed on its behalf.

DocuSigned by:  
  
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**D Chapple**  
Director

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**QUANTICATE INTERNATIONAL LIMITED**

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**DIRECTORS' REPORT**  
**For the year ended 31 December 2019**

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The directors present their report and the audited financial statements for the year ended 31 December 2019.

**Statement of directors' responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 enable them to ensure that the financial statements comply with the Companies Act 2006. The directors 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.

**Results and dividends**

The profit for the financial year, after taxation, amounted to £5,099,759 (2018 – £3,708,881).

An interim dividend of £2,600,000 was paid during the year (2018 - £2,450,000). The directors do not recommend a final dividend for the year (2018 - £nil). A dividend of £146,170 (2018 - £159,086) was received from a subsidiary company during the year.

Equity Dividends	2019 £	2018 £
Ordinary shares		
Interim paid £52.00 (2018: £49.00)	2,600,000	2,450,000

**Directors**

The directors who served during the year and since year end were

J McDermott  
D Underwood  
D Chapple  
A Morgan                      Resigned 30 September 2020

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## QUANTICATE INTERNATIONAL LIMITED

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### DIRECTORS' REPORT For the year ended 31 December 2019

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#### Future developments

It is anticipated that the group will continue to strengthen its position as the world's leading strategic biometrics CRO. The longer term strategy for the group is to be the primary supplier of centralised clinical data services and to form further strategic alliances with its customers. As mentioned in the Strategic Report, 2020 is expected to show a reduction as a result of delays to study starts due to COVID-19, however we expect new studies to commence from fourth quarter of 2020 and early 2021.

#### Financial risk management

The company's operations expose it to a variety of financial risks that include the effects of changes in credit risk, liquidity risk and foreign exchange risk. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring the availability and levels of debt finance, and the impact of movements in exchange rates, through regular review and update of a risk register. The company does not use derivative financial instruments to manage interest rate costs and as such, no hedge accounting is applied.

Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk to a sub-committee of the board. The policies set by the board of directors are implemented by the company's finance department.

#### Price risk

The company is exposed to price risk due to normal inflationary increases within the economy, and how these affect salary levels. The company has no exposure to equity securities price risk as it holds no listed or other equity investments.

#### Foreign exchange risk

The company is exposed to movements in the strength of sterling against the US dollar and the Euro. The company monitors foreign exchange movements on a daily basis and where appropriate takes hedging against such movements. The company monitors its risk with regard to balances held with group entities whose functional currencies differ from its own and takes action in order to minimise the effect on the company's trading position.

#### Credit risk

The company has implemented policies that require appropriate credit checks on potential customers before entering into contracts. The amount of exposure to any individual counterparty is subject to a limit which is assessed according to the credit check. For any cash deposits the credit rating of the bank is reviewed.

#### Liquidity risk

The company ensures sufficient working capital through short-term debt finance. Longer-term funding for expansion has historically come from shareholder funds; this would be reviewed if longer-term debt finance were required.

#### Interest rate risk

The company has both interest bearing assets and interest bearing liabilities. Interest bearing assets include only cash balances which earn interest at a variable rate. The directors will revisit the appropriateness of this policy should the company's operations change in size or nature.

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**QUANTICATE INTERNATIONAL LIMITED**

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**DIRECTORS' REPORT**  
**For the year ended 31 December 2019**

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**Research and development activities**

During 2019, the company continued its investment in custom technology to support the business and customers. The main focus was on IQ, the customer information portal and business intelligence tool, and the RCDM platform, for remote and risk-based monitoring and analysis. The company expects to continue this, and related, development in 2019 and beyond.

**Statement of disclosure of information to auditors**

In the case of each person who was a director at the time this report was approved:

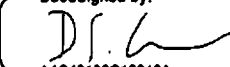
- so far as that director was aware there was no relevant audit information of which the company's auditors were unaware; and
- that director had taken all steps that the director ought to have taken as a director to make himself or herself aware of any relevant audit information and to establish that the company's auditors were aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of s418 of the Companies Act 2006.

**Independent Auditors**

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 16 October 2020 and signed on its behalf.

DocuSigned by:  
  
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**D Chapple**  
Director



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**QUANTICATE INTERNATIONAL LIMITED**

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF QUANTICATE INTERNATIONAL LIMITED**

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**Report on the audit of the financial statements**

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**Opinion**

In our opinion, Quanticate International Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2019; the profit and loss account, the statement of comprehensive income, the statement of changes in equity for the year then ended; the accounting policies; and the notes to the financial statements.

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**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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**Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

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**Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

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## QUANTICATE INTERNATIONAL LIMITED

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### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF QUANTICATE INTERNATIONAL LIMITED

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#### *Strategic Report and Directors' Report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

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#### **Responsibilities for the financial statements and the audit**

##### *Responsibilities of the directors for the financial statements*

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

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.

##### *Auditors' 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 auditors' 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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

##### *Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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### **Other required reporting**

#### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Simon Ormiston (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Cambridge  
16 October 2020

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**QUANTICATE INTERNATIONAL LIMITED**

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**PROFIT AND LOSS ACCOUNT**  
for the year ended 31 December 2019

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	Note	2019 £	2018 £
<b>TURNOVER</b>	2	17,738,087	16,173,789
Cost of sales		<u>(6,584,757)</u>	<u>(7,187,375)</u>
<b>GROSS PROFIT</b>		11,153,330	8,986,414
Administrative expenses		(5,761,417)	(5,427,761)
Other operating income		<u>1,008,127</u>	<u>1,079,061</u>
<b>OPERATING PROFIT</b>	3	6,400,040	4,637,714
Interest receivable and similar income	6	65	16
Interest payable and similar expenses	7	<u>(16,249)</u>	<u>(28,395)</u>
<b>PROFIT BEFORE TAXATION</b>		6,383,856	4,609,335
Tax on profit	8	<u>(1,284,097)</u>	<u>(900,454)</u>
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<u><u>5,099,759</u></u>	<u><u>3,708,881</u></u>

The notes on pages 11 to 27 form part of these financial statements.

**STATEMENT OF COMPREHENSIVE INCOME**  
For the year ended 31 December 2019

	2019 £	2018 £
<b>PROFIT FOR THE FINANCIAL YEAR</b>	5,099,759	3,708,881
FOREIGN EXCHANGE DIFFERENCES ON TRANSLATION	<u>-</u>	<u>-</u>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<u><u>5,099,759</u></u>	<u><u>3,708,881</u></u>

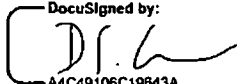
## QUANTICATE INTERNATIONAL LIMITED

BALANCE SHEET  
as at 31 December 2019

	Note	£	2019	£	£	2018	£
<b>FIXED ASSETS</b>							
Intangible assets	9			91,005			95,263
Tangible assets	10			202,111			262,923
Investments	11			<u>48,404</u>			<u>37,040</u>
				341,520			395,226
<b>CURRENT ASSETS</b>							
Debtors	12		7,716,477			6,456,531	
Cash at bank and in hand			<u>3,793,823</u>			<u>4,880,576</u>	
			11,510,300			11,337,107	
<b>CREDITORS: amounts falling due within one year</b>	13		(3,891,640)			(6,290,733)	
<b>NET CURRENT ASSETS</b>				<u>7,618,660</u>			<u>5,046,374</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>				7,960,180			5,441,600
<b>PROVISIONS FOR LIABILITIES</b>	14			<u>(72,989)</u>			<u>(54,168)</u>
<b>NET ASSETS</b>				<u>7,887,191</u>			<u>5,387,432</u>
<b>CAPITAL AND RESERVES</b>							
Called up share capital	16			2,000			2,000
Share premium account				99,000			99,000
Share option reserve				940			940
Retained earnings				<u>7,785,251</u>			<u>5,285,492</u>
<b>TOTAL EQUITY</b>				<u>7,887,191</u>			<u>5,387,432</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 16 October 2020

DocuSigned by:



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**D Chapple**  
Director

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**QUANTICATE INTERNATIONAL LIMITED**


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**STATEMENT OF CHANGES IN EQUITY**  
**for the year ended 31 December 2019**


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	Called up share capital £	Share premium account £	Share option reserve £	Retained earnings £	Total Equity £
Balance as at 1 January 2018	2,000	99,000	2,130	4,026,611	4,129,741
Profit for the financial year	-	-	-	3,708,881	3,708,881
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	3,708,881	3,708,881
Share option debit for the year	-	-	(1,190)	-	(1,190)
Dividends paid	-	-	-	(2,450,000)	(2,450,000)
Balance as at 31 December 2018	<u>2,000</u>	<u>99,000</u>	<u>940</u>	<u>5,285,492</u>	<u>5,387,432</u>
Balance as at 1 January 2019	2,000	99,000	940	5,285,492	5,387,432
Profit for the financial year	-	-	-	5,099,759	5,099,759
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	5,099,759	5,099,759
Share option debit for the year	-	-	-	-	-
Dividends paid	-	-	-	(2,600,000)	(2,600,000)
Balance as at 31 December 2019	<u>2,000</u>	<u>99,000</u>	<u>940</u>	<u>7,785,251</u>	<u>7,887,191</u>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**for the year ended 31 December 2019**

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**1. ACCOUNTING POLICIES**

The financial statements have been prepared in accordance with United Kingdom Generally Accepted Accounting Practice. A summary of the more important accounting policies is described below.

**1.1 General Information**

Quanticate International Limited ('the Company') is a contract research organisation with an integrated consultancy business based in the UK and globally in Poland, South Africa and India.

The company is a private company limited by shares and incorporated in England. The address of its registered office is Bevan House, 9-11 Bancroft Court, Hitchin, Hertfordshire, SG5 1LH.

**1.2 Statement of compliance**

The individual financial statements of Quanticate International Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS102") and the Companies Act 2006.

**1.3 Basis of accounting**

The financial statements have been prepared under the historical cost convention. The company has not prepared consolidated financial statements. The Company has taken advantage of the exemption from preparing consolidated financial statements afforded by section 401 of the Companies Act 2006 because its ultimate parent, Quanticate Limited, a company incorporated in the United Kingdom, prepares consolidated financial statements which are publicly available. Information is therefore presented for the individual company, not its group.

The preparation of financial statements in conformity with FRS102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 1.20.

**1.4 Going concern**

The Company meets its day-to-day working capital requirements through its available cash and its banking facilities. The Company's forecasts and projections, taking into account reasonably possible changes in trading performance, show that the Company should be able to operate within the level of its current facilities. The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for at least 12 months from the date of approval of the financial statements. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

**1.5 FRS102**

FRS102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of, and no objection to, the use of exemptions by the Company's shareholders.

The Company has taken advantage of the following exemptions:

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**1 ACCOUNTING POLICIES (continued)**

**1.5 FRS 102 (continued)**

- (i) from preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in Quanticate Limited consolidated financial statements, includes the Company's cash flows. Copies of the Quanticate Limited consolidated financial statements can be obtained from the Group Finance Director at Bevan House, 9-11 Bancroft Court, Hitchin, SG5 1LH;
- (ii) From disclosing the Company key management personnel compensation, as required by FRS102 paragraph 33.7.

**1.6 Turnover**

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts.

Revenue is recognised when the company has obtained a contractual right to the consideration in respect of the services provided. In respect of time and materials based contracts revenue is recognised when the service has been provided to the client. With respect to fixed fee contracts revenue is recognised on a percentage of completion basis over the period the services are provided.

**1.7 Intangible fixed assets and amortisation**

Intangible assets are stated at cost less accumulated amortisation and accumulated impairment losses. Amortisation is calculated, using the straight-line method, to allocate the depreciable amount, of the assets to their residual assets over their estimated useful lives as follows;

Software	-	33%
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**1.8 Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Property held on lease	-	Equal instalments over remaining period of lease*
Computer equipment	-	33% straight line
Fixtures & fittings	-	15% straight line
Office equipment	-	33% straight line

\*unless the useful life of the asset is determined to be less than that of the lease.

**1.9 Investments**

Investments in subsidiaries are valued at cost less provision for impairment.

**1.10 Operating leases**

Rentals under operating leases are charged on a straight line basis over the lease term. Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period of the lease.

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**for the year ended 31 December 2019**

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**1. ACCOUNTING POLICIES (continued)**

**1.11 Accrued income**

Contracts are valued at cost plus attributable profit earned to date.

Revenue recognised in excess of invoicing is recorded as accrued income in the balance sheet. Invoicing in excess of revenue recognised is recorded as deferred income until the above revenue recognition criteria are met.

Accrued and deferred income in the balance sheet is reviewed periodically and any doubtful accrued income is provided for in the profit and loss account.

**1.12 Taxation**

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

Deferred tax assets are recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

**1.13 Foreign currencies**

- (i) **Functional and presentation currency**  
The Company's functional and presentation currency is pound sterling.
- (ii) **Transactions and balances**  
Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

*Transactions in foreign currencies are translated into sterling at the rate ruling when they occurred.*

Exchange gains and losses are recognised in the profit and loss account.

**1.14 Pensions**

The group operates a defined contribution pension scheme and the pension charge represents the amounts payable by the group to the fund in respect of the year.



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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**for the year ended 31 December 2019**

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**1. ACCOUNTING POLICIES (continued)**

**1.15 Share-based payments**

Employees of the company (including senior executives) receive remuneration and payment in shares, whereby employees render services as consideration for equity instruments in the company's parent undertaking ("equity-settled transactions")

The cost of equity-settled transactions is measured with reference to the fair value at the date on which they are granted. In calculating fair value, no account is taken of any vesting conditions, other than conditions linked to market conditions. The fair value is determined by an external valuer using an appropriate pricing model.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled, ending on the date on which the relevant employees are expected to become fully entitled to the award ("the vesting date"). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The profit and loss charge for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

Where the terms of an equity-settled transaction are modified, as a minimum, an expense is recognised as if the terms had not been modified over the original vesting period. In addition, an expense is recognised for any modification which increases the total fair value of the share-based payment, or is otherwise beneficial to the employee, as measured at the date of modification, over the remainder of the new vesting period.

**1.16 Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank overdrafts, when applicable, are shown within borrowings in current liabilities.

**1.17 Debtors**

Trade receivables are recognised at the transaction price.

Trade receivables are reviewed periodically and any doubtful debts provided for in the profit and loss account.

**1.18 Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**1.19 Distributions to equity holders**

Dividends to the Company's shareholders are recognised as a liability in the financial statements in the period in which the dividends are approved by the shareholders. These amounts are recognised in the statement of changes in equity.

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**1. ACCOUNTING POLICIES (continued)**

**1.20 Critical accounting estimates and assumptions**

There are no estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year. Other estimates made in the preparation of the financial statements include:

- (i) **Impairment of debtors**  
The Company makes an estimate of the recoverable value of trade and other debtors. When assessing the impairment of trade and other debtors, management considers factors including the credit rating of the debtor, the aged profile of the debtors and historical data with regard to debtors.
- (ii) **Accrued income, provisions and contingencies**  
The Company operates on both time and materials and fixed price contracts. Fixed fee contracts require estimates of costs to complete in determining the level of revenue to be recognised. Also it is necessary to consider the recoverability of accrued income and provisioning required. When calculating any doubtful accrued income provision, management considers the contract terms, quality of the services, and the debtor credit profile.

**2. TURNOVER**

An analysis of turnover by class of business is as follows:

	2019 £	2018 £
Clinical Research	<u>17,738,087</u>	<u>16,173,789</u>

A geographical analysis of turnover is as follows:

	2019 £	2018 £
UK	6,830,564	4,448,100
Other EU	8,155,707	8,691,815
Rest of World	<u>2,751,816</u>	<u>3,033,874</u>
	<u>17,738,087</u>	<u>16,173,789</u>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**3. OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	2019 £	2018 £
Depreciation of tangible fixed assets	136,748	130,186
Amortisation of intangible fixed assets	56,263	62,016
Loss on disposal of fixed assets	3,429	348
Auditors' remuneration	50,259	35,147
Auditors' remuneration – non-audit services	15,000	31,640
Difference on foreign exchange losses/(gains)	160,754	(37,309)
Operating lease payments	504,859	422,991
Pension costs	<u>245,240</u>	<u>179,075</u>

The non-auditing services charge includes £15,000 (2018: £12,500) for taxation services.

**4. STAFF COSTS**

Staff costs, including directors' remuneration, were as follows:

	2019 £	2018 £
Wages and salaries	6,011,545	5,709,222
Social security costs	580,137	616,322
Other pension costs	245,240	179,075
	<u>6,836,922</u>	<u>6,504,619</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2019 No.	2018 No.
Employees	<u>229</u>	<u>196</u>
Administrative employees	50	59
Operational employees	179	137
Employees	<u>229</u>	<u>196</u>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**5. DIRECTORS' REMUNERATION**

	2019 £	2018 £
Emoluments	<u>730,881</u>	<u>588,292</u>
Company pension contributions	<u>4,565</u>	<u>3,916</u>

During the year there were retirement benefits accruing to 1 director (2018 - 1) in respect of money purchase pension schemes.

The highest paid director received remuneration of £387,389 (2018 - £355,750).

The value of the company's contributions paid to a pension scheme in respect of the highest paid director amounted to £nil (2018 - £nil).

Nil options to purchase shares were awarded to directors (2018: 220).. Directors' holdings of options to purchase shares in Quanticate Limited, the company's parent company, from the 2008 EMI Plan are as follows:

D Chapple	30 Standard	190 Performance based
A Morgan	0 Standard	220 Performance based

Terms of the options granted above and relating to the director are as follows:

- (a) The exercise price of standard and performance options is £446;
- (b) The estimated earliest vesting period for standard options is 28 May 2013, and that relating to performance options was 4 March 2018;
- (c) The expiry date for both standard and performance options of D Chapple is 10 years from the date of grant, for the bulk of options it is May 2023; and for A Morgan is May 2028.
- (d) The non-market conditions attached to performance options is occurrence of sale or IPO of Quanticate Limited with a minimum exit price achieved of £50m.

Please refer to note 17 "Share Based Payments" for further details relating to share options granted.

The Profit and Loss charge relating to share options granted to directors amounted to £nil (2018 - £70).

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**6. INTEREST RECEIVABLE AND SIMILAR INCOME**

	2019 £	2018 £
On bank deposits	65	16
	<u>65</u>	<u>16</u>

**7. INTEREST PAYABLE AND SIMILAR EXPENSES**

	2019 £	2018 £
Invoice financing fees	<u>16,249</u>	<u>28,395</u>

**8. TAX ON PROFIT**

	2019 £	2018 £
<b>Tax expense included in profit and loss account</b>		
UK corporation tax based on profit for the year 19%(2018-19%)	1,187,286	837,040
Foreign tax suffered	200,902	109,309
Foreign tax relief/(other relief)	(68,425)	(57,650)
Adjustments in respect of prior periods	(50,125)	4,025
Total current tax	<u>1,269,638</u>	<u>892,724</u>
<b>Deferred tax</b>		
Effect of changes in tax rates	(1,938)	(909)
Origination and reversal of timing differences	18,411	8,639
Adjustments in respect of prior periods	(2,014)	-
Total deferred tax	<u>14,459</u>	<u>7,730</u>
<b>Tax on profit</b>	<u>1,284,097</u>	<u>900,454</u>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**8. TAX ON PROFIT (continued)**

**Factors affecting tax charge**

The tax assessed on the profit before taxation for the year is higher (2018 – higher) than the standard rate of corporation tax in the UK of 19% (2018 – 19%):

	2019 £	2018 £
Profit before taxation – continuing operations	<u>6,383,856</u>	<u>4,609,335</u>
Tax on profit before taxation at standard UK tax rate 19% (2018 – 19%)	1,212,933	875,774
Effects of:		
Expenses not deductible	20,537	130
Effects of overseas tax rates	132,477	51,660
Non taxable dividends	(27,773)	(30,226)
Adjustments in respect of prior periods	(52,139)	4,025
Tax rate changes	(1,938)	(909)
	<u>71,164</u>	<u>24,680</u>
<b>Total tax charge for the year</b>	<u><b>1,284,097</b></u>	<u><b>900,454</b></u>

**Tax rate changes**

In March 2020 the Government announced that the previously enacted decrease in the corporate tax rate from 19% to 17% from 1 April 2020 would no longer happen and that rates would remain at 19% for the foreseeable future. The impact of applying a rate of 19% rather than 17% would be to increase the deferred tax liability by £252.

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**9. INTANGIBLE ASSETS**

	Software £	Total £
<b>Cost</b>		
At 1 January 2019	692,171	692,171
Additions	<u>52,005</u>	<u>52,005</u>
At 31 December 2019	<u>744,176</u>	<u>744,176</u>
<b>Accumulated amortisation</b>		
At 1 January 2019	596,908	596,908
Charge for the year	<u>56,263</u>	<u>56,263</u>
At 31 December 2019	<u>653,171</u>	<u>653,171</u>
<b>Net book value</b>		
At 31 December 2019	<u>91,005</u>	<u>91,005</u>
At 31 December 2018	<u>95,263</u>	<u>95,263</u>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**10. TANGIBLE ASSETS**

	Short-term Leasehold Property £	Computer Equipment and Fixtures & Fittings £	Total £
<b>Cost</b>			
At 1 January 2019	39,760	1,062,374	1,102,134
Additions	-	79,365	79,365
Disposals	-	(43,316)	(43,316)
	<u>39,760</u>	<u>1,098,423</u>	<u>1,138,183</u>
At 31 December 2019	<u>39,760</u>	<u>1,098,423</u>	<u>1,138,183</u>
<b>Accumulated depreciation</b>			
At 1 January 2019	39,760	799,451	839,211
Charge for the year	-	136,748	136,748
Disposals	-	(39,887)	(39,887)
	<u>39,760</u>	<u>896,312</u>	<u>936,072</u>
At 31 December 2019	<u>39,760</u>	<u>896,312</u>	<u>936,072</u>
<b>Net book value</b>			
At 31 December 2019	<u>-</u>	<u>202,111</u>	<u>202,111</u>
At 31 December 2018	<u>-</u>	<u>262,923</u>	<u>262,923</u>



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**QUANTICATE INTERNATIONAL LIMITED**


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**11. INVESTMENTS**

	Shares in group under-takings £	Total £
<b>Cost</b>		
At 1 January 2019	37,040	37,040
Additions	<u>11,364</u>	<u>11,364</u>
At 31 December 2019	<u>48,404</u>	<u>48,404</u>

**Subsidiary undertakings**

The following were subsidiary undertakings of the company:

Name	Class of shares	Nature of Business	Holding
Quanticate Polska Sp.z.o.o. (a company incorporated in Poland)	Ordinary	Contract Research	100%
Quanticate (Pty) Ltd. (a company incorporated in South Africa)	Ordinary	Contract Research	100%
Quanticate Pharma Service Inc (a company incorporated in Canada)	Ordinary	Contract Research	100%
Quanticate India Private Limited (a company incorporated in India)	Ordinary	Contract Research	100%

**Registered Address**

- 1) Quanticate Polska Sp z.o.o, 2 Hankiewicz Street, 02-103 Warszawa, Regon: 140369509, NIP: 1070003777, Poland
- 2) Quanticate (Pty) Ltd, 11 Reid Street, Westdene, Bloemfontein, 9301, South Africa
- 3) Quanticate Pharma Service Inc, 2 Robert Speck Parkway, Suite 750, Mississauga, Ontario, L4Z 1H8, Canada
- 4) Quanticate India Private Limited, HM Vibha Towers, 4th Floor, Site No 66/5-25, Luskar Hosur Road, Adugodi, Koramangala, Bangalore - 560 030, India

The aggregate of the share capital and reserves as at 31 December 2019 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £	Profit result £
Quanticate Polska Sp.z.o.o. (a company incorporated in Poland)	156,547	118,879
Quanticate (Pty) Ltd. (a company incorporated in South Africa)	62,879	11,691
Quanticate Pharma Service Inc (a company incorporated in Canada)	57	-
Quanticate India Private Limited (a company incorporated in India)	1,406	(9,246)

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**QUANTICATE INTERNATIONAL LIMITED**


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**NOTES TO THE FINANCIAL STATEMENTS**  
**for the year ended 31 December 2019**


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**12. DEBTORS**

	2019 £	2018 £
Trade debtors	3,550,004	4,528,363
Amounts owed by group undertakings	182,036	9,834
Other debtors	1,403,865	1,339,037
Prepayments and accrued income	2,580,572	579,297
	<hr/>	<hr/>
	<b><u>7,716,477</u></b>	<b><u>6,456,531</u></b>

**13. CREDITORS:**  
**Amounts falling due within one year**

	2019 £	2018 £
Bank loans and overdrafts	-	-
Trade creditors	610,284	823,133
Amounts owed to group undertakings	414,645	878,976
Other creditors	5,538	129,456
Taxation and social security	293,204	441,814
Accruals and deferred income	2,567,969	4,017,354
	<hr/>	<hr/>
	<b><u>3,891,640</u></b>	<b><u>6,290,733</u></b>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**14. PROVISIONS FOR LIABILITIES**

	2019 £	2018 £
Dilapidation provisions	34,308	29,947
Deferred Tax (see note 15.)	<u>38,681</u>	<u>24,221</u>
	<u><u>72,989</u></u>	<u><u>54,168</u></u>

Dilapidation provisions relate to dilapidation obligations on leasehold properties over the term of the lease.

**15. DEFERRED TAX LIABILITY**

	2019 £	2018 £
(Provision)/asset at start of year	(24,221)	(16,492)
Adjustment in respect of prior years	2,014	-
Deferred tax charge to income statement for the year	<u>(16,474)</u>	<u>(7,729)</u>

(Liability)/Asset at end of year

<u><u>(38,681)</u></u>	<u><u>(24,221)</u></u>
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	2019 £	2018 £
Fixed asset timing differences	(26,593)	(30,875)
Short term timing differences	<u>(12,088)</u>	<u>6,654</u>

<u><u>(38,681)</u></u>	<u><u>(24,221)</u></u>
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Deferred tax (assets):

	2019 £	2018 £
Recoverable within 12 months	-	6,654
	<u>-</u>	<u>6,654</u>

Deferred tax (liabilities):

	2019 £	2018 £
Recoverable within 12 months	(38,681)	(30,875)
	<u><u>(38,681)</u></u>	<u><u>(30,875)</u></u>

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
for the year ended 31 December 2019

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**16. CALLED UP SHARE CAPITAL**

	2019 £	2018 £
<b>Allotted, called up and fully paid</b>		
50,000 (2018: - 50,000) Ordinary shares of 4p each	<u>2,000</u>	<u>2,000</u>

**17. SHARE BASED PAYMENTS**

During 2019 the parent company awarded Nil share options to employees of the company in the 2008 EMI Plan (2018 – 247 options) and Nil options in the 2018 EMI Plan (2018 – 43 options).

Certain employees of the company along with other group employees have been granted options over the shares in Quanticate Limited. The terms of which are contained in the below assumptions. Employees are required to remain in employment with the group.

No options were granted in the year, so a valuation was not performed. However, the last share option valuation was performed by an independent valuer for period ended 31 December 2018, and the Monte Carlo model was used. Some terms of the options granted were as follows:

- (a) The exercise price of standard options is £446 and the exercise price of performance options is £0.10;
- (b) The estimated earliest vesting period for standard was 4 March 2014, and that relating to performance options was 4 March 2018, and for the 2018 EMI Plan it is October 2023;
- (c) The expiry date for both standard and performance options is 10 years from the date of grant in the 2008 EMI Plan and 5 years for the 2018 EMI Plan;
- (d) The non-market conditions attached to performance options is occurrence of sale or IPO of Quanticate Limited with a minimum exit price achieved of £50m for the 2008 EMI Plan and £75m for the 2018 EMI Plan. An estimated success rate of the performance event used for the valuation is 50% for the 2008 EMI Plan and 30% for the 2018 EMI Plan.

Other key assumptions used by the valuation model were as follows:

- (i) Shares volatility rate - 70%
- (ii) Risk free interest rate - 2%
- (iii) Dividend yield - 12%
- (iv) Proportion of options that vest – 50% of standard options will not lapse, and 30% for performance based options.
- (v) The non-market share price of Quanticate Ltd at the date of grant was £446.

As a result of application of the Monte Carlo valuation model, which used the terms and key assumptions stated above, the fair values of options awarded and applicable at the date of the grant were as follows:

Standard	£97.83
Performance based	£16.24 - £23.73 for the 2008 EMI Plan
Performance based	£4.83 for the 2018 EMI Plan

The company recognises an equity-settled share-based payment expense and bears the expense and/or credit due to the majority of employees issued share options being employed by this company in the group.

The Profit and Loss charge relating to share options granted to employees amounted to £Nil (2018 – charge £1,190).

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**QUANTICATE INTERNATIONAL LIMITED**


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**NOTES TO THE FINANCIAL STATEMENTS**  
**for the year ended 31 December 2019**


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**17. SHARE BASED PAYMENTS (continued)****Summary of share based payments**

	<b>2018/2017</b>	<b>2013/2012</b>	<b>2009/2008</b>
Grant date			
Option price at grant date	£446	£446	£446
Exercise price – Standard	£446	£446	£446
Exercise price – Performance based	£0.10	£0.10	£0.10
Shares under option – Standard	11/0	5/41	37/284
Shares under option – Performance based	279/35	5/89	48/616
Vesting period (years) – Standard	5	5	5
Vesting period (years) – Performance based	10	10	10

A reconciliation of the share option movements over the year to 31 December 2019 is shown below:

	<b>2019</b>	<b>2019</b>	<b>2018</b>	<b>2018</b>
	<b>No</b>	<b>Weighted Average Exercise Price £</b>	<b>No</b>	<b>Weighted Average Exercise Price £</b>
Outstanding at 1 January	520	£446.00	380	£446.00
Granted	0	£446.00	290	£446.00
Forfeited	(37)	£446.00	(150)	£446.00
Exercised	-	-	-	-
Expired	-	-	-	-
Outstanding at 31 December	483	£446.00	520	£446.00
Exercisable at 31 December	-	-	-	-

**18. PENSION COMMITMENTS**

The company operates a defined contribution, pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £245,240 (2018 - £179,075). Contributions totalling £13,213 (2018 - £39,140) were payable to the fund at the balance sheet date and are included in creditors.

**19. OPERATING LEASE COMMITMENTS**

At 31 December 2019 the company had annual commitments under non-cancellable operating leases as follows:

	<b>Property, plant and equipment</b>	
	<b>2019</b>	<b>2018</b>
	<b>£</b>	<b>£</b>
<b>Payments due:</b>		
Not later than one year	322,010	361,106
Later than one year and not later than five years	141,575	265,093
Later than five years	-	-

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**QUANTICATE INTERNATIONAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**for the year ended 31 December 2019**

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**20. TRANSACTIONS WITH DIRECTORS**

There are no transactions with Directors (2018: £nil).

**21. RELATED PARTY TRANSACTIONS**

There are 3 (2018: 3) close family members of the directors who are employed by the entity. These family members received salary commensurate with their grade and responsibilities. Aggregate salaries and out-of-pocket expenses paid to these employees was £106,842 (2018: £93,511).

The company has provided cross guarantees with OPS Search & Selection Limited and Quanticate UK Limited fellow subsidiaries of Quanticate International Limited in respect of borrowings from RBS Invoice Finance Limited. At the year end the amount due to this finance provider by OPS Search & Selection Limited was £nil (2018 - £nil) and by Quanticate UK Limited was £nil (2018 - £nil).

The Company is exempt from disclosing other related party transactions per FRS 102 paragraph 33.1A as they are with other companies that are wholly owned within the Group.

**22. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

Quanticate Limited, a company incorporated in Great Britain, is the company's parent undertaking and consolidated financial statements are drawn up for this undertaking only.

D Underwood is considered to be the ultimate controlling party.