

**360Insights (Europe) LTD.
(formerly 360incentives.com UK
Limited)**

Director's Report and Financial Statements

Year Ended

31 December 2020

Company Number 08665019



360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Company Information

Director	J Atkins
Registered number	08665019
Registered office	Hamilton Pratt 3a Tournament Court Tournament Fields Warwick CV34 6LG
Independent auditor	BDO LLP 31 Chertsey Street Guildford Surrey GU1 4HD

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

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360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Director's Report For the Year Ended 31 December 2020

The director presents his report together with the audited financial statements for the year ended 31 December 2020.

Change of company name

Subsequent to the year end, the company changed its name from 360incentives.com UK Limited to 360Insights (Europe) LTD. on 10 February 2021.

Principal activity

The company's principal activity is that of operating a software platform for incentive schemes and cash back schemes.

Director

The director who served during the year was:

J Atkins

Disclosure of information to auditor

The director at the time when this Director's Report is approved has confirmed that:

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

Post balance sheet events

On 7 May 2021, the company acquired 100% of the shares of channelcentral.net Limited for a purchase price of £4,135,004, which includes £2,272,389 of deferred consideration.

On 25 September 2020, the company acquired 100% of the shares of Corporate Reward Ltd and its subsidiaries for a purchase price of £8,680,961, which includes £2,197,435 of deferred consideration. In May 2021, the trade and assets and liabilities of Corporate Reward Ltd and its subsidiaries were transferred to the company.

Auditor

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

Small companies note

In preparing this report, the director has taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on *November 25, 2021* and signed on its behalf.



J Atkins
Director

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Director's Responsibilities Statement For the Year Ended 31 December 2020

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is 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 director is required to:

- select suitable accounting policies and then apply them consistently;
- 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Independent Auditor's Report to the Members of 360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

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 United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of 360Insights (Europe) LTD. ("the company") for the year ended 31 December 2020 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity 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 United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice)*.

Basis for opinion

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

Independence

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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's 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 director with respect to going concern are described in the relevant sections of this report.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Independent Auditor's Report to the Members of 360Insights (Europe) LTD. (formerly 360incentives.com UK Limited) (continued)

Other information

The director is responsible for the other information. The other information comprises the information included in the Director's 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.

Other Companies Act 2006 reporting

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

- the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Director's Report has 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 Director's 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Director's Report and from the requirement to prepare a Strategic Report.

Responsibilities of the director

As explained more fully in the Director's Responsibilities Statement, the director is 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 director determines 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 director is 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 director either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Independent Auditor's Report to the Members of 360Insights (Europe) LTD. (formerly 360incentives.com UK Limited) (continued)

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 obtained an understanding of the legal and regulatory frameworks that are applicable to the company. We determined that the most significant are directly relevant to specific assertions in the financial statements are those related to the reporting framework (FRS102, the Companies Act 2006) and the tax related legislation (the Finance Act);
- We tested the company's compliance with these laws and regulations through our audit procedures over the financial statements and the related tax balances;
- We enquired with management, and those charged with governance, as to whether there were known or suspected instances of non-compliance with laws and regulations or fraud;
- We challenged assumptions made by management in their significant accounting estimates and judgements;
- We identified and tested journal entries with unusual characteristics; and
- 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.

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.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Independent Auditor's Report to the Members of 360Insights (Europe) LTD. (formerly 360incentives.com UK Limited) (continued)

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.

DocuSigned by:

Mark Hutton

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Mark Hutton (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Guildford
United Kingdom

Date: 2 December 2021

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

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Statement of Comprehensive Income For the Year Ended 31 December 2020

	Note	2020 £	2019 £
Turnover		492,044	457,306
Gross profit		492,044	457,306
Administrative expenses		(304,035)	(428,146)
Other operating income	4	10,000	-
Operating profit	5	198,009	29,160
Interest payable and similar expenses		(11,662)	-
Profit before tax		186,347	29,160
Tax on profit	7	-	(2,400)
Profit for the financial year		186,347	26,760

There was no other comprehensive income for 2020 (2019 - £Nil)

The notes on pages 10 to 19 form part of these financial statements.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Registered number: 08665019

**Statement of Financial Position
As at 31 December 2020**

	Note	2020 £	2020 £	2019 £	2019 £
Fixed assets					
Tangible assets	8		3,916		962
Investments	9		8,680,961		-
			<u>8,684,877</u>		<u>962</u>
Current assets					
Debtors: amounts falling due within one year	10	417,321		414,942	
Cash at bank and in hand		239,052		306,734	
		<u>656,373</u>		<u>721,676</u>	
Creditors: amounts falling due within one year	11	(7,682,306)		(616,753)	
Net current (liabilities)/assets			<u>(7,025,933)</u>		<u>104,923</u>
Creditors: amounts falling due after more than one year	12		(1,366,712)		-
Net assets			<u><u>292,232</u></u>		<u><u>105,885</u></u>
Capital and reserves					
Called up share capital	13		1		1
Profit and loss account	14		292,231		105,884
Total equity			<u><u>292,232</u></u>		<u><u>105,885</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

November 25, 2021


J Atkins
Director

The notes on pages 10 to 19 form part of these financial statements.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Statement of Changes in Equity For the Year Ended 31 December 2020

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2020	1	105,884	105,885
Comprehensive income for the year			
Profit for the year	-	186,347	186,347
Total comprehensive income for the year	-	186,347	186,347
At 31 December 2020	1	292,231	292,232

Statement of Changes in Equity For the Year Ended 31 December 2019

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2019	1	79,124	79,125
Comprehensive income for the year			
Profit for the year	-	26,760	26,760
Total comprehensive income for the year	-	26,760	26,760
At 31 December 2019	1	105,884	105,885

The notes on pages 10 to 19 form part of these financial statements.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

1. General information

360Insights (Europe) LTD. is a private company limited by shares and incorporated in England and Wales under the Companies Act. The address of the registered office is given on the company information page and the nature of the company's operations and its principal activity are set out in the director's report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with Section 1A of FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The presentational and functional currency of the financial statements is GBP. Values are rounded to the nearest pound.

The following principal accounting policies have been applied:

2.2 Exemption from preparing consolidated financial statements

The company is a parent company that is also a subsidiary included in the consolidated financial statements of its non-UK immediate parent undertaking and is therefore exempt from the requirement to prepare consolidated financial statements under section 401 of the Companies Act 2006. These accounts therefore reflect the balances and transactions of the company and not its group. See note 19 for details on the consolidated financial statements.

2.3 Going concern

The financial statements have been prepared on a going concern basis. Covid-19 has not had a significant impact on the company in 2021 and the company continues to perform well despite the fact the company has net current liabilities of £7,025,933 (2019: net current assets of £104,923). Since May 1, 2021 the company has merged its operations with its acquired subsidiary which has significantly strengthened its operations and balance sheet. In addition, the director has received a letter of support from the parent company, 360insights (Canada) Ltd., who confirms to provide financial support to ensure the company can meet its liabilities as they fall due for a period of at least 12 months from the date of signing these accounts. The director has reviewed the cash flow forecasts of the parent company and is satisfied that the parent company can provide the necessary financial support where necessary. As a result of the above, the director considers the entity to be a going concern for a period of at least 12 months.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

2. Accounting policies (continued)

2.4 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

External sales relate to the following categories:

- Transaction or entry fees are recognised based on the number of transactions that took place in the year.
- Licensing or admin fees are recognised on a monthly or quarterly basis in arrears as per relevant contracts. in line with the services rendered, revenue is accrued appropriately.
- Card issue fees are recognised based on number of cards issued in the year.
- Card load discount revenue is recognised when discounts are obtained from suppliers for cards issued during the year.
- Set up fees are recognised evenly over the contract period.
- Other fees are recognised as incurred.

2.5 Operating leases: the company as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

2.6 Government grants

Grants are accounted under the accruals model as permitted by FRS 102.

Grants of a revenue nature are recognised in the Statement of Comprehensive Income in the same period as the related expenditure.

2.7 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

2. Accounting policies (continued)

2.8 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Computer equipment	- 2 years
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The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.10 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.12 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.13 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans to related parties and investments in ordinary shares.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

2. Accounting policies (continued)

2.13 Financial instruments (continued)

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.14 Foreign currency translation

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

2. Accounting policies (continued)

2.15 Taxation

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

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

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

In preparing these financial statements, the director has made the following judgements:

- Determine whether leases entered into by the company either as a lessor or a lessee are operating or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis.
- Determine whether there are indicators of impairment of the amounts owed by group undertakings and its investment in subsidiaries. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the underlying company.
- Determination of an effective interest rate in order to present value the future cash flows of deferred consideration in order to calculate at the present value of the liability. Comparison to market related data for the costs of debt was used to determine an appropriate effective interest rate.

4. Other operating income

	2020 £	2019 £
One-off covid relief	10,000	-

5. Operating profit

The operating profit is stated after charging:

	2020 £	2019 £
Depreciation of tangible fixed assets	1,592	259
Exchange differences	(164,527)	(112)
Operating lease rentals	33,997	44,400

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

6. Employees

The average monthly number of employees, including directors, during the year was 7 (2019 - 6).

The director received no remuneration during the current or prior year.

7. Taxation

	2020 £	2019 £
Corporation tax		
Current tax on profits for the year	-	4,466
Adjustments in respect of previous periods	-	(2,066)
Total current tax	-	2,400

Factors affecting tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK of 19% (2019 - 19%). The differences are explained below:

	2020 £	2019 £
Profit on ordinary activities before tax	186,347	29,160
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 - 19%)	35,406	5,540
Effects of:		
Deferred tax not recognised	(577)	(219)
Adjustment to tax charge in respect of prior periods	-	(2,066)
Changes in tax rates/other timing differences	-	(855)
Group relief claimed	(34,829)	-
Total tax charge for the year	-	2,400

Factors that may affect future tax charges

A change in the main UK corporation tax rate, announced in the budget on 3 March 2021, was substantively enacted on 24 May 2021. From 1 April 2023 the main corporation tax rate will increase from 19 % to 25% on profits over £250,000. The rate for small profits under £50,000 will remain at 19%. Where the company's profits fall between £50,000 and £250,000, the lower and upper limits, it will be able to claim an amount of marginal relief providing a gradual increase in the corporation tax rate. This will impact the company's future tax charge accordingly.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

8. Tangible fixed assets

	Computer equipment £
Cost or valuation	
At 1 January 2020	9,753
Additions	4,546
At 31 December 2020	14,299
Depreciation	
At 1 January 2020	8,791
Charge for the year	1,592
At 31 December 2020	10,383
Net book value	
At 31 December 2020	3,916
At 31 December 2019	962

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

9. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 January 2020	-
Additions	8,680,961
At 31 December 2020	<u>8,680,961</u>

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Registered office	Class of shares	Holding
Corporate Rewards Ltd	UK	Ordinary	100%
Createk Labs Ltd*	UK	Ordinary	100%
Corporate Rewards Worldwide Inc*	US	Ordinary	100%
Corporate Rewards Worldwide Ltd*	UK	Ordinary	100%
CR Worldwide Ltd*	UK	Ordinary	100%
CRVW GmbH*	Germany	Ordinary	100%

*These subsidiary undertakings were indirectly held by the company.

The registered office address of all subsidiary undertakings incorporated in the UK is 3a Tournament Court, Tournament Fields, Warwick, England, CV34 6LG.

On 25 September 2020, the company acquired 100% of the shares of Corporate Reward Ltd and its subsidiaries for a purchase price of £8,680,961, which includes £2,197,435 of deferred consideration. In May 2021, the trade and assets and liabilities of Corporate Reward Ltd and its subsidiaries were transferred to the company.

10. Debtors

	2020 £	2019 £
Trade debtors	230,843	236,788
Other debtors	184,436	167,774
Prepayments and accrued income	1,210	10,380
Tax recoverable	832	-
	<u>417,321</u>	<u>414,942</u>

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

11. Creditors: amounts falling due within one year

	2020 £	2019 £
Trade creditors	16,828	15,698
Amounts owed to group undertakings	6,244,167	12,756
Corporation tax	-	4,463
Other taxation and social security	41,578	36,543
Other creditors	408,991	406,591
Deferred consideration (see note 9)	830,723	-
Accruals and deferred income	140,019	140,702
	<u>7,682,306</u>	<u>616,753</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

12. Creditors: Amounts falling due after more than one year

	2020 £	2019 £
Deferred consideration (see note 9)	<u>1,366,712</u>	<u>-</u>

Of this amount £582,157 is repayable on 25 September 2022 and the remainder on 25 September 2023.

13. Share capital

	2020 £	2019 £
Allotted, called up and fully paid		
1 ordinary share of £1	<u>1</u>	<u>1</u>

14. Reserves

The company's reserves are as follows:

Profit and loss account

The profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

360Insights (Europe) LTD. (formerly 360incentives.com UK Limited)

Notes to the Financial Statements For the Year Ended 31 December 2020

15. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension costs charge represents contributions payable by the company to the fund and amounted to £9,090 (2019 - £7,333). Contributions totalling £1,454 (2019 - £1,292) were payable to the fund at the reporting date and are included in other creditors.

16. Commitments under operating leases

At 31 December 2020 the company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2020 £	2019 £
Not later than 1 year	2,421	20,400

17. Related party transactions

The company has taken advantage of the exemption available in Section 33.1A of FRS 102 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertakings of the group.

18. Post balance sheet events

On 7 May 2021, the company acquired 100% of the shares of channelcentral.net Limited for a purchase price of £4,135,004, which includes £2,272,389 of deferred consideration.

On 25 September 2020, the company acquired 100% of the shares of Corporate Reward Ltd and its subsidiaries for a purchase price of £8,680,961, which includes £2,197,435 of deferred consideration. In May 2021, the trade and assets and liabilities of Corporate Reward Ltd and its subsidiaries were transferred to the company.

19. Controlling party

The immediate and ultimate controlling party is 360Insights (Canada) Ltd.. 360Insights (Canada) Ltd. is the parent company of the smallest and largest group for which consolidated accounts are drawn up of which the company is a member. The registered office of the parent company is 300 King Street, Whitby, ON L1N4Z4, Canada.

In the opinion of the director, 360Insights (Canada) Ltd. is the ultimate controlling party.