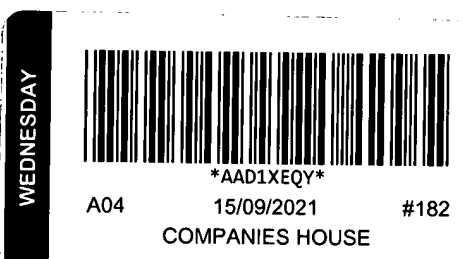


Moneycorp Financial Risk Management Limited
Annual report and financial statements
for the year ended 31 December 2020

Registered number: 05774742



Moneycorp Financial Risk Management Limited

Company information

Company registration number
05774742

Date of incorporation
7 April 2006

Registered office
Floor 5, Zig Zag Building
70 Victoria Street
London
SW1E 6SQ

Directors
A Harrison (appointed 5 October 2020)
M Horgan
L McDarby (appointed 5 October 2020)
N Haslehurst (resigned 5 October 2020)

Independent auditors
BDO LLP
55 Baker Street
London
W1U 7EU

Bankers
Barclays Bank Plc
1 Churchill Place
London
E14 5HP

Royal Bank of Scotland Plc
250 Bishopsgate
London
EC2M 4AA

Trading name
Moneycorp Financial Risk Management Limited

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Moneycorp Financial Risk Management Limited

Strategic report

For the year ended 31 December 2020

The Directors present their strategic report for the year ended 31 December 2020.

Review of the business and future developments

The principal activities of Moneycorp Financial Risk Management Limited ('the Company') are acting as a broker in the provision of foreign currency products, specifically spot, forward and options to businesses and individuals.

As the Company provides services to clients linked to 'financial instruments' and the venues where those instruments are traded, the Company falls within scope of the Markets in Financial Instruments Directive (MiFID). MiFID II, which took effect in January 2018, was designed to offer greater protection for investors and inject more transparency into all asset classes, extending the MiFID requirements.

Performance for the year and outlook

The profit for the year after taxation amounted to £2,265k (2019: £2,413k). Net assets at 31 December 2020 were £7,886k (2019: £5,621k). All comparatives relate to the year ended 31 December 2019.

On a like-by-like comparison, operating revenue generated from option premiums reduced by £1,856k (23%). Revenue from regulated forwards and options, in the form of margin on traded derivative contracts increased by £411k. For financial reporting purposes this revenue is presented as a net gain on financial instruments held at fair value through profit or loss.

Administrative expenses decreased by £404k in line with the reduction of revenue.

Overall, the Company performed well during 2020 given the difficult global economic environment with the Company remaining operational throughout, albeit largely in a working-from-home capacity. The safety and wellbeing of our employees, clients and other stakeholders was a key priority during 2020 and will continue to remain so into the future.

The results since 31 December 2020 have been outlined in the Directors Report, as part of the going concern assessment, and are in line with expectations given the migration of a substantial part of the business to a related Moneycorp Group company in Quarter 4 2020 (see below for details regarding the migration).

The Company's strategic objective for the future is to generate further revenue growth through expanding its client base whilst retaining existing clients.

Migration of European business following Brexit

Following the passing of the EU (Withdrawal Agreement) Bill on 31 January 2020 the UK left the European Union (EU), but was allowed to continue its relationship until the end of the transitional period being 31 December 2020. During the transitional period the UK and EU were to negotiate their future relationship. On 24 June 2020 the Moneycorp Group was granted a MiFID and e-money licence (EMI) in Ireland through Moneycorp Technologies Limited (MTL) from the Central Bank of Ireland. See note 26 to the financial statements for definition of the Moneycorp Group.

All clients of both the Spanish and Irish branches of the Company were migrated to MTL in December 2020 which included both the European based clients and UK based clients. Additionally all European based clients of the Company that traded via the UK based office were also migrated. This occurred in November and December 2020. The net liabilities of the branches were migrated in December 2020 along with the transfer of employees. Refer to note 10 of the financial statements for further details.

The Company's Irish and Spanish branches are now non-operating and will look to be wound up in due course.

Risk management

The Company is authorised and regulated by the Financial Conduct Authority (FCA) and does not consider current or known future regulation to be financially or operationally prohibitive.

The Company's risk management framework is designed to ensure that material business risks throughout the organisation are identified and effectively managed. The Company operates a risk management model with three lines of defence, being management control, risk and compliance oversight functions and independent assurance.

Moneycorp Financial Risk Management Limited

Strategic report

For the year ended 31 December 2020

Risks management - continued

The responsibility for risk management resides at all levels, from the Board and the executive committee down through the organisation. These responsibilities are distributed so that risk/return decisions are taken at the most appropriate level, as close as possible to the business, and remain subject to effective review and challenge. The responsibilities for effective review and challenge reside with senior managers, the audit committee, internal audit, the independent risk function, the risk committee and ultimately the Board.

The Company has identified the following key areas of risk:

Operational risk

Management has identified operational risk as the business's primary risk. Operational risk includes the risk arising within the organisation from inadequate or failed internal processes, inadequately designed or maintained systems, inappropriate staff levels or inadequately skilled or managed people. Operational risk exposures are identified, managed and controlled by management at all levels of the Company. Internal controls include the organisational structures and delegation of authority within the Company. Systems are designed to manage and, as far as possible, eliminate the risk of failure to achieve business objectives and can provide robust, but not absolute, assurance against material misstatement or loss.

The Company leverages largely off the Moneycorp Group's systems and infrastructure, whose operational budgets include appropriate investment levels to ensure that critical systems and processes are maintained, that client data is protected and staff are properly trained and developed.

Regulatory and compliance risk

Regulatory risk is the risk of financial or reputational losses arising from failure to meet the requirements of the Company's regulators. Compliance risk is the risk that the Company fails to adhere to the relevant rules and regulations that apply to its business.

Regulatory and compliance policy is led centrally by the Moneycorp Group Compliance and Risk Manager and there is a dedicated compliance team within the business. This team ensures compliance with Anti Money Laundering and Countering Financing of Terrorism (AML/CFT), sanctions and other legal, regulatory and licensing requirements including compliance with all FCA requirements. The Moneycorp Group's legal team, in conjunction with external legal advisers, advises on the regulatory environment in which the Company operates and provides advice on any measures required to maintain operating licences as appropriate.

Cyber and technology risk

The Company and the wider Moneycorp Group have invested heavily in cyber security software that enables the detection of malware, viruses and phishing scams. The Moneycorp Group has in place a cyber security training programme for all staff to raise awareness of the potential threats and tactics used by cyber criminals.

Financial risks

Currency risk - The Company's business activities primarily involve brokering derivative contracts, specifically foreign currency forwards and foreign currency options, to clients and entering back to back arrangements with a related party, TTT Moneycorp Limited. As such the back to back nature of the transactions eliminates currency risk for the Company on these balances.

The Company maintains bank balances in a number of currencies, and is therefore exposed to movements in foreign exchange rates on these balances.

Liquidity risk - The settlement of derivative financial instrument contracts and other short term working capital requirements necessitates adequate liquidity which is generated through intra-day settlement facilities. These facilities are provided by a range of financial institutions with which the Moneycorp Group has a long trading history. The Company seeks to manage this risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Moneycorp Financial Risk Management Limited

Strategic report

For the year ended 31 December 2020

Risks management - continued

Credit risk - Credit risk arises from the possibility that the Company will incur financial losses from the failure of a client or counterparty to meet its obligations under a contract. The Company does not generally provide credit to its clients but credit exposures can arise, normally for a short period of time, as the Company depends on its clients to pay for monies and services provided and to perform on foreign exchange contracts. All material credit exposures require approval by the Moneycorp Group Credit Committee which is made up of individuals who are independent from the revenue generating functions of the business. Credit exposures are monitored daily against approved risk tolerance limits and client margins are called for where it is deemed appropriate. More information is disclosed in notes 16 and 22 to the financial statements.

Physical risk

Physical risk arises from the Company's exposure to theft, misappropriation or damage to its physical assets. The Company maintains appropriate physical security measures and operates suitable policies and procedures to mitigate this risk. The Company also maintains appropriate levels of insurance to limit its exposure.

Impact of COVID-19 on the Company's risk management

The Directors continue to consider the risks faced by the Company as a result of the COVID-19 outbreak including the potential impact on the demand for the Company's foreign currency products, change in credit risk of clients and liquidity of financial assets. The Company has not experienced any significant change in risks to date since the global pandemic was declared, however the Directors will continue to monitor any developments and respond accordingly.

The Directors have assessed the impact of COVID-19 on the business performance to date below and on the going concern assumption for the Company. Refer to the Directors Report for further details.

Director's duties under Section 172 of the Companies Act 2006

The Directors are mindful of their responsibilities under section 172 of the Companies Act 2006. Whilst performing their duties the Directors have acted in a way that they consider, in good faith, to be most likely to promote the success of the Company for the benefit of its members whilst taking into consideration a range of stakeholders' views/issues. This includes consideration of the following points:

- the likely consequences of any decisions in the long-term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with suppliers, clients and others;
- the impact of the Company's operations on the community and environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between shareholders of the Company.

The intention of the Directors is to behave responsibly and ensure that management operate the business in an appropriate manner, operating with the high standard of conduct expected of a regulated business such as ours. The intention is to nurture the Company's reputation through the relationships that are created and managed with key stakeholders.

Important decisions that could have an impact on the stakeholders are discussed in an open and transparent manner. As an example, the decision to transfer the European business of the Company to a related Moneycorp Group company, and the subsequent implementation of this, represented a significant decision which impacted various stakeholders during the year.

We recognise that the Company's clients are at the very heart of our business and that treating clients fairly is a key ingredient to developing and maintaining a long term sustainable business. Business is always conducted with integrity, skill, care and diligence. The business pays due regard to the information needs of its clients and communicates information to them in a way which is clear, fair and not misleading. As such, clients can be confident that they are dealing with a business where the fair treatment of clients is central to the corporate culture. Clients were kept well informed about the impact of Brexit on the Company and as a result the migration of clients to a related Moneycorp Group company occurred with a high retention rate.

Moneycorp Financial Risk Management Limited

Strategic report

For the year ended 31 December 2020

Director's duties under Section 172 of the Companies Act 2006 - continued

The Company is committed to employee involvement as it believes that its business objectives are best achieved if the Company's employees understand and support the strategy. As a Company we act with honesty and integrity and recognise that well trained, highly motivated staff are our most important asset. In addition, training is available and provided to all levels of staff, and investment in employee development is a priority. The Directors ensure communication to employees regarding any key decisions that impact the business are done regularly and openly. As a result of Brexit, the employees of the Spanish branch of the Company were transferred to a related Moneycorp Group company. Employees were engaged throughout this process to ensure transparency and fluidity of the migration process.

The Company's policy is not to discriminate against anyone, on any grounds. The Company is committed to employment policies which follow best practice, based on equal opportunities for all, irrespective of age, sex or sexual orientation, race, colour, disability or marital or civil partnership status. The Company gives full and fair consideration to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the Company.

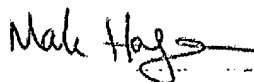
The Company operates in a highly regulated environment and the Directors acknowledge the importance of open and continuous dialogue with its regulators. As steps are taken to achieve its strategic objectives, the Directors pay careful consideration to the corresponding risks faced by the Company. Regular risk committee meetings are held to ensure that the Company is meeting its regulatory requirements including compliance with all FCA requirements.

Good ethics, good business and best practice are compatible and produce the best long term results. The Company's values of accountability, collaboration, determination, integrity and recognition are embedded throughout the business.

Subsequent events

There are no subsequent events to disclose between the reporting date and the date of signing this report.

On behalf of the Board



M Horgan
Director
13 May 2021

Moneycorp Financial Risk Management Limited

Directors' report

For the year ended 31 December 2020

The Directors present their report and the audited financial statements of Moneycorp Financial Risk Management Limited (the 'Company') incorporated and domiciled in England and Wales, United Kingdom (UK) for the year ended 31 December 2020.

Directors

The Directors listed below have served the Company during the year and up to the date of signing the financial statements unless otherwise stated:

Executive Director	A Harrison (appointed 5 October 2020)
Executive Director	M Horgan
Executive Director	L McDarby (appointed 5 October 2020)
Executive Director	N Haslehurst (resigned 5 October 2020)

None of the Directors hold any interest in the shares of the Company.

Further details about the Company can be found in the Company Information on page 1.

Principal activities and outlook

The principal activities of the Company are acting as a broker in the provision of regulated foreign currency products specifically foreign exchange spots, forwards and European and American options to businesses and individuals. The Company is authorised and regulated by the Financial Conduct Authority (FCA). The Company has a branch in both Spain and Ireland which are not subject to the regulation by the FCA. As detailed in the Strategic Report, the trade and net liabilities of these branches were migrated to a related Moneycorp Group company during the year. See note 26 to the financial statements for definition of the Moneycorp Group.

A review of the business and future developments, including subsequent events, along with the Company's risk management are described within the Strategic Report on pages 3-6.

Results and dividends

The statement of comprehensive income for the year ended 31 December 2020 is set out on page 13. The Directors do not recommend the payment of a dividend (year ended 31 December 2019: nil).

Performance measurement

The Company's most significant Key Performance Indicators (KPIs) are measured as follows:

- revenue growth;
- client acquisition and retention; and
- EBITDA growth.

Charitable and political donations

No donations were made for charitable or political purposes during the year (year ended 31 December 2019: nil).

Going concern basis

The Directors assess the Company's going concern for a period of at least 12 months from the signing of the annual report and financial statements. The assessment has been undertaken by considering the risk factors and events arising subsequent to year end, outlined in the Strategic Report, as well as the impact of the migration of European based clients out of the Company.

Moneycorp Financial Risk Management Limited

Directors' report

For the year ended 31 December 2020

Going concern basis - continued

In making this assessment the Directors considered:

- whether there is sufficient liquidity and financing to support the business, its corporate transactions and future trading;
- whether post balance sheet trading is in line with expectations;
- if the Company would be able to trade after the impact of a reasonable downside scenario on performance;
- the adequacy of insurance cover;
- the continued availability of financing facilities and trading lines;
- the regulatory environment in which the Company operates;
- the effectiveness of risk management policies, in particular, business continuity, compliance, regulatory and counterparty risks; and
- the financial support from the intermediate and ultimate holding companies to support its business.

As a result of Brexit and the migration of all European based clients to a related Moneycorp Group company in Quarter 4 2020, it is expected that the Company's trade and results will decrease in 2021. For Quarter 1 2021 the Company reported revenue of £2,211k. This represents a 41% decrease against Quarter 1 2020 results (Quarter 1 2020 includes the revenue from both the Spanish branch and European clients of the UK Company which are both nil in 2021). The Company however is still returning positive EBITDA with results for Quarter 1 2021 of £522k.

Going concern of the Company is considered as part of the Moneycorp Group's going concern assessment. As part of this the Directors have undertaken scenario planning to understand the impact on the EBITDA and cash flows for the Moneycorp Group's International Payment business unit (which includes the Company). This assessment included various scenarios including a stress scenario (25% reduction to international payment revenue from the 2021 budget, forecasted out for at least 12 months from the signing date of this report).

The Directors have concluded that even if the stress scenario were to occur, the Moneycorp Group and the Company could continue to operate as a going concern and trade through this uncertain period after giving consideration to the following supporting factors:

- the diversity of the Moneycorp Group and Company's operations, product offerings and client base assists in reducing the overall risk;
- the positive ongoing relationship with the wider Moneycorp Group's lenders including that shown during 2020; and
- the agreed financial support from the ultimate controller to the Moneycorp Group in the form of short term funding or increased equity funding in order to support operations.

The Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result if the Moneycorp Group and Company were unable to continue as a going concern.

Brexit

Following the passing of the EU (Withdrawal Agreement) Bill on 31 January 2020 the UK left the European Union (EU), but was allowed to continue its relationship until the end of the transitional period being 31 December 2020. In November and December 2020 the European based trade and net liabilities of the Company and its branches were migrated to a European based company within the Moneycorp Group. Refer to the Strategic Report for further details.

The Company's Irish and Spanish branches are now non-operating and will look to be wound up in due course.

The Directors do not believe that the impact of the above will have a significant effect on the Company including its ability to continue as a going concern.

Moneycorp Financial Risk Management Limited

Directors' report

For the year ended 31 December 2020

Statement of Directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable laws 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU). 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;
- state whether applicable IFRSs as adopted by the EU 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. 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.

Directors' confirmations

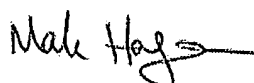
In the case of each director in office at the date the Directors' Report is approved:

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

Independent auditors

BDO LLP were appointed as auditors for the year ended 31 December 2020 and have indicated their willingness to continue in office. A resolution that they will be reappointed will be proposed at the next meeting of the Board of Directors.

On behalf of the Board



M Horgan
Director
13 May 2021

Independent auditors' report to the members of Moneycorp Financial Risk Management Limited

For the year ended 31 December 2020

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Moneycorp Financial Risk Management Limited ("the Company") for the year ended 31 December 2020, which comprise the Statement of comprehensive income, Balance sheet, Statement of changes in equity, Statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent auditors' report to the members of Moneycorp Financial Risk Management Limited

For the year ended 31 December 2020

Other Companies Act 2006 reporting

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

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

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

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of Directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

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

We gained an understanding of the legal and regulatory framework applicable to the company and the industry in which the company operates, and considered the risk of acts by the company which were contrary to applicable laws and regulations, including fraud. These included but were not limited to compliance with Companies Act 2006, those resulting from being authorised by the Financial Conduct Authority to undertake regulated activities and relevant accounting standards.

Independent auditors' report to the members of Moneycorp Financial Risk Management Limited

For the year ended 31 December 2020

We considered compliance with this framework through discussions with management and performed audit procedures on these areas as considered necessary. Our procedures involved enquiries with Management, review of the reporting to the directors with respect to compliance with laws and regulation, review of board meeting minutes and review of legal correspondence.

We focused on laws and regulations that could give rise to a material misstatement in the company financial statements.

Our tests included, but were not limited to:

- We discussed among the engagement team how and where fraud might occur in the financial statements and any potential indicators of fraud. As part of this discussion, we identified potential for management bias in the client cash creditor. Furthermore, we communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit;
- agreement of the financial statement disclosures to underlying supporting documentation;
- enquiries of management;
- Testing of journal postings made during the year to identify potential management override of controls;
- Review of minutes of board meetings throughout the period; and
- Obtaining an understanding of the control environment in monitoring compliance with laws and regulations

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that 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, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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

BDO LLP

Orla Reilly (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London, UK

Date: 13 May 2021

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Moneycorp Financial Risk Management Limited
Statement of comprehensive income
For the year ended 31 December 2020

	Note	2020 £000	2019 Restated* £000
Continuing operations:			
Revenue	7	9,479	10,933
Administrative expenses	8	(7,540)	(7,944)
Net foreign exchange gains/(losses)		372	(244)
Operating profit		2,311	2,745
Finance costs		(20)	
Profit before tax		2,291	2,745
Tax charge	9	(127)	(97)
Profit from continuing operations		2,164	2,648
Profit/(loss) from discontinued operations	10	101	(235)
Profit and total comprehensive income for the year attributable to the owners of the Company		2,265	2,413

* See note 2 for details regarding the restatement as a result of the change in presentation of discontinued operations.

No other comprehensive income items were recorded during the year (2019: nil).

The above statement should be read in conjunction with the accompanying notes on pages 17 to 43.

Moneycorp Financial Risk Management Limited

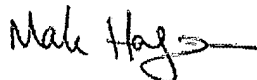
Balance sheet

As at 31 December 2020

	Note	2020 £000	2019 Restated* £000
Non-current assets			
Property, plant and equipment	11	-	15
Right-of-use asset	12	4	26
Deferred tax asset	17	7	10
		<u>11</u>	<u>51</u>
Current assets			
Cash and cash equivalents	14	3,564	1,798
Trade and other receivables	15	6,052	2,523
Prepayments		-	4
Derivative financial instruments	16	24,419	30,977
		<u>34,035</u>	<u>35,302</u>
Total assets		<u>34,046</u>	<u>35,353</u>
Non-current liabilities			
Lease liabilities	12	-	(4)
		-	<u>(4)</u>
Current liabilities			
Bank overdraft	18	(240)	(73)
Trade and other payables	19	(2,470)	(463)
Current tax liabilities		(616)	(583)
Lease liabilities	12	(6)	(25)
Derivative financial instruments	16	(22,828)	(28,584)
		<u>(26,160)</u>	<u>(29,728)</u>
Total liabilities		<u>(26,160)</u>	<u>(29,732)</u>
Net assets		<u>7,886</u>	<u>5,621</u>
Equity			
Share capital	20	2,100	2,100
Retained earnings		5,786	3,521
Total equity		<u>7,886</u>	<u>5,621</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of overdrawn bank balances.

The financial statements of Moneycorp Financial Risk Management Limited (registered number 05774742) were approved by the Board of Directors and authorised for issue on 13 May 2021. The Directors do not have the power to amend the financial statements after issue. They were signed on its behalf by:



Director
M Horgan

The above balance sheet should be read in conjunction with the accompanying notes on pages 17 to 43.

Moneycorp Financial Risk Management Limited
Statement of changes in equity
For the year ended 31 December 2020

	Share Capital £000	Retained earnings £000	Total Equity £000
Balance at 1 January 2019	2,100	1,108	3,208
Profit for the year	-	2,413	2,413
Total comprehensive income	-	2,413	2,413
Balance at 31 December 2019	2,100	3,521	5,621
Balance at 1 January 2020	2,100	3,521	5,621
Profit for the year	-	2,265	2,265
Total comprehensive income	-	2,265	2,265
Balance at 31 December 2020	2,100	5,786	7,886

The above statement should be read in conjunction with the accompanying notes on pages 17 to 43.

Moneycorp Financial Risk Management Limited

Statement of cash flows

For the year ended 31 December 2020

	Note	2020 £000	2019 £000
Cash flows from operating activities			
Net cash generated from operations	21	7,292	775
Interest paid		(20)	-
Income tax paid		(89)	-
Net cash inflow from operating activities		<u>7,183</u>	<u>775</u>
Cash flows from financing activities			
Repayments of lease liabilities		(23)	(19)
Cash of European business transferred to other related party	1,10	(5,596)	-
Net cash outflow from financing activities		<u>(5,619)</u>	<u>(19)</u>
Net increase in cash and cash equivalents		<u>1,564</u>	<u>756</u>
Cash and cash equivalents at the beginning of the year		1,725	1,019
Effects of exchange rate changes on cash and cash equivalents		35	(50)
Cash and cash equivalents at the end of the year	14	<u><u>3,324</u></u>	<u><u>1,725</u></u>

The above statement should be read in conjunction with the accompanying notes on pages 17 to 43.

Moneycorp Financial Risk Management Limited

Notes to the financial statements

For the year ended 31 December 2020

1. GENERAL INFORMATION

Moneycorp Financial Risk Management Limited (the 'Company') is a private company limited by shares, incorporated in England and Wales, United Kingdom (UK) under the Companies Act 2006. The address of the registered office is given in the company information on page 1. The nature of the Company's operations and its principal activities are set out in the Strategic Report on pages 3 to 5.

Migration of European business following Brexit

Following the passing of the EU (Withdrawal Agreement) Bill on 31 January 2020 the UK left the European Union (EU), but was allowed to continue its relationship until the end of the transitional period being 31 December 2020. During the transitional period the UK and EU were to negotiate their future relationship. On 24 June 2020 the Moneycorp Group was granted a MiFID and e-money licence (EMI) in Ireland through Moneycorp Technologies Limited (MTL) from the Central Bank of Ireland. See note 26 for definition of the Moneycorp Group.

All clients of the Spanish and Irish branches of the Company were migrated to MTL in December 2020 which included both the European based clients and UK based clients. On 11 December 2020 the Company transferred the net liabilities of the branches to MTL for a consideration equal to the carrying amount of the net liabilities of £2,292k. No gain or loss was recognised upon the sale. Employees were also transferred on 11 December 2020. As no cash consideration was exchanged as a result of the transaction, the contra of the net amount transferred is included within trade and other payables at year end in note 19. The operations of the branches have been reclassified and shown separately as discontinued operations from 1 January 2019 through to 31 December 2020 in these financial statements. Refer to note 10 for further details.

The Company's Irish and Spanish branches are now non-operating and will look to be wound up in due course.

Additionally, all European based clients of the Company that traded via the UK based office were also migrated. This occurred in November and December 2020. See below a summary of their associated balances transferred:

Balances of European-based clients of the UK Company transferred	£000
Cash and cash equivalents	4,037
Derivative financial instrument assets	10,303
Trade and other payables	(4,037)
Derivative financial instrument liabilities	<u>(10,303)</u>
	<u>-</u>

2. BASIS OF PREPARATION

Compliance with IFRS

The financial statements have been prepared in accordance with International Financial Reporting Standards and International Accounting Standards as issued by the International Accounting Standards Board (IASB) and Interpretations (collectively IFRSs).

Historical cost convention

The financial statements have been prepared on the historical cost basis, except for certain financial assets and liabilities (including derivative financial instruments) which are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

Moneycorp Financial Risk Management Limited

Notes to the financial statements (continued)

For the year ended 31 December 2020

2. BASIS OF PREPARATION - CONTINUED

Historical cost convention - continued

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs on the fair value measurement in its entirety. Refer to note 16 for details over each level.

Going concern basis

The Directors assess the Company's going concern for a period of at least 12 months from the signing of the annual report and financial statements. The assessment has been undertaken by considering the risk factors and events arising subsequent to year end, outlined in the Strategic Report, as well as the impact of the migration of European based clients out of the Company.

In making this assessment the Directors considered:

- whether there is sufficient liquidity and financing to support the business, its corporate transactions and future trading;
- whether post balance sheet trading is in line with expectations;
- if the Company would be able to trade after the impact of a reasonable downside scenario on performance;
- the adequacy of insurance cover;
- the continued availability of financing facilities and trading lines;
- the regulatory environment in which the Company operates; and
- the effectiveness of risk management policies, in particular, business continuity, compliance, regulatory and counterparty risks.

The performance for the Company for the first quarter of 2021 has been detailed in the going concern section of the Directors Report. Despite the loss of clients due to their migration to another Moneycorp Group company following Brexit, the Company has continued to perform in line with expectations returning positive EBITDA.

Going concern of the Company is considered as part of the Moneycorp Group's going concern assessment. As part of this, the Directors have undertaken scenario planning to understand the impact on the EBITDA and cash flows for the Moneycorp Group's International Payment business unit (which includes the Company). This assessment included various scenarios including a stress scenario (25% reduction to international payment revenue from the 2021 budget, forecasted out for at least 12 months from the signing date of these financial statements).

The Directors have concluded that even if the stress scenario were to occur, the Moneycorp Group and the Company could continue to operate as a going concern and trade through this uncertain period after giving consideration to the following supporting factors:

- the diversity of the Moneycorp Group and Company's operations, product offerings and client base assists in reducing the overall risk;
- the positive ongoing relationship with the wider Moneycorp Group's lenders including that shown during 2020; and
- the agreed financial support from the ultimate controller to the Moneycorp Group in the form of short term funding or increased equity funding in order to support operations.

The Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result if the Moneycorp Group and Company were unable to continue as a going concern.

Comparative numbers

Discontinued operations

As a result of the migration of the Company's European based business to MTL, other related party, comparative balances in the statement of comprehensive income and corresponding notes have been restated to meet the disclosure requirements of IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*. Refer to note 10 for further details.

Moneycorp Financial Risk Management Limited **Notes to the financial statements (continued)** For the year ended 31 December 2020

2. BASIS OF PREPARATION - CONTINUED

Comparative numbers - continued

Bank overdrafts

The Company has changed its accounting policy, and subsequently the presentation, of bank overdrafts during the current year as a result of an error. Historically bank overdrafts were presented net of cash and cash equivalents, however are now shown separately as a bank overdraft on the balance sheet. This change has been made because there is no legally enforceable right to offset these and therefore net-off is not permitted as per IAS 32 *Financial Instruments – Presentation*. For comparability, the prior year presentation has also been updated.

There have been no changes to the reported profit after tax or overall net asset positions presented within the primary statements as a result of the above presentation changes. Certain other prior year comparatives within the notes to the financial statements have been updated to reflect current year presentation.

3. NEW AND REVISED STANDARDS ADOPTED IN THE CURRENT YEAR

The Company has adopted the following standards and amendments for the first time for the annual reporting year commencing 1 January 2020:

Standard	New standard / amendment:
- IAS 1 <i>Presentation of Financial Statements</i> and IAS 8 <i>Accounting Policies, Changes in Accounting Estimates and Errors</i> - Definition of Material	Amendment
- IFRS 3 <i>Business Combinations</i> - Definition of a Business	Amendment
- IFRS 16 <i>Leases</i> - COVID-19 Related Rent Concessions	Amendment
- Revised Conceptual Framework for Financial Reporting	Amendment
- IFRS 7 <i>Financial Instruments: Disclosures</i> , IFRS 9 <i>Financial Instruments</i> and IAS39 <i>Financial Instruments Recognition and Measurement</i> - Interest Rate Benchmark Reform	Amendment

None of these developments have had a material effect on how the Company's statement of comprehensive income and balance sheet for the current or prior period have been prepared or presented.

4. NEW AND REVISED STANDARDS NOT YET ADOPTED

On 31 January 2020 the UK exited the EU. During the transition period, which ended on 31 December 2020, companies continued to apply IFRS as adopted by the EU. For financial periods beginning on or after 1 January 2021, companies are to apply IFRS Standards as adopted by the UK (IFRS UK). The Company's 2021 financial statements will therefore be prepared under IFRS UK. Currently the UK-adopted IFRS are identical to EU-adopted IFRS.

Certain new standards and interpretations have been published that are not mandatory for the 31 December 2020 reporting period and have not been early adopted by the Company.

Standard	New standard / amendment:	Effective for annual reporting periods beginning on or after:
- IFRS 17 <i>Insurance Contracts</i>	New	1 January 2023
- IAS 1 <i>Presentation of Financial Statements</i>	Amendment	1 January 2023
- IAS 16 <i>Property, Plant and Equipment</i>	Amendment	1 January 2022
- IAS 37 <i>Provisions, Contingent Liabilities and Contingent Assets</i>	Amendment	1 January 2022
- IFRS 3 <i>Business Combinations</i>	Amendment	1 January 2022
- Annual Improvements to IFRS Standards 2018-2020: IFRS 9 <i>Financial Instruments</i> , IFRS 16 <i>Leases</i> , IFRS 1 <i>First time Adoption of IFRS</i> , IFRS 4 <i>Agriculture</i>	Amendment	1 January 2022
- IAS 28 <i>Investments in Associates and Joint Ventures</i>	Amendment	Yet to be advised
- IFRS 10 <i>Consolidated Financial Statements</i>	Amendment	Yet to be advised

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

4. NEW AND REVISED STANDARDS NOT YET ADOPTED - CONTINUED

None of the above standards that are not yet effective are expected to have a material impact on the Company in the current or future reporting periods or on foreseeable future transactions.

5. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted are set out below. These policies have been consistently applied to both years presented unless otherwise stated.

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in pound sterling (GBP), which is the Company's functional and presentation currency, and have been rounded to the nearest thousand pounds, except when otherwise indicated.

Foreign currencies

Trading transactions denominated in foreign currencies are translated into the functional currency at the exchange rate on the date of the transaction.

At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are translated at year end exchange rates. Non-monetary items that are measured at historical cost in a foreign currency are not retranslated.

Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, to the functional currency, are recognised in the statement of comprehensive income.

Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation and any recognised impairment loss.

Depreciation of these assets commences when the assets are ready for their intended use.

Depreciation is recognised to write down the cost or valuation, less the residual value, of assets over their useful lives, using the straight-line method, on the following basis:

Computer equipment	4 years
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The estimated useful lives, residual values, and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes in the estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The gain or loss arising on the disposal or scrapping of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of comprehensive income.

Impairment of property, plant and equipment

At each balance sheet date, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of comprehensive income, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the statement of comprehensive income, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Moneycorp Financial Risk Management Limited

Notes to the financial statements (continued)

For the year ended 31 December 2020

5. SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Financial instruments

Financial instruments are classified as financial assets, financial liabilities or equity instruments, and are initially recognised when the Company becomes party to the contractual provisions of the instrument.

Classification:

The Company classifies its financial assets and liabilities in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss); and
- those to be measured at amortised cost.

Recognition and derecognition:

Regular purchases and sales of financial assets are recognised on trade-date, the date on which the Company commits to purchase or sell the asset. All financial instruments are initially measured at fair value adjusted for transaction costs.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

The Company derecognises a financial liability when, and only when, the Company's obligations are discharged, cancelled or they expire.

The Company classifies its instruments based on the Company's business model for managing the financial assets and liabilities and the contractual terms of the cash flows. The Company's financial assets and liabilities are managed and their performance evaluated on a fair value basis.

Financial assets at amortised cost

Cash and cash equivalents

Cash and cash equivalents comprise of cash, including short-term bank deposits with an original maturity of three months or less. The carrying amount of these assets is approximately equal to their fair value. Any overdrawn bank accounts are presented separately on the balance sheet.

Trade and other receivables

Trade and other receivables relates to option premiums and related party receivables. They are recognised at original contract value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Impairment of financial assets at amortised cost

At the reporting date the Company measures a loss allowance on financial assets other than those at fair value through profit or loss. The Company applies the simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all financial assets at amortised cost regardless of if the risk has increased significantly since initial recognition or not. The amount of the loss allowance on financial assets is recognised in the statement of comprehensive income within administrative expenses.

For trade and other receivables, balances are written off against the net impairment loss where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a counterparty to engage in a repayment plan with the Company or the counterparty entering bankruptcy or financial reorganisation. Subsequent recoveries of amounts previously written off are credited against the same line item within administrative expenses.

Given the high credit quality and short term nature of the financial assets measured at amortised cost, the Company does not anticipate any material expected credit losses to be applicable for these assets.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

5. SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Financial liabilities at amortised cost

Trade and other payables

Trade and other payables, including accruals, represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months of the balance sheet date. They are recognised initially at original contract value, or expected contract value being the best estimate of fair value and subsequently measured at amortised cost using the effective interest method.

Included in trade and other payables is the Company's obligation to individuals and businesses in regards to outstanding client balances. They are recognised at the cash consideration received being the best estimate of fair value.

Derivative financial instruments

The Company enters into a variety of derivative financial instruments for trading purposes acting as a broker in the provision of foreign exchange spot, forward and option contracts to businesses and individuals.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently re-measured to their fair value at each balance sheet date. The resulting gain or loss is recognised in the statement of comprehensive income within revenue. Further details regarding the fair value measurement and valuation process of derivative financial instruments are disclosed in note 16.

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability.

Derivative financial instruments are held for trading and as such are presented as a current asset or a current liability, irrespective of the contractual maturity date.

Share capital

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

Revenue

Revenue consists of the margin earned between the buying and selling price of currencies sold in foreign exchange spot, forward and option contracts. As derivative contracts are classed as financial instruments, revenue is recognised based on the requirements of IFRS 9 *Financial Instruments*. Revenue is recognised on trade date and presented as a net gain on financial instruments held at fair value through profit or loss.

Option premium revenue is earned from entering option contracts with either banks or clients. Revenue is earned regardless of if an option is exercised or not. There is one agreed transaction price and it is wholly allocated to one performance obligation. Revenue is recognised at the point in time when the contract is entered into, with payment received subsequently as outlined on the contract.

Finance income and costs

The Company classifies interest on its operating bank accounts, as well as other costs associated with the management of cash and cash equivalents and debt, as finance costs.

Interest earned and paid on client held funds however forms part of the general operations of the Company and hence is presented as part of revenue and administrative expenses respectively.

Leases

The Company leases office space. Lease terms are negotiated on an individual basis and can often contain a wide range of different terms and conditions. The Company assesses whether a contract is, or contains a lease, at inception of a contract. The Company recognises a right-of-use asset and a corresponding lease liability at the date at which the leased asset is available for use by the Company with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. Lease payments for these leases are recognised on a straight-line basis as an expense in the statement of comprehensive income.

Moneycorp Financial Risk Management Limited

Notes to the financial statements (continued)

For the year ended 31 December 2020

5. SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Leases - continued

For contracts where the supplier has substantive rights to substitute the asset throughout the period of use, these do not meet the definition of a contract that contains a lease under IFRS 16 *Leases* and as such payments are recognised as an expense in the statement of comprehensive income in the period in which they are incurred.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the following lease payments:

- fixed payments (including in-substance fixed payments) less any lease incentives;
- variable lease payment that are based on an index or a rate;
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option; and
- payments to be made under extension options when it is reasonably certain that the Company will extend the lease.

The lease liability is initially measured at the present value of the above lease payments that are not paid at the commencement date, discounted using the rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases of the Company, the lessee's incremental borrowing rate is used. This is determined to be the rate that the Company would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term changes or there is a change in the assessment of exercise of a purchase option in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate; or
- the lease payments change due to changes in an index or rate, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement date and any initial direct costs. They are depreciated over the lease term or useful life of the underlying asset, whichever is shorter. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses.

Employee entitlements

Employee entitlements for salaries and wages, bonuses, annual leave and other similar benefits are recognised in the statement of comprehensive income when they accrue to employees.

Liabilities for salaries and wages, including non-monetary benefits, which are expected to be settled wholly within 12 months after the end of the period in which the employees render the related services are recognised in respect of employees' services up to the end of the reporting period and are measured using the amounts expected to be paid. The liabilities are presented as current employee related payables within trade and other payables on the balance sheet.

Taxation

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

Current taxation

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

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

5. SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Deferred taxation

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability in the balance sheet differs from its tax base. Deferred tax assets are recognised only if it is probable that future taxable profit will be available to utilise those temporary differences and losses. The amount of the asset or liability is determined using tax rates (and laws) that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the deferred tax asset is realised or the deferred liability is settled.

6. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 5, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical judgements in applying the Company's accounting policies

In the course of preparing the financial statements, no critical judgements have been made in the process of applying the Company's accounting policies, other than those involving estimations (refer to the below) that have had a significant effect on the amounts recognised in the financial statements.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Fair value measurements and valuation processes

Derivative financial assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available (Level 1). Foreign currency forwards and options are considered to be Level 2 as the fair value measurements are derived from inputs other than quoted prices that are directly or indirectly observable.

The fair value of derivative financial assets and liabilities are stated after adjustments to reflect counterparty credit risk. Information about the valuation techniques and inputs used in determining the fair value, including adjustments for credit risk, are disclosed in note 16.

The Company recognises derivative financial assets when counterparty positions are out of the money (from the perspective of the counterparty). Derivative financial liabilities are recognised by the Company when counterparty positions are in the money (from the perspective of the counterparty).

Counterparty credit risk adjustments on derivative financial assets are recorded within profit or loss. To prevent an accounting mismatch, the Company has elected to also recognise credit risk adjustments on derivative financial liabilities in profit or loss, rather than in other comprehensive income. The key judgements for counterparty credit risk adjustments are the credit ratings which are assigned internally by the Moneycorp Group Credit Department to counterparties and the corresponding default rate assigned to each credit rating.

Further judgements are made in regards to the default rate assigned to the Company which is applied to derivative financial liabilities in order to reflect the possibility of default by the Company. See note 16 for further details.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

6. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATION UNCERTAINTY – CONTINUED

Key sources of estimation uncertainty - continued

Impairment of financial assets at amortised cost

Under IFRS 9, a forward-looking impairment model, based on expected credit losses ('ECLs'), applies to financial assets held at amortised cost. ECLs are probability-weighted estimates of credit losses. In calculating this ECL allowance, the Company considers information about past events and current conditions as well as supportable information about future events and economic conditions. See note 22 for further details.

7. REVENUE

	2020 £000	2019 Restated* £000
Revenue earned from financial instruments:		
Net gain on financial instruments held at fair value through profit or loss	3,316	2,905
Revenue from contracts with customers		
Option premiums	6,141	7,997
Other revenue:		
Operating interest revenue	22	31
Total revenue	<u>9,479</u>	<u>10,933</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of discontinued operations.

Revenue presented above relates to transactions executed in the United Kingdom.

8. ADMINISTRATIVE EXPENSES

Included within administrative expenses are the following:

	2020 £000	2019 Restated* £000
Management charges (see note 25c)	7,317	7,533
Auditor's remuneration (see note 8a)	100	160
Bank charges and transaction fees	58	54
Legal and professional	58	7
Irrecoverable value-added tax	15	10
Net impairment losses on financial assets (see note 22)	13	162
Operating interest paid on client held funds	-	18
Other administrative costs	(21)	-
	<u>7,540</u>	<u>7,944</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of discontinued operations.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

8. ADMINISTRATIVE EXPENSES – CONTINUED

8a. Auditor's remuneration

The analysis of the auditors' remuneration included within administrative expenses is as follows:

	2020 £000	2019 £000
Fees paid or payable to the Company's auditors		
Audit of the Company's annual financial statements	36	100
Audit of the prior year Company's annual financial statements - incurred in the current year	3	-
Other non-audit fees		
Other assurance services - client money	25	40
Fees in relation to the prior year other assurance services - client money	36	20
Total audit fees paid or payable to Company auditors	<u>100</u>	<u>160</u>

Fees paid in relation to the 2019 audit, including £39k paid in 2020 in relation to the prior year, were paid to PricewaterhouseCoopers who were the Company's auditor in 2019. Fees in relation to the current year engagements totalling £61k relate to BDO LLP who were appointed as the Company's auditors in 2020.

9. TAX CHARGE

	2020 £000	2019 £000
Corporation tax:		
Current year charge	40	474
Adjustments in respect of prior years	84	(380)
Deferred tax:		
Current year charge	3	3
Total tax charge	<u>127</u>	<u>97</u>

Corporation tax is calculated at 19.00% (2019: 19.00%) of the estimated assessable profit for the year. The tax charge for the year can be reconciled to the profit per the statement of comprehensive income as follows:

	2020 £000	2019 Restated* £000
Profit before tax on continuing operations	<u>2,291</u>	<u>2,745</u>
Tax at the current tax rate of 19.00% (2019: 19.00%)	435	522
Tax effect of expenses that are not deductible	3	8
Prior year adjustment	84	(380)
Overseas tax differential for branch	(21)	(11)
Tax losses where no deferred tax is recognised	-	(45)
Transitional adjustments on IFRS conversion	3	3
Tax effect of Group relief received	(377)	-
Total tax charge for the year	<u>127</u>	<u>97</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of discontinued operations.

On 11 March 2020 it was announced (and received Royal assent on 22 July 2020) that the UK corporation tax rate would remain at 19% and not reduce to 17% (the previously enacted rate from 1 April 2020). On 3 March 2021, it was announced that from 1 April 2023, the main rate of corporation tax will increase to 25%. As this new law has not been substantively enacted at the balance sheet date, its effects are not included in the financial statements. The deferred tax balances included within the financial statements have been calculated with reference to the rate of 19% in accordance with IFRS.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

10. DISCONTINUED OPERATIONS

Following the passing of the EU (Withdrawal Agreement) Bill on 31 January 2020 the UK left the European Union (EU), but was allowed to continue its relationship until the end of the transitional period being 31 December 2020. During the transitional period the UK and EU were to negotiate their future relationship.

All clients of the Spanish and Irish branches of the Company were migrated to MTL in December 2020 which included both the European based clients and UK based clients. Additionally all European based clients of the Company that traded via the UK based office were also migrated. This occurred in November and December 2020. On 11 December 2020 the Company transferred the net liabilities of the branches to MTL, for a consideration equal to the carrying amount of the net liabilities of £2,292k.

The operations of the branches have, in accordance with IFRS 5, been reclassified into a single line and shown as discontinued operations from 1 January 2019 through to 31 December 2020 in the statement of comprehensive income.

To calculate continuing and discontinuing operations, Company inter-divisional eliminations have been allocated to be consistent with the way the transactions are accounted for between the divisions after the transfer i.e. between the Company and MTL.

10a. Financial performance

The financial performance of the discontinued branches is presented below:

	2020	2019
	£000	£000
Revenue	975	493
Administrative expenses (see note 10b.)	(813)	(764)
Net foreign exchange (losses)/gains	(13)	38
Operating profit/(loss)	149	(233)
Finance costs	(1)	(2)
Profit/(loss) before tax	148	(235)
Tax charge	(47)	-
Profit/(loss) and total comprehensive income/(loss) from discontinued operations	101	(235)

10b. Staff costs

Included within administrative expenses is £666k (2019: £611k) related to staff costs.

	2020	2019
	Number	Number
The average monthly number of employees was:		
Operations	10	10
	10	10
Their aggregate remuneration comprised:		
	2020	2019
	£000	£000
Wages and salaries	543	498
Social security costs	123	113
	666	611

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
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10. DISCONTINUED OPERATIONS - CONTINUED

10c. Cash flow information

	2020 £000	2019 £000
Cash flows from operating activities		
Net cash inflow from operations	868	292
Net cash inflow from operating activities	<u>868</u>	<u>292</u>
Cash flows from financing activities		
Repayments of lease liabilities	(23)	(19)
Cash of Spanish branch transferred to other related party	(1,559)	
Net cash outflow from financing activities	<u>(1,582)</u>	<u>(19)</u>
Net (decrease)/increase in cash and cash equivalents	<u>(714)</u>	<u>273</u>
Cash and cash equivalents at the beginning of the year	538	265
Cash and cash equivalents at the end of the year	<u><u>(176)</u></u>	<u><u>538</u></u>

10d. Details of the migration of European business

The net liabilities of the branches were migrated for a consideration equal to the carrying amount of the net liabilities of £2,292k. As a result no gain or loss was recognised upon the transfer. No cash was exchanged as settlement of the transaction and the contra of the net amount transferred is included within trade and other payables at year end. A summary of the net liabilities transferred has been provided below:

Branch net liabilities transferred	£000
Property, plant and equipment	1
Cash and cash equivalents	1,559
Derivative financial instruments assets	2,017
Trade and other payables	(3,801)
Current tax liabilities	(51)
Derivative financial instruments liabilities	(2,017)
	<u><u>(2,292)</u></u>

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

11. PROPERTY, PLANT AND EQUIPMENT

	Computer equipment £000
At 1 January 2019	
Cost	64
Accumulated depreciation	(34)
Net carrying amount	<u>30</u>
Year ended 31 December 2019	
Opening net carrying amount	30
Depreciation charge	(15)
Closing net carrying amount	<u>15</u>
At 31 December 2019	
Cost	64
Accumulated depreciation	(49)
Net carrying amount	<u>15</u>
Year ended 31 December 2020	
Opening net carrying amount	15
Net assets transferred	(1)
Depreciation charge	(14)
Closing net carrying amount	<u>-</u>
At 31 December 2020	
Cost	-
Accumulated depreciation	-
Net carrying amount	<u>-</u>

Net assets transferred during 2020 of £1k related to computer equipment for the Spanish branch which were transferred to MTL, other related party, in December 2020 as detailed in note 10.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

12. LEASES

12a. Amount recognised on the balance sheet

The balance sheet shows the following amounts relating to leases:

Right-of-use asset

	Buildings £000
At 1 January 2019	
Cost	48
Accumulated depreciation	
Net carrying amount	<u>48</u>
Year ended 31 December 2019	
Opening net carrying amount	48
Depreciation charge	(22)
Closing net carrying amount	<u>26</u>
At 31 December 2019	
Cost	48
Accumulated depreciation	(22)
Net carrying amount	<u>26</u>
Year ended 31 December 2020	
Opening net carrying amount	26
Depreciation charge	(22)
Closing net carrying amount	<u>4</u>
At 31 December 2020	
Cost	48
Accumulated depreciation	(44)
Net carrying amount	<u>4</u>

Lease liabilities

	2020 £000	2019 £000
Non-current	-	4
Current	<u>6</u>	<u>25</u>
	<u>6</u>	<u>29</u>

The right of use asset and corresponding lease liabilities relate to the Spanish branch (discontinued operations) property lease which expires in February 2021.

12b. Amounts recognised in the statement of comprehensive income

The statement of comprehensive income shows the following amounts relating to leases:

	2020 £000	2019 £000
<i>Recognised in administrative expenses of discontinued operations</i>		
Depreciation charge of right-of-use assets	<u>22</u>	<u>22</u>
	<u>22</u>	<u>22</u>
<i>Recognised in finance costs of discontinued operations</i>		
Interest expense	<u>1</u>	<u>2</u>
	<u>1</u>	<u>2</u>

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Notes to the financial statements (continued)
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13. FINANCIAL ASSETS AND LIABILITIES

Categories of financial instruments

	2020 £000	2019 Restated* £000
Financial assets		
<i>Financial assets at amortised cost</i>		
Cash and cash equivalents	3,564	1,798
Trade and other receivables	6,052	2,523
<i>Financial assets at fair value through profit or loss</i>		
Derivative financial instruments held for trading	24,419	30,977
	<u>34,035</u>	<u>35,298</u>
Financial liabilities		
<i>Financial liabilities at amortised cost</i>		
Bank overdraft	(240)	(73)
Trade and other payables	(2,470)	(463)
Lease liabilities	(6)	(29)
<i>Financial liabilities at fair value through profit or loss</i>		
Derivative financial instruments held for trading	(22,828)	(28,584)
	<u>(25,544)</u>	<u>(29,149)</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of overdrawn bank balances.

The Directors consider that the carrying amounts of financial assets and financial liabilities, recorded at amortised cost in the financial statements, approximate their fair values.

14. CASH AND CASH EQUIVALENTS

	2020 £000	2019 Restated* £000
Company cash and bank balances	361	1,285
Client held funds	3,203	513
	<u>3,564</u>	<u>1,798</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of overdrawn bank balances.

Reconciliation to the statement of cash flows

Bank overdrafts form an integral part of the Company's cash management. As such, bank overdrafts are included as a component of cash and cash equivalents for the purposes of the statement of cash flows. The above figures reconcile to the amount of cash shown in the statement of cash flows at the end of the financial year as following:

	2020 £000	2019 £000
Cash and cash equivalents (balance as above)	3,564	1,798
Bank overdraft (see note 18)	(240)	(73)
	<u>3,324</u>	<u>1,725</u>

Restricted cash

The Company holds client held funds with external banks at year end which fall into scope of the Markets in Financial Instruments Regulations (the "MiFID Regulations"), related to options and in-scope forwards, which are subject to the Client Assets Sourcebook ("CASS").

The Company is regulated by the Financial Conduct Authority (FCA). Any collateral held in relation to options and in-scope forwards, which are subject to the CASS, is held in segregated client bank accounts which are off balance sheet and not included in the cash and cash equivalents balance above.

Moneycorp Financial Risk Management Limited **Notes to the financial statements (continued)** For the year ended 31 December 2020

14. CASH AND CASH EQUIVALENTS - CONTINUED

Restricted cash - continued

The client held funds balance as at 31 December 2020 relates to cash held in client bank accounts owing to TTT Moneycorp Limited, other related party, as settlement of client deals.

In the prior year the Company also held cash in relation to its Spanish branch which were not subject to CASS regulations. The Company was required to keep these in client safeguarding accounts and were held on balance sheet for financial statement purposes. As these funds were subject to regulatory restrictions and held by the Company in segregated accounts for the benefit of clients, they were not available for use by the Company.

15. TRADE AND OTHER RECEIVABLES

	2020 £000	2019 £000
Amounts falling due within one year:		
Trade receivables	55	105
Loss allowance (see note 22)	(13)	-
	42	105
Related party receivables	6,010	2,418
	<u>6,052</u>	<u>2,523</u>

Related party receivables comprise of an intercompany balance of £6,010k with TTT Moneycorp Limited, other related party (2019: £2,418k).

As detailed in note 22, the Company enters back to back arrangements with TTT Moneycorp Limited. As such the related party balance at the balance sheet date includes related party recharges, such as the management charge, as well as timing differences arising from the movement of client held funds between these two companies. This timing difference decreased the overall receivable balance with TTT Moneycorp Limited at year end (2019: decreased).

16. DERIVATIVE FINANCIAL INSTRUMENTS

The fair value of derivative financial assets is calculated as the mark to market (MTM) less any credit valuation adjustments (CVA) to reflect counterparty credit risk. The fair value of the derivative financial liabilities is calculated as the MTM less any debit valuation adjustments (DVA).

The MTM of the foreign currency forwards and options are provided by an external valuation company and discussed further under the fair value hierarchy below.

The Company carries out an internal credit assessment of each counterparty prior to entering into a trading relationship, performed by the Moneycorp Group Credit Department. The grading scale that the Company uses ranges from credit grade 1 (investment grade equivalent, being the least risky) to credit grade 7 (in essence an entity which appears failed, being the most risky). In order to calculate the CVA for derivative financial assets a default rate is assigned to each credit rating. Whilst the Company has not carried out an exercise in allocating a credit rating using credit rating agencies, both an expected credit grading and default rate have been estimated based on management experience and judgement. These estimates are used to adjust the derivative asset value in order to take into account the credit risk of the counterparty.

For certain clients, the Company requires collateral to be posted when their positions are out of the money above a certain tolerance level. Where the Company is holding collateral from a client, those funds are deducted from the derivative financial asset exposure before the CVA is calculated.

Similarly a DVA is applied to the derivative financial liabilities to reflect the risk of the Company defaulting on the balance payable to the counterparty. This default rate has been estimated by management based on an expected credit grading that would be assigned to the Company, and then applying a corresponding default rate to that grading using credit rating agencies as a guide.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
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16. DERIVATIVE FINANCIAL INSTRUMENTS - CONTINUED

	2020 £000	2019 £000
Un-adjusted forwards MTM (excluding CVA and DVA)		
Financial assets		
Foreign currency forward contracts	15,856	15,537
Foreign currency option contracts	8,790	16,071
Total financial assets	24,646	31,608
Financial liabilities		
Foreign currency forward contracts	(14,623)	(13,112)
Foreign currency option contracts	(8,790)	(16,071)
Total financial liabilities	(23,413)	(29,183)
	2020 £000	2019 £000
Adjusted fair value (as presented on the balance sheet)		
Financial assets		
Foreign currency forward contracts	15,660	15,355
Foreign currency option contracts	8,759	15,622
Total financial assets	24,419	30,977
Financial liabilities		
Foreign currency forward contracts	(14,258)	(12,588)
Foreign currency option contracts	(8,570)	(15,996)
Total financial liabilities	(22,828)	(28,584)

Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable. Levels are described as follows:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The value of foreign currency forward contracts are determined using observable forward exchange rates and contract forward rates, adjusted to take into account the credit risk of the counterparty.

Foreign currency options are valued using a range of market standard valuation models. The model and methodology used is dependent on the type of option product. The key inputs are:

- underlying value of the currency;
- strike price;
- time to expiration;
- volatility of underlying asset; and
- risk free rate.

The foreign currency option valuations are then adjusted to take into account the credit risk of the counterparty.

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Notes to the financial statements (continued)
For the year ended 31 December 2020

16. DERIVATIVE FINANCIAL INSTRUMENTS – CONTINUED

	2020			
	Level 1 £000	Level 2 £000	Level 3 £000	Total £000
Financial assets				
Foreign currency forward contracts	-	15,660	-	15,660
Foreign currency option contracts	-	8,759	-	8,759
Total	<u>-</u>	<u>24,419</u>	<u>-</u>	<u>24,419</u>
Financial liabilities				
Foreign currency forward contracts	-	(14,258)	-	(14,258)
Foreign currency option contracts	-	(8,570)	-	(8,570)
Total	<u>-</u>	<u>(22,828)</u>	<u>-</u>	<u>(22,828)</u>

	2019			
	Level 1 £000	Level 2 £000	Level 3 £000	Total £000
Financial assets				
Foreign currency forward contracts	-	15,355	-	15,355
Foreign currency option contracts	-	15,622	-	15,622
Total	<u>-</u>	<u>30,977</u>	<u>-</u>	<u>30,977</u>
Financial liabilities				
Foreign currency forward contracts	-	(12,588)	-	(12,588)
Foreign currency option contracts	-	(15,996)	-	(15,996)
Total	<u>-</u>	<u>(28,584)</u>	<u>-</u>	<u>(28,584)</u>

There were no transfers between levels in the current or prior years.

17. DEFERRED TAX ASSET

Deferred tax assets reflect the net tax effects of temporary differences between carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The following are the deferred tax assets recognised by the Company and movements thereon during the current and prior reporting year.

	2020 £000	2019 £000
Balance at the beginning of the year	10	13
Charge to the statement of comprehensive income	(3)	(3)
Balance at the end of the year	<u>7</u>	<u>10</u>

The following is the analysis of the deferred tax balance for financial reporting purposes:

	2020 £000	2019 £000
Deferred tax assets:		
Revaluation of financial assets	<u>7</u>	<u>10</u>
	<u>7</u>	<u>10</u>

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
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18. BANK OVERDRAFT

	2020 £000	2019 Restated* £000
Client overdrawn deposit accounts	240	73
	<u>240</u>	<u>73</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of overdrawn bank balances.

The Company holds client held funds with external banks. These accounts are usually in funds, however they may become overdrawn temporarily due to timing differences when funds are transferred between accounts. This generally arises because there are multiple accounts per currency which cannot always be transferred on the same day value. Refer to note 14 for further details.

19. TRADE AND OTHER PAYABLES

	2020 £000	2019 £000
Amounts falling due within one year:		
Related party payables	2,381	-
Employee related payables	(3)	176
Accruals	85	161
Client held funds	-	83
Deferred revenue	-	38
Other payables	7	5
	<u>2,470</u>	<u>463</u>

Related party payables comprise of a balance with MTL, other related party, and is unsecured, non-interest bearing and repayable on demand with no fixed date of repayment. The balance primarily relates to the net liabilities transferred in relation to the Company's branches to MTL during the year (see note 10 for further details).

20. SHARE CAPITAL

	2020 000's	2019 000's
Ordinary shares of £1 each:		
Authorised - number	1,000	1,000
Allotted, called up and fully paid - value	£750	£750
Allotted, called up and fully paid - number	750	750
Preference shares of £1 each:		
Authorised - number	1,450	1,450
Allotted, called up and fully paid - value	£1,350	£1,350
Allotted, called up and fully paid - number	1,350	1,350

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
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21. NOTES TO THE CASH FLOW STATEMENT

21a. Net cash generated from operations

	2020 £000	2019 £000
Operating profit/(loss) from:		
Continuing operations	2,311	2,745
Discontinued operations	149	(233)
	<u>2,460</u>	<u>2,512</u>
Adjustment for non-cash items:		
Depreciation of property, plant and equipment	14	15
Depreciation of right-of-use assets	22	22
Net exchange differences	(34)	48
	<u>2,462</u>	<u>2,597</u>
Movements in working capital:		
Increase in trade and other receivables	(3,529)	(2,063)
Decrease/(increase) in prepayments	4	(4)
Increase in derivative financial instrument assets	(5,762)	(12,956)
Increase in trade and other payables	7,553	9
Increase in derivative financial instrument liabilities	6,564	13,192
	<u>7,292</u>	<u>775</u>
Net cash generated from operations	<u>7,292</u>	<u>775</u>

21b. Net cash reconciliation

	Cash (excluding client held funds) £000	Liabilities from financing activities		Total £000
		Lease liabilities due within 1 year £000	Lease liabilities due after 1 year £000	
Opening balance at 1 January 2019	754	(23)	(25)	706
Cash flows	531	19	-	550
Foreign exchange adjustments	-	2	-	2
Other changes *	-	(23)	21	(2)
Net cash as at 31 December 2019	<u>1,285</u>	<u>(25)</u>	<u>(4)</u>	<u>1,256</u>
Opening balance at 1 January 2020	1,285	(25)	(4)	1,256
Cash flows	(924)	23	-	(901)
Foreign exchange adjustments	-	(1)	-	(1)
Other changes *	-	(3)	4	1
Net cash as at 31 December 2020	<u>361</u>	<u>(6)</u>	<u>-</u>	<u>355</u>

* Other changes include non-cash movements and interest accrued on liability balances.

Moneycorp Financial Risk Management Limited **Notes to the financial statements (continued)** For the year ended 31 December 2020

22. FINANCIAL RISK MANAGEMENT

Financial risk management objectives

The main risks arising from the Company's financial instruments are market risk (including foreign currency risks), credit risk and liquidity risk. The Board approves prudent treasury policies for managing each of the risks which are summarised below.

Market risk

The Company's principal business activities involve brokering regulated foreign currency products to clients and entering back to back arrangements with TTT Moneycorp Limited, other related party. The back to back nature of the transactions eliminates exchange rate risk for the Company and means the financial exposure is limited to client credit risk.

The Company has considered other risks including market risk (currency risk, interest rate risk and price risk), liquidity risk and cash flow interest rate risk. Any change in foreign currency risk for a given client contract will be mitigated by an offset in the corresponding back to back contract arrangement.

The Company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

The sensitivity to market risk in relation to derivative financial instruments is therefore immaterial.

Foreign currency risk management

The Company undertakes derivative transactions denominated in foreign currencies, however is not consequently exposed to exchange rate fluctuations. All exchange rate fluctuations between the Company and the client are economically hedged through a corresponding movement in the contract entered into with TTT Moneycorp Limited.

The Company maintains bank balances in a number of currencies, and is therefore exposed to movements in foreign exchange rates on these balances. Cash and cash equivalent balances, including client held funds, held in foreign currencies (in their GBP equivalent) at year end were as follows:

Currency	2020 £000	2019 £000
Euro (EUR)	798	319
United States dollar (USD)	9	156
Mexican dollar (MXN)	3	-
Japanese yen (JPY)	3	-
Thai baht (THB)	1	-
Chinese yuan (CNY)	(17)	25
Total foreign currency risk	797	500

At 31 December 2020, if the GBP had weakened by 5% against the above currencies with all other variables held constant, the recalculated post-tax profit for the year would have been £42k (2019: £26k) higher. Conversely a 5% strengthening of GBP would have resulted in the post-tax profit being £38k (2019: £24k) lower.

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

The Company does not generally provide credit to its clients but credit exposures can arise, normally for a short period of time, as the Company depends on its clients to pay for monies and services provided and to honour their contractual obligations on foreign exchange contracts. All material credit exposures require approval by the Moneycorp Group Credit Committee, comprised of individuals independent of business revenue generation. Credit exposures are monitored regularly against approved risk limits, with client margins called for where appropriate.

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22. FINANCIAL RISK MANAGEMENT - CONTINUED

Credit risk management - continued

For certain clients the Company requires collateral to be posted when their positions are out of the money above a certain tolerance level. The collateral held is recorded within cash and cash equivalents - client held funds for both the Spanish and Irish branches. For options and in-scope forwards, collateral is held in segregated client bank accounts which are off balance sheet.

Credit risk for financial assets at amortised cost

The Company has two types of financial assets that are subject to the expected credit loss (ECL) model:

- cash and cash equivalents; and
- trade and other receivables.

Cash and cash equivalents are held with a number of reputable credit institutions, therefore the ECL is immaterial.

For trade and other receivables, including option premium receivables, an ECL has been calculated in line with the simplified approach outlined in the accounting policy in note 5, which uses a lifetime expected loss allowance. To measure the ECL, trade and other receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles over a period of 24 months before the balance sheet date and the corresponding historical credit losses experienced within this period.

The historical loss rates are adjusted to reflect current and forward-looking information, which is both reasonable and supportable, taking into account macroeconomic factors affecting the ability of the clients to settle the receivables. After careful consideration it has been determined that no adjustments for forward looking considerations were required as at 31 December 2020 (2019: nil).

Based on historical recovery rates, the loss allowance as at 31 December 2020 was determined as 1.20% for anything aged less than 30 days (2019: 0.62%). Anything aged greater than 60 days becomes highly unlikely to be recovered based on the general 2-3 day turn around cycle between trade maturity and settlement and therefore 100% ECL has been applied to this category. For anything between these aging categories 50% has been applied.

All related party receivables are deemed fully recoverable.

The loss allowances for trade and other receivables at the balance sheet date can be reconciled to the opening loss allowances as follows:

	2020 £000	2019 £000
Opening ECL provision	-	-
Increase in loss allowance recognised in profit or loss during the year	22	164
Receivables written off during the year as uncollectible	(9)	(164)
Closing ECL provision	<u>13</u>	<u>-</u>

The above increase in loss allowance during the year can be allocated as £13k from continuing operations and £9k from discontinuing (2019: £162k and £2k respectively) and can be reconciled to the net impairment losses on financial assets presented within administrative expenses (see note 8).

Credit quality

In the absence of external credit ratings, the credit quality of financial assets are assessed by management taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal limits set by the Board. There are no significant concentrations of credit risk, whether through exposure to individual clients, specific industry sectors and/or regions.

The Company carries out a credit assessment of each counterparty prior to entering into a trading relationship. These assessments are carried out internally and each counterparty is given a grading. The grading scale that the Company uses ranges from credit grade 1 (investment grade equivalent, being the least risky) to credit grade 7 (in essence an entity which appears failed, being the most risky).

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Notes to the financial statements (continued)
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22. FINANCIAL RISK MANAGEMENT - CONTINUED

Credit quality – continued

The below table discloses the gross amount of exposure the Company has for each credit grade. At the balance sheet date the Company held collateral against this exposure of £448k (2019: £1,330k).

Derivative financial assets	2020		
	Forward contracts £000	Option contracts £000	Total £000
<i>Counterparties internal credit rating:</i>			
Credit grade 6	342	24	366
Credit grade 5	2,889	336	3,225
Credit grade 4	480	363	843
Credit grade 3	-	12	12
Credit grade 2	-	-	-
Credit grade 1	-	-	-
Credit grade - other*	1,098	163	1,261
	4,809	898	5,707
<i>Non-client counterparty: Other related parties</i>	10,851	7,861	18,712
Total derivative financial assets	15,660	8,759	24,419

Derivative financial assets	2019		
	Forward contracts £000	Option contracts £000	Total £000
<i>Counterparties internal credit rating:</i>			
Credit grade 6	451	35	486
Credit grade 5	2,376	3,963	6,339
Credit grade 4	1,234	7,192	8,426
Credit grade 3	212	1,977	2,189
Credit grade 2	6	4	10
Credit grade 1	31	-	31
Credit grade - other*	435	589	1,024
	4,745	13,760	18,505
<i>Non-client counterparty: Other related parties</i>	10,610	1,862	12,472
Total derivative financial assets	15,355	15,622	30,977

*The 'other' grouping contains all smaller counterparties, including private clients and small companies, where an average credit adjustment has been applied.

Liquidity risk management

The settlement of forward and option contracts, and other short term working capital requirements, necessitates adequate liquidity which is generated through intra-day settlement facilities. These facilities are provided by TTT Moneycorp Limited, other related company. Additionally there is a wider Moneycorp Group financing facility available, including a committed revolving facility to provide short term liquidity, which the Company has access to if required. Liquidity and cash is managed on a daily basis by the Moneycorp Group Treasury team. The Company seeks to manage this risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
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22. FINANCIAL RISK MANAGEMENT - CONTINUED

Liquidity risk management - continued

Liquidity risk tables

The following table detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities at the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows. For all financial liabilities the expected maturities are the same as the contractual maturities.

	Within 1 year £000	1-2 years £000	2-5 years £000	5+ years £000	Total £000
At 31 December 2020					
Lease liabilities	6	-	-	-	6
Bank overdraft	240	-	-	-	240
Trade and other payables	2,470	-	-	-	2,470
	<u>2,716</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,716</u>
At 31 December 2019 (Restated*)					
Lease liabilities	26	4	-	-	30
Bank overdraft	73	-	-	-	73
Trade and other payables	463	-	-	-	463
	<u>562</u>	<u>4</u>	<u>-</u>	<u>-</u>	<u>566</u>

* See note 2 for details regarding the restatement as a result of the change in presentation of overdrawn bank balances.

The following table details the Company's liquidity analysis for its derivative financial instruments based on contractual maturities. Brokering derivative contracts, specifically foreign currency forwards and foreign currency options, involves entering back to back contracts with the client and vendor. The back to back nature of the transactions means that for each trade there is a cash outflow in one currency and a corresponding cash inflow in the same currency and as such it would be inappropriate to present only the liability positions. Foreign exchange options are fully back to back and therefore there is no net settlement value.

Assets	Within 1 year £000	1-2 years £000	2-5 years £000	5+ years £000	Total £000
At 31 December 2020					
Foreign exchange forwards	14,928	650	82	-	15,660
Foreign exchange options	5,014	3,457	176	112	8,759
	<u>19,942</u>	<u>4,107</u>	<u>258</u>	<u>112</u>	<u>24,419</u>
At 31 December 2019					
Foreign exchange forwards	14,930	425	-	-	15,355
Foreign exchange options	8,817	6,161	377	267	15,622
	<u>23,747</u>	<u>6,586</u>	<u>377</u>	<u>267</u>	<u>30,977</u>

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Notes to the financial statements (continued)
For the year ended 31 December 2020

22. FINANCIAL RISK MANAGEMENT - CONTINUED

Liquidity risk tables - continued

Liabilities	Within 1 year £000	1-2 years £000	2-5 years £000	5+ years £000	Total £000
At 31 December 2020					
Foreign exchange forwards	(13,702)	(477)	(79)	-	(14,258)
Foreign exchange options	(4,909)	(3,379)	(172)	(110)	(8,570)
	<u>(18,611)</u>	<u>(3,856)</u>	<u>(251)</u>	<u>(110)</u>	<u>(22,828)</u>
At 31 December 2019					
Foreign exchange forwards	(12,243)	(345)	-	-	(12,588)
Foreign exchange options	(9,006)	(6,353)	(362)	(275)	(15,996)
	<u>(21,249)</u>	<u>(6,698)</u>	<u>(362)</u>	<u>(275)</u>	<u>(28,584)</u>

23. CAPITAL RISK MANAGEMENT

Capital risk is the risk that the Company has an insufficient level or composition of capital to support the Company's business activities and associated risks during both normal economic environments and under stressed conditions. The capital risk management objective for the Company is to maintain sufficient capital after debt servicing to enable it to continue as a going concern while maximising the return to shareholders.

The Company manages its capital by maintaining its Tier 1 capital which is regularly reviewed by the Board to ensure it is adequate for the level of risk.

The capital structure of the Company consists of equity comprised of issued capital and retained earnings as disclosed in the statement of changes in equity.

The Company is authorised and regulated by the FCA and as part of the Capital Resource Directive IV it is required to hold adequate capital which is calculated under the Internal Capital Requirements Regulation.

The above regulations require the Company to maintain a capital adequacy ratio of at minimum 8%. This was met throughout 2020 and the prior year. As at 31 December 2020 the capital adequacy ratio was 35% (2019: 20%).

24. COMMITMENTS AND CONTINGENT LIABILITIES

At the balance sheet date the Company has no financial commitments or contingent liabilities outside of the liabilities presented on the balance sheet (2019: nil).

25. RELATED PARTY BALANCES AND TRANSACTIONS

25a. Trading transactions

Balances relating to management charges are disclosed in note 25c.

As detailed in notes 1 and 10, during the year the Company transferred the trade and net liabilities relating to its European business to MTL, other related company, for a consideration equal to the carrying amount of the net liabilities of £2,292k. As a result no gain or loss was recognised upon the transfer. No cash was exchanged as settlement of the transaction and the contra of the net amount transferred is included within trade and other payables at year end in note 19.

Trade receivable and trade payable balances held with other related parties at the balance sheet date are disclosed in notes 15 and 19 respectively.

Moneycorp Financial Risk Management Limited
Notes to the financial statements (continued)
For the year ended 31 December 2020

25. RELATED PARTY BALANCES AND TRANSACTIONS - CONTINUED

25a. Trading transactions - continued

The following derivative positions were held with other related parties within the Moneycorp Group at the balance sheet date:

	2020 £000	2019 £000
Related party financial assets		
Foreign currency forward contracts	10,851	10,610
Foreign currency option contracts	7,861	1,862
Total related party financial assets	<u>18,712</u>	<u>12,472</u>
Related party financial liabilities		
Foreign currency forward contracts	(8,656)	(5,250)
Foreign currency option contracts	(906)	(14,209)
Total related party financial liabilities	<u>(9,562)</u>	<u>(19,459)</u>

During the year, the Company entered into the following transactions with related companies who are not members of the Moneycorp Group but are connected via common control.

Other related parties

The gross amount of currencies sold to these companies is shown below:

	2020 £000	2019 £000
Dorna Sports, S.L.	-	4,000
Fat Face Limited	2,594	5,610
Tunstall Healthcare Group	-	1,151

These transactions were made on an arm length basis.

The following gross amounts relating to unsettled currency contracts were outstanding as at the balance sheet date:

	2020 £000	2019 £000
Tunstall Healthcare Group	-	767

The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received.

25b. Remuneration of key management personnel

All the Directors of the Company are also executive directors of other companies within the Moneycorp Group. Emoluments are paid by these other related companies in respect of services of directors to the Company. This is included in the management charge as detailed below in note 25c. No Directors received compensation for loss of office during the year (2019: nil).

25c. Management charge

	2020 £000	2019 £000
Management charge	<u>7,317</u>	<u>7,533</u>

Management charges are presented within administration expenses disclosed in note 8. The above amounts reflect the amount recharged to the Company by TTT Moneycorp Limited as governed by an Intercompany Services Agreement.

Moneycorp Financial Risk Management Limited

Notes to the financial statements (continued)

For the year ended 31 December 2020

26. MONEYCORP GROUP HOLDING COMPANY AND CONTROLLING ENTITY

At balance sheet date, the Directors consider that the Company's immediate parent and controlling party is Regent Acquisitions (Holdings) Limited (100% effective holding), incorporated and registered in Jersey, Channel Islands.

The holding company of the Moneycorp Group is Moneta Topco Limited (100% effective holding), a company incorporated and registered in Jersey, Channel Islands. This company produces consolidated financial statements and this group (referred to within these financial statements as the 'Moneycorp Group') represents the largest group that the Company is a subsidiary of.

Consolidated financial statements are also produced for Moneta Midco II Limited, a company incorporated and registered in Jersey, Channel Islands. This group represents the smallest group that the Company is a subsidiary of, for which consolidated financial statements are produced.

The ultimate controller of Moneta Topco Limited at balance sheet date was Bridgepoint Europe IV (Nominees) Limited.

27. EVENTS AFTER THE BALANCE SHEET DATE

There are no subsequent events to disclose between the balance sheet date and date of signing the financial statements.