

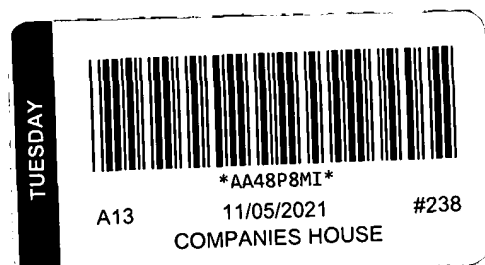
Registered number: 08930241

SALON SOFTWARE SOLUTIONS LIMITED

UNAUDITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019



SALON SOFTWARE SOLUTIONS LIMITED

COMPANY INFORMATION

Directors

D Boxall
D Pick (appointed 1 January 2019)
S R Saklad (appointed 1 January 2019)

Company secretary

C Riggott (appointed 14 August 2020)
J Belghoul (appointed 9 November 2019, resigned 14 August 2020)
L Orme (resigned 9 November 2019)

Registered number

08930241

Registered office

Gladstone House
Hithercroft Road
Wallingford
Oxfordshire
OX10 9BT

SALON SOFTWARE SOLUTIONS LIMITED

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SALON SOFTWARE SOLUTIONS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

Introduction

The Directors present the Strategic Report and Financial Statements for the year ended 31 December 2019.

Business review

Salon Software Solutions Limited ("the Company") is a wholly owned subsidiary of Constellation Software Inc. a Canadian company listed on the Toronto Stock Exchange ("TSX").

As a wholly owned subsidiary, the Company benefits from the operational and financial support of its ultimate parent and intermediate parent company, Gary Jonas Computing Ltd ("Jonas"). Jonas is the leading provider of enterprise management software solutions to the Club, Leisure Fitness and Sports, Salon and Spa, Foodservice, Construction, Attractions, Metal and Paper Service Centre, Moving and Storage, Education, Hotel and Hospitality, Camps, Marine management, Event Management, Radiology/Laboratory, Consumer Product Licensing, Payment Processing, Compliance Workflow, Professional Sports, Dynamic Case Management and Retail industries.

Principal risks and uncertainties

The Company operates within an extremely competitive environment. There are many competitors with lower cost offerings and the cost of entry into the market is relatively low.

The Company's products and offerings need to remain current and relevant to the needs of our market, the company has a history of predicting and leading developments in the market.

Subsequent to the year end the Covid 19 pandemic has caused major disruption to the salon industry with businesses having to remain closed for three lockdown periods since March 2020. Limited government support for the industry, combined with the additional cost of making premises Covid safe has impacted the cashflow of salons. Recent industry data indicates that 40% of spas and 62% of salons are not sure if their business will survive until the end of the financial year. Debt within the sector continues to rise, with two thirds of businesses now in debt and 61% with no cash reserves, leading many to believe it is simply not sustainable.

The Company has been impacted due to some customers not being able or willing to pay for software during the lockdown periods. However, many salons continue to use the salon operating system to be able to communicate and update customers via text and email, even when their businesses are closed. The Company has therefore continued to provide maintenance support throughout the pandemic.

The Company has seen a reduction in revenue of 14% and a reduction in profit before tax of 30% in 2020 compared to 2019. The reduction in profitability resulting from the decrease in revenue, combined with an increase in bad debts. The Company has taken cost saving measures to mitigate the reduction in profitability that include reducing overheads through redundancies and receiving support from the Government Job Retention Scheme.

Despite the difficult trading conditions caused by the pandemic, the Company is confident that now salons have been allowed to reopen again from April 2021, the industry will be quick to recover and grow.

The financial statements have been prepared on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The Directors have reviewed the working capital requirements of the Company for a period of at least 12 months from the anticipated date of signing of the financial statements and are satisfied that the Company will be able to meet its liabilities as they fall due.

SALON SOFTWARE SOLUTIONS LIMITED**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019****Key Performance Indicators**

In alignment with group policy, the Company considers its Key Performance Indicators ("KPIs") to be those which drive shareholder value, namely Growth in Gross Profit ("GGP") and Profitability.

	2019	2018	2017
Growth in Gross Profit	(5)%	(8)%	6%
Profit/(loss) before tax	456,959	360,238	451,023

In addition to the above KPIs, the Company also pays close attention to its net current assets position. Jonas requires that the Company is party to a central corporate treasury function which allows the group to centrally manage its liquidity and financial risks whilst ensuring capital is deployed globally in the most effective manner. However, this can mean that locally the financial strength of the Company is not necessarily conveyed by the net current asset position when reading these financial statements in isolation. To fully understand the size and strength of the corporate group of which the Company is a part, these financial statements should be read in conjunction with those of Constellation Software Inc..

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

DocuSigned by:

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D Boxall

Director

Date: 10 May 2021

SALON SOFTWARE SOLUTIONS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019

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

Principal activity

The principal activity of the Company was the provision of software and services.

Results and dividends

The profit for the year, after taxation, amounted to £437,053 (2018: £352,871).

Dividends of £290,000 were paid during the period (2018: £465,000). The Directors do not recommend payment of a final dividend.

Directors

The Directors who served during the year were:

D Boxall

D Pick (appointed 1 January 2019)

S R Saklad (appointed 1 January 2019)

Directors' responsibilities statement

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

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

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Post balance sheet events

The impact of COVID-19 on the Company has been addressed by the Directors in the Strategic Report. There were no other post balance sheet events impacting the Company.

SALON SOFTWARE SOLUTIONS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019**

Small companies note

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

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

DocuSigned by:

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D Boxall
Director
Date: 10 May 2021

SALON SOFTWARE SOLUTIONS LIMITED**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Note	2019 £	2018 £
Turnover	4	2,484,536	2,708,112
Cost of sales		(364,349)	(481,341)
Gross profit		2,120,187	2,226,771
Administrative expenses		(1,662,268)	(1,879,182)
Other operating income	5	108	12,668
Other operating charges		-	(19)
Operating profit	6	458,027	360,238
Interest payable and expenses		(1,068)	-
Profit before tax		456,959	360,238
Tax on profit	9	(19,906)	(7,367)
Profit for the financial year		437,053	352,871

There was no other comprehensive income for 2019 (2018:£NIL).

The notes on pages 9 to 26 form part of these financial statements.

SALON SOFTWARE SOLUTIONS LIMITED
REGISTERED NUMBER: 08930241

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Tangible assets	11	160,628	18,521
		<u>160,628</u>	<u>18,521</u>
Current assets			
Stocks	12	15,414	6,019
Debtors: amounts falling due within one year	13	1,382,796	2,101,619
Cash at bank and in hand	14	31,674	23,358
		<u>1,429,884</u>	<u>2,130,996</u>
Creditors: amounts falling due within one year	15	(773,280)	(1,590,321)
Net current assets		<u>656,604</u>	<u>540,675</u>
Total assets less current liabilities		<u>817,232</u>	<u>559,196</u>
Creditors: amounts falling due after more than one year	16	(99,611)	-
		<u>717,621</u>	<u>559,196</u>
Deferred income		(85,093)	(73,721)
Net assets		<u><u>632,528</u></u>	<u><u>485,475</u></u>
Capital and reserves			
Called up share capital	19	674	674
Profit and loss account	20	631,854	484,801
		<u><u>632,528</u></u>	<u><u>485,475</u></u>

SALON SOFTWARE SOLUTIONS LIMITED
REGISTERED NUMBER: 08930241

STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2019

The members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The Company was entitled to exemption from audit under section 479A of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

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

DocuSigned by:

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D Boxall
Director
Date: 10 May 2021

The notes on pages 9 to 26 form part of these financial statements.

SALON SOFTWARE SOLUTIONS LIMITED**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	674	484,801	485,475
Profit for the year	-	437,053	437,053
Dividends: Equity capital	-	(290,000)	(290,000)
At 31 December 2019	674	631,854	632,528

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2018	674	596,930	597,604
Profit for the year	-	352,871	352,871
Dividends: Equity capital	-	(465,000)	(465,000)
At 31 December 2018	674	484,801	485,475

The notes on pages 9 to 26 form part of these financial statements.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

1. General information

Salon Software Solutions Limited is a limited liability company incorporated in the United Kingdom. Its registered office is Gladstone House, Hithercroft Road, Wallingford, Oxfordshire, OX10 9BT

2. Accounting policies

2.1 Basis of preparation of financial statements

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

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

2.2 Financial reporting standard 101 - reduced disclosure exemptions

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

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases. The requirements of paragraph 58 of IFRS 16, provided that the disclosure of details in indebtedness relating to amounts payable after 5 years required by company law is presented separately for lease liabilities and other liabilities, and in total
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

2.3 Going concern

The financial statements have been prepared on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The Directors have reviewed the working capital requirements of the Company for a period of at least 12 months from the anticipated date of signing of the financial statements and are satisfied that the Company will be able to meet its liabilities as they fall due.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.4 Impact of new international reporting standards, amendments and interpretations

IFRS 16

The Company has applied IFRS 16 using the modified retrospective approach, under which the cumulative effect of initial application is recognised in retained earnings at 1 January 2019.

2.5 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

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 profit or loss.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income, within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.6 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue 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 revenue is recognised:

The Company has contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company adjusts the transaction prices of these contracts for the time value of money.

Sale of goods

Revenue from the sale of goods is recognised on the satisfaction of performance obligations, such as the transfer of a promised good, identified in the contract between the Company and the customer.

A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

Rendering of services

Revenue from providing services is recognised in the accounting period in which the services are rendered.

For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided because the customer receives and uses the benefits simultaneously.

Software licenses are recognised on delivery of the software license. When delivery of goods is delayed at the customers' request, and the customer specifically acknowledges the deferred delivery instructions and the usual payment terms apply, revenue is recognised when the customer takes title of the goods.

Consultancy and training revenues provided on a time and material basis are recognised when the service has been performed. For services performed on a fixed price basis, revenue is recognised proportionately to the percentage of planned costs incurred.

Maintenance renewals are recognised over the period of which the maintenance contract covers.

Where a contract consists of various components that operate independently of each other, the Company recognises revenue for each component as if it were one individual contract.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.7 Leases

The Company as a lessee

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 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. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by the Company's incremental borrowing rate. A single discount rate has been applied by the Group to portfolios of leases with similar characteristics. The weighted-average rate applied is approximately 2%.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;

The lease liability is included in 'Creditors' on the Statement of Financial Position.

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 right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are included in the 'Intangible Assets', 'Tangible Fixed Assets' and 'Investment Property' lines, as applicable, in the Statement of Financial Position.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in note 2.13.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.8 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

2.9 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.

2.10 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

2.11 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.12 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as 'other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.13 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.

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

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:

Long-term leasehold property	- Remaining lease term
Short-term leasehold property	- Remaining lease term
Fixtures and fittings	- 25%
Office equipment	- 25-33.3%

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 profit or loss.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

2. Accounting policies (continued)

2.14 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.15 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.

2.16 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.

2.17 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.18 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Statement of Financial Position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of Financial Position.

2.19 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

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

The preparation of the financial statements required management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Estimates are based on historical experience and other assumptions that are considered reasonable in the circumstances. The actual amount of values may vary in certain instances from the assumption and estimates made. Changes will be recorded, with corresponding effect in the Statement of Comprehensive Income, when, and if, better information is obtained.

Information about assumptions and estimation uncertainties that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:

Deferred tax

The recognition of deferred tax assets is based on forecasts of future taxable profit. The measurement of future profit for the purposes of determining whether or not to recognise deferred tax assets depends on many factors, including the Company's ability to generate such profits and the implementation of effective tax planning strategies. The occurrence or non-occurrence of such events in the future may lead to significant changes to the measurement of deferred tax assets.

Provisions

In recognising provisions, the company evaluates the extent to which it is possible that it has incurred a legal or constructive obligation in respect of past events and the probability that there will be an outflow of benefits as a result. The judgements used to recognise provisions are based on currently known factors which may vary over time, resulting in changes in the measurement of recorded amounts as compared to initial estimates.

Stock

Management estimate that net realisable values of stock, taking into account the most reliable evidence at each reporting date. The future realisation of these inventories may be affected by future technology or other market driven changes that may reduce future selling prices.

Debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other receivables, management considers factors including the credit rating of the receivable, the ageing profile of the receivables and historical experience. See note 13 for the net carrying amount of the receivables.

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****4. Turnover**

The whole of the turnover is attributable to its principal activity.

Analysis of turnover by country of destination:

	2019 £	2018 £
United Kingdom	2,397,798	2,629,538
Rest of Europe	78,437	72,672
Rest of the world	8,301	5,902
	<u>2,484,536</u>	<u>2,708,112</u>

5. Other operating income

	2019 £	2018 £
Customer settlements	<u>108</u>	<u>12,668</u>

6. Operating profit

The operating profit is stated after charging:

	2019 £	2018 £
Operating lease expense	-	45,990
Depreciation of tangible fixed assets	43,432	11,592
Exchange differences	2,473	6,959
Defined contribution pension cost	<u>32,910</u>	<u>24,271</u>

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****7. Employees**

	2019 £	2018 £
Wages and salaries	1,029,027	1,166,376
Social security costs	108,447	111,014
Cost of defined contribution scheme	32,910	24,271
	<u>1,170,384</u>	<u>1,301,661</u>

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

	2019 No.	2018 No.
Sales	7	7
Support and development	20	22
Professional services	10	3
General and Administration	2	2
	<u>39</u>	<u>34</u>

8. Directors' remuneration

	2019 £	2018 £
Directors' emoluments	107,120	18,000
Company contributions to defined contribution pension schemes	3,403	-
	<u>110,523</u>	<u>18,000</u>

During the year retirement benefits were accruing to 2 Directors (2018 - NIL) in respect of defined contribution pension schemes.

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****9. Taxation**

	2019 £	2018 £
Corporation tax		
Current tax on profits for the year	58,185	-
Adjustments in respect of previous periods	(38,002)	7,367
Total current tax	<u>20,183</u>	<u>7,367</u>
Deferred tax		
Origination and reversal of timing differences	(277)	-
Taxation on profit on ordinary activities	<u>19,906</u>	<u>7,367</u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2018 - lower than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Profit on ordinary activities before tax	<u>456,959</u>	<u>360,238</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	86,822	68,445
Effects of:		
Expenses not deductible for tax purposes	4,478	1,865
Capital allowances for year in excess of depreciation	(613)	(917)
Utilisation of tax losses	-	(65,891)
Adjustments to tax charge in respect of prior periods	(38,002)	7,367
Other timing differences leading to an increase/(decrease) in taxation	(2,556)	(3,502)
Adjustment in research and development tax credit leading to an increase in the tax charge	(6,846)	-
Short term timing difference leading to an increase (decrease) in the tax charge	2,279	-
Group relief	(25,656)	-
Total tax charge for the year	<u>19,906</u>	<u>7,367</u>

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****9. Taxation (continued)****Factors that may affect future tax charges**

The potential deferred tax asset was measured at 17% as the main corporation tax rate applicable from 1 April 2020 which was enacted at the balance sheet date in accordance with Finance Act 2016. In the Spring Budget 2020, the Government announced that from 1 April 2020 the corporation tax rate would remain at 19% (rather than reducing to 17%). This new law was substantively enacted on 17 March 2020. As the proposal to keep the rate at 19% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

10. Dividends

	2019 £	2018 £
Paid during the year	<u>290,000</u>	<u>465,000</u>

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****11. Tangible fixed assets**

	Long-term leasehold property £	Short-term leasehold property £	Fixtures and fittings £	Office equipment £	Total £
Cost or valuation					
At 1 January 2019	-	4,305	6,832	120,615	131,752
Impact of change in accounting policy	185,539	-	-	-	185,539
At 1 January 2019 (adjusted balance)	185,539	4,305	6,832	120,615	317,291
At 31 December 2019	185,539	4,305	6,832	120,615	317,291
Depreciation					
At 1 January 2019	-	4,305	6,832	102,094	113,231
Charge for the year on owned assets	-	-	-	2,731	2,731
Charge for the year on right- of-use assets	40,701	-	-	-	40,701
At 31 December 2019	40,701	4,305	6,832	104,825	156,663
Net book value					
At 31 December 2019	144,838	-	-	15,790	160,628
At 31 December 2018	-	-	-	18,521	18,521

The net book value of owned and leased assets included as "Tangible fixed assets" in the Statement of Financial Position is as follows:

	2019 £
Tangible fixed assets owned	15,790
Right-of-use tangible fixed assets	144,838
	<u>160,628</u>

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****11. Tangible fixed assets (continued)**

Information about right-of-use assets is summarised below:

Net book value

	2019 £
Property	144,838
	<u>144,838</u>

Depreciation charge for the year ended

	2019 £
Property	(40,701)
	<u>(40,701)</u>

12. Stocks

	2019 £	2018 £
Finished goods and goods for resale	15,414	6,019
	<u>15,414</u>	<u>6,019</u>

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****13. Debtors**

	2019 £	2018 £
Trade debtors	450,873	275,032
Amounts owed by group undertakings	731,563	1,664,446
Other debtors	110,418	85,869
Prepayments and accrued income	85,973	72,581
Deferred taxation	3,969	3,692
	<u>1,382,796</u>	<u>2,101,620</u>

14. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	31,674	23,358
Less: bank overdrafts	<u>(37,316)</u>	<u>-</u>

15. Creditors: Amounts falling due within one year

	2019 £	2018 £
Bank overdrafts	37,316	-
Amounts owed to group undertakings	335,713	1,316,622
Corporation tax	13,334	32,886
Other taxation and social security	133,111	103,417
Lease liabilities	44,585	-
Other creditors	9,550	223
Accruals and deferred income	199,671	137,173
	<u>773,280</u>	<u>1,590,321</u>

Jonas requires that the Company is party to a central corporate treasury function which allows the group to centrally manage its liquidity and financial risks whilst ensuring capital is deployed globally in the most effective manner. However, this can mean that locally the financial strength of the Company is not necessarily conveyed by the net current asset position when reading these financial statements in isolation. To fully understand the size and strength of the corporate group of which the Company is a part, these financial statements should be read in conjunction with those of Constellation Software Inc.

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****16. Creditors: Amounts falling due after more than one year**

	2019 £	2018 £
Lease liabilities	99,611	-
	<u>99,611</u>	<u>-</u>

17. Deferred taxation

	2019 £	2018 £
At beginning of year	3,692	95,626
Charged to profit or loss	277	(91,934)
At end of year	<u>3,969</u>	<u>3,692</u>

The deferred tax asset is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	1,929	-
Tax losses carried forward	-	4,001
Other short term differences	2,040	(309)
	<u>3,969</u>	<u>3,692</u>

SALON SOFTWARE SOLUTIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019****18. Leases****Company as a lessee**

The Company has two leases for the office locations from which it operates. The lease for the head office in Lincoln expires in December 2022 and the lease for the office in Gatwick expires in April 2023. Each lease is reflected in the Statement of Financial Position as a right-of-use asset and a lease liability.

Lease liabilities are due as follows:

	2019 £
Not later than one year	44,585
Between one year and five years	99,611
	<u>144,196</u>

The following amounts in respect of leases, where the Company is a lessee, have been recognised in profit or loss:

	2019 £
Interest expense on lease liabilities	<u>1,068</u>

19. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
674 (2018 - 674) Ordinary shares of £1.00 each	<u>674</u>	<u>674</u>

20. Reserves**Profit and loss account**

Includes all current and prior period retained profits and losses.

21. Contingent liabilities

In the event that bank indebtedness arises in the ultimate parent undertaking, Constellation Software Inc., it is secured by means of an unlimited guarantee and debenture over the assets of the Company and other group undertakings.

22. Pension commitments

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £32,910 (2018: £24,271). Contributions totalling £nil (2018: £2,193) were payable to the fund at the end of the year end date.

SALON SOFTWARE SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019

23. Related party transactions

As permitted by FRS 101, related party transactions with wholly owned members of Constellation Software Inc. have not been disclosed.

24. Post balance sheet events

Subsequent to the year end the Covid 19 pandemic has caused major disruption to the salon industry with businesses having to remain closed for three lockdown periods since March 2020. Limited government support for the industry, combined with the additional cost of making premises Covid safe has impacted the cashflow of salons. Recent industry data indicates that 40% of spas and 62% of salons are not sure if their business will survive until the end of the financial year. Debt within the sector continues to rise, with two thirds of businesses now in debt and 61% with no cash reserves, leading many to believe it is simply not sustainable.

The Company has been impacted due to some customers not being able or willing to pay for software during the lockdown periods. However, many salons continue to use the salon operating system to be able to communicate and update customers via text and email, even when their businesses are closed. The Company has therefore continued to provide maintenance support throughout the pandemic.

The Company has seen a reduction in revenue of 14% and a reduction in profit before tax of 30% in 2020 compared to 2019. The reduction in profitability resulting from the decrease in revenue, combined with an increase in bad debts. The Company has taken cost saving measures to mitigate the reduction in profitability, that include reducing overheads through redundancies and receiving support from the Government Job Retention Scheme.

Despite the difficult trading conditions caused by the pandemic, the Company is confident that now salons have been allowed to reopen again from April 2021, the industry will be quick to recover and grow.

The financial statements have been prepared on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The Directors have reviewed the working capital requirements of the Company for a period of at least 12 months from the anticipated date of signing of the financial statements and are satisfied that the Company will be able to meet its liabilities as they fall due.

25. Controlling party

The immediate parent company is Jonas Computing (UK) Limited, a company incorporated in England and Wales. The smallest group in which the results are consolidated is Jonas Computing (UK) Limited, a company incorporated in England and Wales. These financial statements can be obtained from Companies House, Crown Way, Cardiff, 3UZ.

The largest group in which the results are consolidated is that headed by Constellation Software Inc. Constellation Software Inc. is also the ultimate controlling party of the Company. The consolidated accounts of Constellation Software Inc. are available to the public and may be obtained from Gary Jonas Computing Ltd, 8133 Warden Ave, Suite 400, Markham, Ontario, Canada, L6G 1B3.