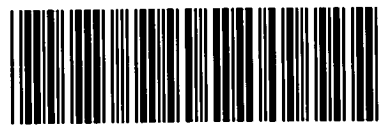


Diamond Topco Limited

**Strategic Report, Directors' Report and Financial Statements
for the financial year ended 31 December 2022**

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DIAMOND TOPCO LIMITED

**STRATEGIC REPORT, DIRECTORS' REPORT AND FINANCIAL STATEMENTS
for the financial year ended 31 December 2022**

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DIAMOND TOPCO LIMITED

COMPANY INFORMATION

DIRECTORS E. Triplett (American) (resigned 9 March 2022)
J. Drulard (American)
M. Rutter (British) (appointed 9 March 2022)

SECRETARY N. Griffin (British)

REGISTERED OFFICE 10 Queen Street Place,
2nd Floor,
London,
EC4R 1BE,
United Kingdom.

REGISTERED NUMBER OF INCORPORATION 09282450

AUDITOR Ernst & Young,
Chartered Accountants,
The Atrium,
Maritana Gate,
Canada Street
Waterford,
Ireland.

DIAMOND TOPCO LIMITED

STRATEGIC REPORT

for the financial year ended 31 December 2022

The directors present herewith the Strategic Report, the Directors' Report and audited financial statements ("financial statements") for the financial year ended 31 December 2022.

PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The principal activity of Diamond Topco Limited (the "Company") is to act as an investment holding company. The Company will continue to act as an investment holding company.

Financial Performance Indicators

The Company's key measure of financial performance is the carrying value of the investment in subsidiary.

Carrying Value of the Investment in Subsidiary

The carrying value of the investment in subsidiary was \$1,297.6 million as at 31 December 2022 (2021: \$403.3 million). No impairment has been recognised during the year (2021: \$Nil).

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risk and uncertainty which the Company faces is:

- The Company is an investment holding company and has also provided a trading balance to its subsidiary undertaking which represent the majority of its total assets. An impairment of the carrying value of this investment and the trading balance could be detrimental to the ability of the Company to continue in operation.

On behalf of the Directors,

DocuSigned by:

E775A8E6C8684E8...
Jody Drulard
Director

3 July 2023

DIAMOND TOPCO LIMITED

DIRECTORS' REPORT

for the financial year ended 31 December 2022

The directors present herewith their report and audited financial statements ("financial statements") for the financial year ended 31 December 2022.

DIRECTORS AND THEIR INTERESTS

The interests of the directors and company secretary who served at any time during the financial year in shares of the Company or other Group companies are set out in note 12 to the financial statements.

DIVIDENDS

In 2022, a dividend of \$101.7 million was declared and paid (2021: \$Nil).

EVENTS SINCE THE STATEMENT OF FINANCIAL POSITION DATE

In January 2023, pursuant to section 642 of the Companies Act 2006, the Company reduced its share capital account and share premium account by the amounts of \$0.3 million and \$386.4 million respectively and simultaneously created profits available for distribution of the same amount.

In January 2023, the Company declared and paid a dividend of \$24.3 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In March 2023, the Company declared and paid a dividend of \$34.6 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In April 2023, the Company declared and paid a dividend of \$4.2 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In May 2023, the Company declared and paid a dividend of \$4.6 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In June 2023, the Company declared and paid a dividend of \$2.6 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

RESEARCH AND DEVELOPMENT

The Company did not engage in any research and development activities during the year.

GOING CONCERN

The financial statements have been prepared on the going concern basis of accounting. The time period that the directors have considered in evaluating the appropriateness of the going concern basis of accounting is a period of at least 12 months from the date of approval of these financial statements (the 'period of assessment').

The directors have considered the Company's and its subsidiaries' business activities and how it generates value, together with the main trends and factors likely to affect future development, business performance and position of the Company and its subsidiaries.

The directors have considered the budget of the Company and its subsidiaries, both a base case and a severe but plausible downside case, and also examined the financial position of the Company and its subsidiaries, including cash flows and liquidity position. As a result of this review, the directors have satisfied themselves and consider it appropriate that the Company is a going concern, having adequate resources to continue in operational existence for the foreseeable future and have not identified any material uncertainties that would cast significant doubt on the Company's ability to continue as a going concern over the period of assessment.

DIAMOND TOPCO LIMITED**DIRECTORS' REPORT****for the year ended 31 December 2022 (Continued)*****DIRECTORS' RESPONSIBILITIES STATEMENT***

The directors are responsible for preparing the Strategic Report, 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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101). 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 as at the year end date and of the profit or loss for that financial year.

In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

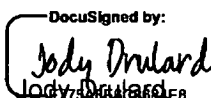
DISCLOSURE OF INFORMATION TO THE AUDITOR

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing their report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that they are obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITOR

Ernst & Young, Chartered Accountants and Statutory Audit Firm, will continue in office in accordance with Section 487 of the Companies Act 2006.

On behalf of the Directors,

DocuSigned by:

Jody Mulard

Director

3 July 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DIAMOND TOPCO LIMITED

Opinion

We have audited the financial statements of Diamond Topco Limited for the year ended 31 December 2022 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes 1 to 14, 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 FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2022 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.

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 to 31 December 2024.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DIAMOND TOPCO LIMITED (continued)

Opinions on other matters prescribed by the Companies Act 2006

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 directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 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 directors' responsibilities statement set out on page 5, 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.



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DIAMOND TOPCO LIMITED (continued)

Explanation as to what extent the audit was considered 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 irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those relate to the Companies Act 2006 and the reporting framework (FRS 101) and the relevant direct and indirect tax legislation in the UK. In addition, the company should comply with laws and regulations relating to its operations, including data protection and anti-bribery and corruption.
- We understood how Diamond Topco Limited is complying with those frameworks by making enquiries of management to understand how the company determines and implements its policies and procedures in these areas and corroborated this by inspecting supporting documentation. We inspected correspondence with relevant authorities. We inspected board minutes to identify non-compliance with laws and regulations, and we inspected significant agreements impacting the company in the financial year.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures included journals identified by specific risk criteria.

A further description of our responsibilities for the audit of the financial statements is located 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.

A handwritten signature in black ink, appearing to read 'Ronan Clinton'.

Ronan Clinton (Senior statutory auditor)
for and on behalf of Ernst & Young Chartered Accountants, Statutory Auditor

Waterford, Ireland

Date: 10 July 2023


DIAMOND TOPCO LIMITED**STATEMENT OF COMPREHENSIVE INCOME
for the financial year ended 31 December 2022**

	<i>Note</i>	<i>2022 \$'000</i>	<i>2021 \$'000</i>
Operating income		-	18
Operating profit		-	18
Dividend income	6	101,659	-
Profit before taxation		101,659	18
Taxation	5	-	-
Profit for the financial year		101,659	18
Other comprehensive income		-	-
Total comprehensive income		101,659	18

DIAMOND TOPCO LIMITED**STATEMENT OF FINANCIAL POSITION
at 31 December 2022**

	<i>Note</i>	<i>2022 \$'000</i>	<i>2021 \$'000</i>
NON-CURRENT ASSETS			
Investments	6	1,297,506	403,282
		<u>1,297,506</u>	<u>403,282</u>
CURRENT ASSETS			
Trade and other receivables	7	49,619	54,473
		<u>49,619</u>	<u>54,473</u>
Creditors (amounts falling due within one year)	8	(34,489)	(39,343)
NET CURRENT ASSETS		<u>15,130</u>	<u>15,130</u>
NET ASSETS		<u>1,312,636</u>	<u>418,412</u>
CAPITAL AND RESERVES			
Called up share capital	9	320	320
Share premium account	9	386,399	386,399
Capital contributions	9	894,224	-
Retained earnings		<u>31,693</u>	<u>31,693</u>
SHAREHOLDERS' FUNDS		<u>1,312,636</u>	<u>418,412</u>

The financial statements were approved by the Board of Directors and authorised for issue on 3 July 2023. They were signed on its behalf by:

DocuSigned by:

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Jody Drulard
Director

DIAMOND TOPCO LIMITED

STATEMENT OF CHANGES IN EQUITY
for the financial year ended 31 December 2022

	Note	Share capital \$'000	Share premium \$'000	Capital contributions \$'000	Retained earnings \$'000	Total equity \$'000
Balance at 1 January 2021		320	386,399	-	31,675	418,394
Profit for the financial year		-	-	-	18	18
Other comprehensive income for the financial year		-	-	-	-	-
Total comprehensive income for the financial year		-	-	-	18	18
Balance at 31 December 2021		320	386,399	-	31,693	418,412
Profit for the financial year		-	-	-	101,659	101,659
Other comprehensive income for the financial year		-	-	-	-	-
Total comprehensive income for the financial year		-	-	-	101,659	101,659
Capital contribution	9	-	-	894,224	-	894,224
Dividends paid	9	-	-	-	(101,659)	(101,659)
Balance at 31 December 2022		320	386,399	894,224	31,693	1,312,636

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022****1. ACCOUNTING POLICIES****(a) General information**

Diamond Topco Limited is a private company limited by shares which was incorporated in England and Wales. The registered office address is 10 Queen Street Place, 2nd Floor, London, EC4R 1BE, United Kingdom. The principal activities of the Company are described in the Strategic Report. The ultimate parent undertaking is disclosed in note 12.

(b) Basis of preparation

The financial statements have been prepared in accordance with the Companies Act 2006 and Financial Reporting Standard 101 "*Reduced Disclosure Framework*" (FRS 101).

These financial statements present information about the Company as an individual undertaking and not about its group. The Company has taken advantage of the exemption under Section 400 of the Companies Act 2006 not to prepare group financial statements as its intermediate parent undertaking, a Company established under the law of the United Kingdom, prepares consolidated financial statements. Details in respect of this intermediate parent undertaking are set out in note 12. Consequently, these financial statements deal with the results and state of affairs of the Company as a single entity.

The financial statements have been prepared on historical cost basis. The financial statements are presented in USD, which is also the Company's functional currency. All values are rounded to the nearest thousand (\$'000), except where otherwise indicated.

The financial statements have been prepared on the going concern basis of accounting. The time period that the directors have considered in evaluating the appropriateness of the going concern basis of accounting is a period of at least 12 months from the date of approval of these financial statements (the 'period of assessment').

The directors have considered the Company's and its subsidiaries' business activities and how it generates value, together with the main trends and factors likely to affect future development, business performance and position of the Company and its subsidiaries.

The directors have considered the budget of the Company and its subsidiaries, both a base case and a severe but plausible downside case, and also examined the financial position of the Company and its subsidiaries, including cash flows and liquidity position. As a result of this review, the directors have satisfied themselves and consider it appropriate that the Company is a going concern, having adequate resources to continue in operational existence for the foreseeable future and have not identified any material uncertainties that would cast significant doubt on the Company's ability to continue as a going concern over the period of assessment.

(c) Exemptions utilised under FRS 101

The following exemptions from the requirements of IFRS have been applied in the preparation of the financial statements, in accordance with FRS 101:

DIAMOND TOPCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022 (Continued)

1. ACCOUNTING POLICIES (Continued)

(c) *Exemptions utilised under FRS 101 (continued)*

- IFRS 7 *Financial Instruments: Disclosures*
- Paragraphs 91 to 99 of IFRS 13 *Fair value measurement* (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)
- The following paragraphs of IAS 1 *Presentation of financial statements*:
 - i. 10(d), (statement of cash flows),
 - ii. 16 (statement of compliance with all IFRS),
 - iii. 38A (requirement for minimum of two primary statements, including cash flow statements),
 - iv. 111 (cash flow statement information), and
 - v. 134-136 (capital management disclosures).
- IAS 7 *Statement of cash flows*.
- Paragraph 30 and 31 of IAS 8 *Accounting policies, changes in accounting estimates and errors* (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24 *Related party disclosures* (key management compensation).
- The requirements in IAS 24 *Related party disclosures* to disclose related party transactions entered into between two or more members of a group.
- Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 *Impairment of assets*.

(d) *Judgements and key sources of estimation uncertainty*

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the Statement of Financial Position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The following judgements and estimates have had the most significant effect on amounts recognised in the financial statements.

- (i) *Impairment of subsidiary undertakings*: The Company reviews the carrying value of its subsidiary undertakings, amending for impairment as set out in note 1(f).

(e) *Investment in subsidiary*

Investments in subsidiary are initially recognised at cost. Subsequent to initial measurement, the investment in subsidiary is carried at cost less impairment.

(f) *Impairment of non-financial assets*

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount in order to determine the extent of the impairment loss, if any. An asset's recoverable amount is the higher of an asset's (or cash-generating unit) fair value less costs to sell and its value in use and is determined at the individual asset level, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down

DIAMOND TOPCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022 (Continued)

1. ACCOUNTING POLICIES (Continued)

(f) *Impairment of non-financial assets (continued)*

to its recoverable amount. Impairment losses are recognised in the Statement of Comprehensive Income.

(g) *Financial assets*

Initial recognition and measurement - the Company determines the classification of its financial assets on initial recognition. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Subsequent measurement - for purposes of subsequent measurement, financial assets held by the Company are classified in the following categories:

- Financial assets at amortised cost – these include financial assets at amortised cost if both of the following conditions are met; (i) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows, and (ii) based on the contractual terms the expected cashflows are solely payments of principal and interest on the outstanding principal. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.

Impairment of financial assets – For trade receivables, the Company applies a simplified approach in calculating expected credit losses (ECLs). Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the trade receivable and the economic environment.

Derecognition - a financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Company's Statement of Financial Position) when:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022 (Continued)****1. ACCOUNTING POLICIES (Continued)****(h) Financial liabilities**

Initial recognition and measurement - the Company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement – the measurement of financial liabilities depends on their classification, as described below:

- Loans and borrowings and payables – after initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance expense in the Statement of Comprehensive Income.

Derecognition of financial liabilities – a liability is generally derecognised when the contract that gives rise to it is settled, sold, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in the Statement of Comprehensive Income.

(i) Foreign currency translation

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency').

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

(j) Taxation

The tax expense for the financial year comprises current and deferred tax. Current tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, current tax is charged or credited to equity if it relates to items that are credited or charged directly to equity, otherwise income tax is recognised in profit or loss.

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted for the financial year.

Deferred tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except for deferred tax assets which are only recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences,

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022 (Continued)****1. ACCOUNTING POLICIES (Continued)***(j) Taxation (continued)*

carried forward tax credits or tax losses can be utilised. Deferred tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the Statement of Financial Position date.

The carrying amount of deferred tax assets is reviewed at each Statement of Financial Position date. Deferred tax assets and liabilities are offset, when there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(k) Dividend distributions and income

Dividend distributions to the Company's shareholders are recognised as a liability in the period in which the dividends are approved by the Company's shareholders.

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

*(l) New standards and interpretations**New Standards and interpretation effective 1 January 2022*

There were several amendments to the standards and interpretations that have been effective and have been adopted by the Company as at 1 January 2022, none of which have a significant impact to the Company.

2. AUDITOR'S REMUNERATION

Audit fees are not borne by the Company individually, but rather by its wholly owned subsidiary, Dealogic Limited.

3. STAFF COSTS

The Company has no employees (2021: Nil).

4. DIRECTORS' REMUNERATION

The directors did not receive any remuneration for the qualifying services to the Company (2021: \$Nil).

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022 (Continued)****5. TAXATION**

	2022 \$'000	2021 \$'000
(a) <i>Tax on profit</i>		
The tax expense is made up as follows:		
Current tax:		
UK corporation tax	-	-
Total current tax	-	-
Tax on loss (note 5 (b))	-	-

(b) Factors affecting tax expense for the year

The tax assessed for the year differs from that calculated by applying the standard rate of corporation tax in the United Kingdom of 19.0% (2021: 19.0%). The differences are explained below:

	2022 \$'000	2021 \$'000
Profit before tax	101,659	18
Accounting profit before tax multiplied by the standard rate of corporation tax in the UK of 19% (2021: 19%)	19,315	4
Effects of:		
Income not chargeable for tax purposes	(19,315)	-
Group relief claimed	-	(4)
Tax on profit (note 5 (a))	-	-

(c) Circumstances affecting future tax charges

The UK corporation tax rate of 19% is set to increase to 25% from 1 April 2023. The legislation to effect this change was enacted before the balance sheet date and deferred tax, if any, has been calculated accordingly.

There is no deferred tax asset / liability being carried at 31 December 2022 (2021: \$Nil).

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022 (Continued)****6. INVESTMENTS**

	<i>Cost of Investments 2022 \$'000</i>	<i>Cost of Investments 2021 \$'000</i>
At 1 January	403,282	403,282
Additions	894,224	-
At 31 December	1,297,506	403,282

In 2022, the Company made capital contributions into its subsidiary Diamond Midco Limited arising from an internal re-organisation within the Group.

In 2022, the Company received dividends of \$101.7 million (2021: Nil) from Diamond Midco Limited.

At 31 December 2022, the Company owned 100% of the ordinary shares of the following company directly:

<i>Name</i>	<i>Nature of Business</i>	<i>Registered Office</i>
Diamond Midco Limited *	Holding company	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.

At 31 December 2022, the Company indirectly owned the following companies:

<i>Name</i>	<i>Nature of Business</i>	<i>Registered Office</i>
Diamond Bidco Limited	Holding company	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Deallogic Americas Limited	Holding company	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Deallogic APAC Limited	Holding company	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Deallogic EMEA Limited	Holding company	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Computasoft, Inc.	Holding company	Corporation Service Company, 251 Little Falls Drive, Wilmington, New Castle, Delaware, 19808, USA.
Deallogic Limited	Provision of software and data	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Deallogic, LLC	Provision of software and data	Corporation Services Company, 2711 Centerville Road, Wilmington 19808, Delaware, USA.

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS**
31 December 2022 (Continued)**6. INVESTMENTS (Continued)**

<i>Name</i>	<i>Nature of Business</i>	<i>Registered Office</i>
A2 Access LLC	Provision of software and data	CT Corporation System, 160 Mine Lake, CT STE 200, Raleigh, NC 27615-6417, USA.
Dealogic Asia Pacific Limited	Provision of software and data	36/F Tower Two, Times Square, 1 Matheson St, Causeway Bay, Hong Kong.
Dealogic Information Solutions (Beijing) Limited	Provision of software and data	1415 China World Office 1, 1 Jianguomenwai Avenue, Beijing 100004, China.
Dealogic Soluções Brasil Limitada	Provision of software and data	Av. Brigadeiro Faria Lima, 3729, 4th and 5th floors, Sao Paulo 04538-905, Brazil.
Junction RDS Limited	Provision of software and data	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Dealogic (Australia) Pty Limited	Group support services	RSM Bird Cameron, 60 Castlereagh Street, Sydney 2000, Australia.
Dealogic Hungary Kft.	Group support services	Teréz körút 55-57, Eiffel Square B-5, H-1062 Budapest, Hungary.
Dealogic Support Services India Private Limited	Group support services	911, 9th Floor, Platina C-59, G-Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051, India.
Dealogic Japan Limited	Group support services	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Dealogic Singapore Limited	Group support services	c/o Ion, 10 Queen St Place, London, EC4R 1BE, England.
Selerity Inc.	Provision of software and data	The Corporation Trust Company, 1209 Orange Street, Wilmington 19801, Delaware, USA.
Computasoft Consulting Limited	Dormant	10 Queen Street Place, London EC4R 1BE, England.
Computasoft e-Commerce Limited	Dormant	10 Queen Street Place, London EC4R 1BE, England.

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS**
31 December 2022 (Continued)**6. INVESTMENTS (Continued)**

<i>Name</i>	<i>Nature of Business</i>	<i>Registered Office</i>
youDevise Inc.	Provider of information services	160 Greentree Drive, Suite 101, Dover, Delaware, 19904, USA.
InfraAmericas Inc.	Provider of information services	National Registered Agents Inc., 160 Greentree Drive, Suite 101, Dover, Delaware 19904, USA.
Mergermarket USA Inc.	Holding company	2711 Centerville Road, Suite 400, Wilmington, County of New Castle, Delaware 19808, USA.
Great North Road Media Inc	Provider of business support services	1501 Broadway, 8th Floor, New York, NY 10036, USA.
Blackpeak Inc.	Provider of business support services	1750 K St NW, Suite 450, Washington DC, 20006, USA.
Acuris Inc.	Provider of information services	National Registered Agents, Inc., 160 Greentree Drive, Suite 101, Dover, Delaware 19904, USA.
Mergermarket (US) Limited	Provider of information services	1501 Broadway, 8th Floor, New York, NY 10036, USA.
Blue Holdco, Inc.	Holding company	Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle, Delaware, 19801, USA.
Backstop Solutions Group LLC	Provision of software and data	Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle, Delaware, 19801, USA.
Backstop Solutions UK Limited	Provision of software and data	5 Yeomans Court, Ware Road, Hertford, SG13 7HJ, England.

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022 (Continued)****7. TRADE AND OTHER RECEIVABLES**

	2022 \$'000	2021 \$'000
Amounts owed from subsidiary undertaking	49,619	54,473
	<u>49,619</u>	<u>54,473</u>

Amounts owed from subsidiary undertaking

Amounts owed from subsidiary undertaking refer to trade balance extended to subsidiary undertaking and are repayable on demand.

8. CREDITORS (AMOUNTS FALLING DUE WITHIN ONE YEAR)

	2022 \$'000	2021 \$'000
Accruals	138	138
Amounts owed to group undertaking	34,347	39,201
Other creditors	4	4
	<u>34,489</u>	<u>39,343</u>

Amounts owed to group undertaking

Amounts owed to group undertaking comprise trade balances and are due on demand.

9. SHAREHOLDERS' FUNDS

	2022 \$'000	2021 \$'000
<i>Share Capital</i>		
<i>Allotted, called up and fully paid</i>		
26,721,765 Ordinary A Shares of \$0.01 each	267	267
4,902,083 Ordinary B Shares of \$0.01 each	49	49
384,689 Ordinary C Shares of \$0.01 each	4	4
	<u>320</u>	<u>320</u>

RIGHTS OF SHARES

Ordinary A shares carry equal voting rights of one vote per share. For a show of hands at a general meeting, Ordinary B shares currently carry equal voting rights of one vote per share. For a written resolution the Ordinary B shares as a class currently carry voting rights equal to twenty per cent of the total voting rights but no individual vote per share. Ordinary C shares carry no voting rights. All ordinary shares have dividend rights and a right to a return of capital being the surplus of assets after payment of all liabilities upon liquidation, reduction in capital or otherwise.

DIAMOND TOPCO LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022 (Continued)

9. SHAREHOLDERS' FUNDS (Continued)

SHARE PREMIUM ACCOUNT

This reserve records the consideration for the issuance of shares above the nominal value of the shares issued.

CAPITAL CONTRIBUTIONS

The capital contributions reserve records receipts of capital from the Company's immediate parent company without issuance of shares. In 2022, the Company received a capital contribution of \$894.2 million in the form of an investment in Group undertakings (refer to note 6).

DIVIDENDS

During the year, the Company declared and paid dividends of \$101.7 million (2021: \$nil).

10. CAPITAL AND OTHER COMMITMENTS

The Company as subsidiary-guarantor provided guarantees over its assets and over those of certain subsidiary undertakings in favour of UBS AG and Lucid Trustee Services Limited.

11. RELATED PARTY TRANSACTIONS

During the year, the Company transacted with related parties in the normal course of business.

Transactions with key management personnel

The transactions with directors of the Company are disclosed in note 4.

Transactions with group undertakings and subsidiary undertakings

Transactions with group undertakings and subsidiary undertakings refer to transactions with the group of undertakings for which consolidated financial statements are prepared by their parent undertaking and of which the Company is a member. The Company has availed the exemption provided in paragraph 8(k) of FRS 101 to disclose transactions with the group undertakings.

DIAMOND TOPCO LIMITED**NOTES TO THE FINANCIAL STATEMENTS****31 December 2022 (Continued)****12. PARENT UNDERTAKINGS, CONTROLLING PARTIES, DIRECTORS' AND SECRETARY'S INTERESTS**

The Company's immediate parent undertaking is I-Logic Technologies Bidco Limited, a company incorporated in the United Kingdom.

The Company's ultimate parent undertaking and controlling party is Bessel Capital S.à r.l., a company incorporated in Luxembourg.

The parent undertaking of the smallest and largest groups of undertakings for which consolidated financial statements are prepared and of which the Company is a member, are I-Logic Technologies Bidco Limited, a company incorporated in England.

Neither the directors, nor the Company secretary, their spouses or minor children, held any interests in the shares of the Company, its parent undertaking or any other group undertaking, except as follows:

At the year end, Mr. A. Pignataro owned directly 100% (2021: 100%) of Bessel Capital S.à r.l.

13. EVENTS SINCE THE STATEMENT OF FINANCIAL POSITION DATE

In January 2023, pursuant to section 642 of the Companies Act 2006, the Company reduced its share capital account and share premium account by the amounts of \$0.3 million and \$386.4 million respectively and simultaneously created profits available for distribution of the same amount.

In January 2023, the Company declared and paid a dividend of \$24.3 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In March 2023, the Company declared and paid a dividend of \$34.6 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In April 2023, the Company declared and paid a dividend of \$4.2 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In May 2023, the Company declared and paid a dividend of \$4.6 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

In June 2023, the Company declared and paid a dividend of \$2.6 million to I-Logic Technologies Bidco Limited, the immediate parent Company.

14. APPROVAL OF FINANCIAL STATEMENTS

The Board of Directors approved and authorised for issue the financial statements in respect of the financial year ended 31 December 2022 on 3 July 2023.