

Registered number: 04944297

CGI CORPORATE HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2021

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CGI CORPORATE HOLDINGS LIMITED

COMPANY INFORMATION

Directors	François Boulanger Faris M K Mohammed (resigned on 23 October 2020) Darryl Eades (appointed on 23 October 2020) Tara McGeehan
Company secretary	Sarah Landry Maltais
Registered number	04944297
Registered office	20 Fenchurch Street 14th Floor London EC3M 3BY
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 1 Embankment Place London WC2N 6RH

CGI CORPORATE HOLDINGS LIMITED

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CGI CORPORATE HOLDINGS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2021

Introduction

The directors present their Strategic Report for the year ended 30 September 2021.

Business review

CGI Corporate Holdings Limited (the "Company") was incorporated, domiciled and registered in the United Kingdom under the Companies Act 2006 and is a limited company. The Company's ultimate parent undertaking and controlling party is the CGI Inc. (the "Group").

The Company is an intermediary holding company. The principal activities of the wider group are the supply of data centre and application management outsourcing services, operations consulting, systems integration and systems development expertise and products.

During the year the Company received dividend income of £16,514,000 (2020: £Nil).

Financial key performance indicators

The Company has a net asset position of £1,587,061,000 as of the current year end (2020: £1,602,118,000). The Company earned a profit £20,943,000 during the year (2020: £20,655,000).

Principal risks and uncertainties

The principal financial risks that the Company is exposed to is foreign currency exchange rate risk, credit risk, interest rate risk and valuation of investment risk. The Company's policy with respect to managing the risk in both the current and prior year is set out below.

Foreign exchange risk

The foreign exchange risk associated with the loans to and from group undertakings is monitored centrally by the CGI Inc. treasury team and any significant exposures are hedged externally on a group aggregated basis.

Credit risk

The credit risk associated with these loans is considered to be minimal as the counterparties are all within a common group which is supported by CGI Inc., the ultimate parent company.

Interest rate risk

The loans to other group undertakings are interest bearing and are based on a fixed rate. The risk is monitored centrally by the CGI Inc. treasury function.

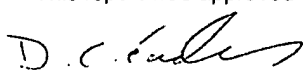
Valuation of investment risk

The Company is also exposed to uncertainty in relation to recoverability of investments in subsidiaries.

Statement pursuant to Section 172 (1) of the Companies Act 2006 ("Act")

The directors consider, both individually and together, that they have and will continue to act in a way that they consider, in good faith, to be most likely to promote the success of the Company for its members as a whole (having regard to its stakeholders and the matters set out in S.172 (1) (a-f) of the Act). As the Company is a wholly owned subsidiary of the Group and given its principal activities, its key stakeholders are limited to its parent company and other members of the Group. The interests of the Group have been taken into account by the directors ensuring decisions have been made in alignment with the board of CGI Inc. The directors have ensured that any independent interests of the Company and its stakeholders are considered as part of the decision making process.

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



D. Eades
Director

Date: 29 June 2022

CGI CORPORATE HOLDINGS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2021

The directors present their report and the audited financial statements for the year ended 30 September 2021.

Results and dividends

The profit for the year amounted to £20,943,000 (2020: £20,655,000).

The Company declared and paid a dividend of £36,000,000 during the year (2020: £24,000,000)

Directors

The directors who served during the year were:

François Boulanger
Faris M K Mohammed (resigned on 23 October 2020)
Darryl Eades (appointed on 23 October 2020)
Tara McGeehan

Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, the Directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

Future developments

The Company will continue to act as an intermediary holding company for the foreseeable future.

Going concern

The Directors have undertaken an assessment of the Company's going concern basis considering its financial position and the potential impact of a severe, but plausible downside scenario. After due consideration, The Directors have concluded it is reasonable to expect that the Company has adequate resources to meet its obligations as they fall due for at least 12 months from the approval of the financial statements. Therefore, the financial statements for the year ended 30 September 2021 have been prepared on a going concern basis.

CGI CORPORATE HOLDINGS LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

Qualifying third party indemnity provisions

The Company maintains insurance cover for all directors and officers against liabilities which may be incurred by them while acting as directors and officers. Copies of these indemnities are kept at our registered office and are open for inspection to any member.

Disclosure of information to auditors

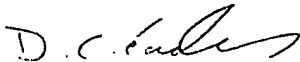
Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

PricewaterhouseCoopers LLP will be proposed for re-appointment as the Company's auditors for the next fiscal year in accordance with section 485 of the Companies Act 2006.

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



D. Eades
Director

Date: 29 June 2022

Independent auditors' report to the members of CGI Corporate Holdings Limited

Report on the audit of the financial statements

Opinion

In our opinion, CGI Corporate Holdings Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2021 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 101 "Reduced Disclosure Framework", 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 Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 30 September 2021; the income statement, the statement of comprehensive income and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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.

Conclusions relating to going concern

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.

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.

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

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

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 our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

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 30 September 2021 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.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' responsibilities statement, 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.

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.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to unethical and prohibited business practices, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the posting of inappropriate journal entries to manipulate the financial results and potential management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Discussions with management including consideration of known or suspected instances of non-compliance with laws and regulation;
- Reviewing minutes of meetings of those charged with governance;
- Evaluating management's controls designed to prevent and detect irregularities; and
- Auditing the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness and testing accounting estimates (because of the risk of management bias).

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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 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.

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 obtained 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.



Nigel Comello (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

London

29 June 2022

CGI CORPORATE HOLDINGS LIMITED

INCOME STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Note	2021 £000	2020 £000
Income from shares in group undertakings	7	16,514	-
Interest receivable and similar income	6	9,340	9,637
Other finance (cost)/income	8	(4,894)	12,662
Profit before tax		20,960	22,299
Tax on profit	9	(17)	(1,644)
Profit for the financial year		20,943	20,655

The notes on pages 12 to 24 form part of these financial statements.

CGI CORPORATE HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Note	2021	2020
		£000	£000
Profit for the financial year		20,943	20,655
Total comprehensive income for the year		20,943	20,655

The notes on pages 12 to 24 form part of these financial statements.

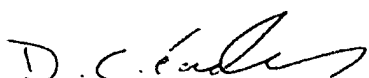
CGI CORPORATE HOLDINGS LIMITED

REGISTERED NUMBER: 04944297

STATEMENT OF FINANCIAL POSITION FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Note	2021 £000	2020 £000
Fixed assets			
Investments	11	1,260,061	1,286,730
		1,260,061	1,286,730
Current assets			
Debtors : amounts falling due in more than one year	12	309,427	314,522
Debtors : amounts falling due within one year	12	16,384	-
Cash at bank and in hand	13	3,236	3,036
		329,047	317,558
Creditors: amounts falling due within one year	14	(2,047)	(2,170)
Net current assets		327,000	315,388
Total assets less current liabilities		1,587,061	1,602,118
Net assets		1,587,061	1,602,118
Capital and reserves			
Called up share capital	15	1,058,557	1,058,557
Share premium account	16	359,468	359,468
Profit and loss account	16	169,036	184,093
Total equity		1,587,061	1,602,118

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



Darryl Eades
Director

Date: 29 June 2022

The notes on pages 12 to 24 form part of these financial statements.

CGI CORPORATE HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
At 1 October 2020	1,058,557	359,468	184,093	1,602,118
Comprehensive income for the year				
Profit for the financial year	-	-	20,943	20,943
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	20,943	20,943
Dividend Paid	-	-	(36,000)	(36,000)
Total transactions with owners	-	-	(36,000)	(36,000)
At 30 September 2021	<u>1,058,557</u>	<u>359,468</u>	<u>169,036</u>	<u>1,587,061</u>

The notes on pages 12 to 24 form part of these financial statements.

CGI CORPORATE HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Called up share capital £000	Share premium account £000	Profit and loss account £000	Total equity £000
At 1 October 2019	1,058,557	359,468	187,438	1,605,463
Comprehensive income for the year				
Profit for the financial year	-	-	20,655	20,655
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	20,655	20,655
Equity dividends paid (Note 9)	-	-	(24,000)	(24,000)
Total transactions with owners	-	-	(24,000)	(24,000)
At 30 September 2020	1,058,557	359,468	184,093	1,602,118

The notes on pages 12 to 25 form part of these financial statements.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2021

1. Authorisation of financial statements and statement of compliance with FRS 101

The financial statements on pages 7 to 24 were approved by the Board of Directors on ^{29 June 2022} and signed on its behalf by Darryl Eades. Entity CGI Corporate Holdings Limited is a private company limited by shares, incorporated and domiciled in the United Kingdom.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

The principal accounting policies adopted by the Company are set out in note 2.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The Company has also taken advantage of the exemption under s401 of the Companies Act 2006 not to prepare group accounts as it is a wholly owned subsidiary of CGI Inc., a listed company incorporated in Canada.

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

2.3 Going concern

The Directors have undertaken an assessment of the Company's going concern basis considering its financial position and the potential impact of a severe, but plausible downside scenario. After due consideration, The Directors have concluded it is reasonable to expect that the Company has adequate resources to meet its obligations as they fall due for at least 12 months from the approval of the financial statements. Therefore, the financial statements for the year ended 30 September 2021 have been prepared on a going concern basis.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

2.4 Impact of new international reporting standards, amendments and interpretations

There have been no material impacts on the Company's financial statements as a result of adopting new standard from 1 October 2020.

2.5 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.6 Income from shares in group undertakings

Dividend income is recognised when the right to receive payment is established.

2.7 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below. Financial assets and financial liabilities are initially measured at fair value.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Fair value through profit or loss

All of the Company's financial assets are subsequently measured at fair value at the end of each period, with any fair value gains or losses being recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset.

Impairment of financial assets

The Company always recognises lifetime Expected Credit Losses ('ECL') for trade receivables and amounts due on contracts with customers. The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Debt instruments at amortised cost

Debt instruments are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling the financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

2.7 Financial instruments (Continued)

Financial liabilities

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

2.8 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

2.9 Foreign currencies

In preparing the financial statements, transactions in currencies other than the functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each reporting date, the monetary assets and liabilities that are denominated in foreign currencies are retranslated at rates prevailing at each reporting date. Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

2.10 Taxation

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

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

2.11 Interest receivable and payable

Interests receivable and payable on loans to / from fellow group undertakings are recognised on an accrual basis in the Income Statement using the effective interest rate method.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

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

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. Management do not expect that any changes in the assumptions in the 12 months after balance sheet date would result in a material adjustment.

COVID-19 pandemic:

For the year ended September 30, 2021, the Company assessed the impact of the continued uncertainties around the outbreak of the novel strain of the coronavirus, specifically identified as COVID-19 pandemic, on its balance sheet carrying amounts. This review required the use of judgements and estimates and resulted in no material adjustments. The future impact of COVID-19 uncertainties could generate, in future reporting periods, a significant risk of material adjustments to the carrying value of investments or receivables.

Impairment of investments in subsidiaries:

The Company conducts impairment reviews of investments in subsidiaries annually. Whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable then the Company impairs its investments. Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Company to estimate the value in use which is based on future cash flows and a suitable discount rate in order to calculate the present value. Where the actual future cash flows are less than expected, an impairment loss may arise. Management believe that any reasonably possible changes in the assumptions used in the impairment reviews would not affect management's view on impairment at current year end.

4. Auditors' remuneration

Audit fees for statutory audit services of £7,000 (2020: £7,000) were borne and paid for by another company within the Group and have not been allocated to the Company during the current and prior year.

5. Employees and Directors' remuneration

The Company has no employees (2020: nil) other than the directors. Emoluments for the directors of the Company were paid by other companies within the Group and have not been allocated to the Company during the year or prior years. The directors also provided services to other group undertakings and received remuneration from fellow group undertakings, CGI IT UK Limited and CGI Inc., in respect of services to the Group. It is not possible to identify the proportion of this remuneration that related to services provided to the Company.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

6 Other interest receivable and similar income

	2021	2020
	£000	£000
Interest receivable from group companies	9,340	9,637
	9,340	9,637

7 Income from shares in group undertakings

During the year the Company received dividend of £16,514,309 from CGITI Portugal, S.A. (2020: £Nil).

8 Other finance (cost)/income

	2021	2020
	£000	£000
Foreign exchange (loss)/gain.	(4,893)	12,662
	(4,893)	12,662

9 Tax on profit

	2021	2020
	£000	£000
Corporation tax		
Current tax on profits for the year	17	1,644
Total current tax	17	1,644

Reconciliation of total tax charge

The tax assessed for the year is lower than (2020 lower than) the standard rate of corporation tax in the UK of 19.0% (2020 19.0%). The differences are explained below

	2021	2020
	£000	£000
Profit before tax	20,960	22,299
Profit before tax multiplied by standard rate of corporation tax in the UK of 19.0% (2020 - 19.0%)	3,982	4,237
Effects of:		
Movement in unrecognised temporary differences	(827)	(2,593)
Non taxable income	(3,138)	-
Total tax charge for the year	17	1,644

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

9 Tax on profit (continued)

Change in Corporation tax rate:

On 3 March 2021, in the Spring Budget, the UK Government announced that from 1 April 2023 the corporation tax rate would rise from 19% to 25%. This was substantively enacted in the Finance Act 2021 on 24 May 2021. As there is no deferred tax recognised there is no material impact.

Deferred tax assets have not been recognised in respect of tax losses of £7,650,000 (2020: £12,010,000), arising from non trading loan relationships because it is not considered probable that future income from non trading loan relationships will be available, against which they can be realised.

10 Dividends

	2021	2020
	£000	£000
Dividends Paid	36,000	24,000
	<u>36,000</u>	<u>24,000</u>

During the year the Company has declared and paid a dividend of £32,706,000 to Logica Limited and to CGI France SAS of £3,294,000 (2020: £21,804,000 to Logica Limited and to CGI France SAS of £2,196,000).

11 Investments

	Investments in subsidiary companies £000
Cost or valuation	
At 1 October 2020	1,786,731
Additions	-
Disposal	(26,669)
At 30 September 2021	<u>1,760,062</u>
Impairment	
At 1 October 2020	500,001
Charge for the period	-
At 30 September 2021	<u>500,001</u>
Net book value	
At 30 September 2021	<u>1,260,061</u>
At 30 September 2020	<u>1,286,730</u>

During the year, the Company's investments decreased by £26,669,000 (2020: £nil), as a result of a distribution of capital from Logica Holdings BV.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

Subsidiary undertakings

The following were direct subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
CMG Limited	14th Floor, 20 Fenchurch Street, London EC3M 3BY, United Kingdom	Dormant	Ordinary	100%
CGI Bulgaria EOOD	17a Tvardishki Prohod Street, Sfoia 1404, Bulgaria	IT Consulting	Ordinary	100%
CGITI Portugal SA	Av José Malhoa 16-A,5, 1070-159 Lisboa, Portugal	IT Consulting	Ordinary	100%
Logica Holdings BV	Handelsweg 53, 3rd etage, 1181 ZA, Amstelveen, the Netherlands	Intermediate holding	Ordinary	100%
Logica Holdings AB	Torshamnsgatan 24, 164 98 Stockholm, Sweden	Intermediate holding	Ordinary	100%

The following were indirect subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
ACE Consulting, Consultoria, Projectos e Tecnologias de Informação Ltda	Rua Rainha Ginga, número 187, Edifício Rainha Ginga, Piso Intermédio, Luanda, Angola	Dormant	Ordinary	100%
CGITI II Servicos, LDA (Formerly Escritomática – Racionalização e Segurança, Lda) ¹	13 Rua Norberto de Oliveira, Odivelas Portugal 2675-416	IT Consulting	Ordinary	100%
Logica International Holdings BV	Handelsweg 53, 3rd etage, 1181 ZA, Amstelveen, the Netherlands	Intermediate holding	Ordinary	100%
PT Logica Indonesia	Menara Thamrin, 3-A Floor, Suite 3-A-05, Jl. M.H. Thamrin Kav. 3, Jakarta Pusat, Indonesia	Dormant	Ordinary	99%
Logica Information Technology SAE	21st Agriculture Helwan Road, Maadi, Cairo Governorate, Egypt	Dormant	Ordinary	96%

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

Subsidiary undertakings (continued)

Name	Registered office	Principal activity	Class of shares	Holding
CGI IT Consulting Hungary Kft	Tartsay Vilmos utca 3, H-1126 Budapest, Hungary	IT Consulting	Ordinary	98.82%
CGI Technologies and Solutions Hong Kong Limited	Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong	Dormant	Ordinary	100%
Logica Holdings Nederland BV	Handelsweg 53, 3rd etage, 1181 ZA, Amstelveen, the Netherlands	Intermediate holding	Ordinary	100%
CGI IT Consulting Sdn Bhd	Level 15 & 16, Menara Asia Life, No 189 Jalan Tun Razak 50400 Kuala Lumpur, Malaysia	IT Consulting	Ordinary	100%
CGI IT Consulting Sdn Bhd	Level 15 & 16, Menara Asia Life, No 189 Jalan Tun Razak 50400 Kuala Lumpur, Malaysia	IT Consulting	Redeemable non-convertible non-voting pref shares	100%
CGI Nederland BV	Handelsweg 53, 3rd etage, 1181 ZA, Amstelveen, the Netherlands	IT Consulting	Ordinary	100%
CGI Slovakia s.r.o.	Suché Mýto 1, 811 03 Bratislava, Slovakia	IT Consulting	Ordinary	85%
CGI Deutschland Ltd & Co KG ⁵	Leinfelder Str. 60, 70771 Leinfelden-Echterdingen, Germany	IT Consulting	Ordinary	100%
CGI IT Czech Republic s.r.o.	Laurinova 2800/4, Praha 5, Stodulky, 15500, Czech Republic	IT Consulting	Ordinary	95%
ACE Sistemas de Informação, Ltda ²	Avenida das Nações Unidas 12.495, 6th Floor, 2nd Room Torre A - Torre Nações Unidas, Brooklin Nova, City of São Paulo, State of São Paulo, 04578-000, Brazil	Dormant	Ordinary	100%
CGI América do Sul Soluções de Tecnologia Ltda	Avenida Presidente Castelo Branco, no. 77, Cidade de Mogi des Cruzes, Estado de São Paulo, CEP 08820-460, Brazil	IT Consulting	Ordinary	95.69%

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

Subsidiary undertakings (continued)				
Name	Registered office	Principal activity	Class of shares	Holding
CGI Belgium NV	Vuurberg - Airport Plaza, Building C Kyoto, Leonardo Da Vincilaan 19, 1831 Diegem, Belgium	IT Consulting	Ordinary	69%
CGI d.o.o. ³	Sarengadska 9, 10000 Zagreb, Croatia	Dormant	Ordinary	95%
CGI South América Holdings Participações Ltda ²	Avenida das Nações Unidas 12.495, 6th Floor, 2nd Room Torre A - Torre Nações Unidas, Brooklin Nova, City of São Paulo, State of São Paulo, 04578-000, Brazil	Intermediate holding	Ordinary	96%
Parere AB	Torshamnsgatan 24, 164 98 Stockholm, Sweden	Dormant	Ordinary	100%
Finance CGI Suomi Oy	Karvaamokuja 2, 00380 Helsinki, Finland	Intermediate holding	Ordinary	100%
CGI Nordic Investments Limited	14th Floor, 20 Fenchurch Street, London, EC3M 3BY, United Kingdom	Intermediate holding	Ordinary	100%
Affecto Oy	Garverigränden 2 00380 Helsinki, Finland	IT Consulting	Ordinary	100%
CGI IT-konsulter AB	Torshamnsgatan 24, 164 98 Stockholm, Sweden	IT Consulting	Ordinary	100%
AS CGI Eesti ⁴	A. H. Tammsaare tee 47, Kristiine district, Tallinn city, Harju county, 11316, Estonia	IT Consulting	Ordinary	100%
CGI Nordic Holdings Limited	14th Floor, 20 Fenchurch Street, London, EC3M 3BY, United Kingdom	Intermediate holding	Ordinary	100%
Affecto Estonia OÜ ⁴	Pärnu mnt 15, Tallinn city, Harju county 10141, Estonia	Dormant	Ordinary	100%
CGI Danmark A/S	Lautruphøj 10, Ballerup 2750, Denmark	IT Consulting	Ordinary	87.57%
CGI Sverige AB	Torshamnsgatan 24, 164 98 Stockholm, Sweden	IT Consulting	Ordinary	100%

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

Subsidiary undertakings (continued)

Name	Registered office	Principal activity	Class of shares	Holding
IDK Fastigheter KB	Box 16061 Stockholm Sweden 10322	IT Consulting	Series A Series B Series C	100%
Acando Denmark Holding A/S	c/o Azets Insight A/S, 2730 Herlev, Denmark	Intermediate Holding	Ordinary	100%
Acando Denmark A/S	c/o Azets Insight A/S, 2730 Herlev, Denmark	IT Consulting	Ordinary	100%
Acando Latvia SIA	Dzelzavas iela 117, Riga, LV-1201, Latvia	IT Consulting	Ordinary	100%
Acando GmbH ^{5&6}	Millerntorplatz 1, 20359 Hamburg, Germany	IT Consulting	Ordinary	95%
Anywhere.24 GmbH ⁶	Lindberghstr 11, 82178 Puchheim, Germany	IT Consulting	Ordinary	95%
CGIISMC Information Systems and Management Consultants (Sverige) AB	Torshamnsgatan 24, 164 98 Stockholm, Sweden	Dormant	Ordinary	100%
CGI Finance Holdco Two Limited	14th Floor, 20 Fenchurch Street, London, EC3M 3BY, United Kingdom	Intermediate holding	Ordinary	100%
CGI Norge AS ^{7,8&10}	Grenseveien 86, N 0605, Oslo, Norway	IT Consulting	Ordinary	64%
CGI Suomi Oy	Garverigranden 2, (PL38) 00381 Helsinki, Finland	IT Consulting	Ordinary	89.50%
Acando AS ⁷	Tordenskiolds gate 8-10, 0160 Oslo, Norway	IT Consulting	Ordinary	100%
Inventas Fab AS ⁸	Innherredsveien 7, 7014 Trondheim, Norway	Dormant	Ordinary	100%
Inventas AS ⁸	Innherredsveien 7, 7014 Trondheim, Norway	IT Consulting	Ordinary	100%
September Business Intelligence AS	Lysaker tog 25, 1366 Lysaker, Norway	IT Consulting	Ordinary	100%

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

Subsidiary undertakings (continued)

Name	Registered office	Principal activity	Class of shares	Holding
Agree2 Norway AS ¹⁰	Tordenskiolds gate 8-10, 0160 Oslo, Norway	IT Consulting	Ordinary	51%
Logica International Limited	14th Floor, 20 Fenchurch Street, London, EC3M 3BY, United Kingdom	Dormant	Ordinary	100%
CGI Latvia SIA ⁹	Vilandes iela 3, Riga, LV-1010, Latvia	IT Consulting	Ordinary	100%
CGI IT Latvia, SIA ⁹	G.Astras 8b, Business center ASTRAS BIROJI, 6th Fl. Riga Latvia LV-1082	IT Consulting	Ordinary	100%
Mebius IT Vilnius UAB	Perkunkiemio g. 4A Vilnius Lithuania.	Dormant	Ordinary	100%
CGI Information Technology Solutions Proprietary Limited	22 Wellington Road, Parktown, Johannesburg, Gauteng, 2193, South Africa	IT Consulting	Ordinary	100%
CGI Lithuania, UAB	Vilniaus m. sav. Vilniaus m. Perkunkiemio g. 4a, Lithuania	IT Consulting	Ordinary	100%
Affecto Poland Sp.z o.o.	ul. Plac Pilsudskiego 2, 00-780 Warszawa, Polska	IT Consulting	Ordinary	100%

1. Effective December 2, 2019, Escritomática – Racionalização e Segurança, Lda changed its name to CGITI II Servicos,Lda.

2. Effective December 31, 2019, ACE Sistemas de Informação Limitada and CGI South América Holdings Participações Ltda merged into CGI Brasil Ltda.

3. Effective February 5, 2020, CGI d.o.o was dissolved.

4. Effective February 26, 2020, Affecto Estonia OÜ merged into AS CGI Eesti.

5. Effective July 15, 2020, Acando GmbH merged into CGI Deutschland B.V.&Co.KG.

6. Effective June 25, 2020, Anywhere.24 GmbH merged into Acando GmbH.

7. Effective October 1, 2019, Acando AS merged into CGI Norge AS.

8. Effective August 20, 2020, CGI Norge AS sold all of the shares in Inventas AS to a third party (Annet Vis AS). As a result, Inventas Fab AS being the sole subsidiary of Inventas AS is also no longer a CGI entity.

9. Effective August 27, 2020, CGI IT Latvia SIA merged into CGI Latvia SIA. CGI Latvia SIA in turn changed its name to CGI IT Latvia SIA.

10. Effective June 2, 2020, Agree2 Norway AS merged into CGI Norge AS.

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

12 Debtors

	2021 £000	2020 £000
Due after more than one year		
Amounts owed by group undertakings	309,427	314,522
Due within one year		
Amounts owed by group undertakings	16,384	-
	325,811	314,522

Amounts owed by group undertakings falling due within one year are unsecured and do not bear any interest. Amounts owed by group undertakings falling due after more than 1 year are unsecured and interest bearing at 3% (2020: 3%).

13 Cash at bank and in hand

	2021 £000	2020 £000
Cash at bank	3,236	3,036
	3,236	3,036

14 Creditors: Amounts falling due within one year

	2021 £000	2020 £000
Amounts owed to group undertakings	386	526
Corporation tax	1,661	1,644
	2,047	2,170

Amounts owed by group undertakings are payable on demand and do not bear interest.

15 Called up share capital

	2021 £000	2020 £000
Allotted, called up and fully paid		
1,176,174,604 (2020: 1,176,174,604) Ordinary shares of £0.90 each	1,058,557	1,058,557

CGI CORPORATE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2021

16 Reserves

Share premium account

Share premium account represents the excess of the issue price over the par value on shares issued. During the year the share premium increased by £Nil (2020: £Nil).

Profit and loss account

Profit and loss account includes cumulative profits and profit for the current year.

17 Related party transactions

As a wholly owned subsidiary undertaking of the ultimate parent undertaking, CGI Inc., the Company has taken advantage of the exemption under FRS 101, the requirements in IAS 24 'Related Party Disclosures' from disclosing transactions with other members of the group headed by CGI Inc., whose accounts are publicly available.

18 Post balance sheet events

There have been no events to report after the balance sheet date.

19 Controlling party

The Company's majority shareholder is Logica Limited. CGI Inc., a company incorporated in Quebec, Canada, is the ultimate parent undertaking of the smallest and largest group of undertakings of which the Company is a member and for which group financial statements are drawn up. The consolidated financial statements of CGI Inc. can be obtained by visiting the Investors section on CGI's web site at www.cgi.com or by contacting Investor Relations by mail or telephone:

Investor Relations

CGI Inc.

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