

Company Registration No. 10161344 (England and Wales)

AKER SYSTEMS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2021

AKER SYSTEMS LIMITED

COMPANY INFORMATION

Directors	A T S Crawford	
	D B Thomas	(Appointed 16 July 2020)
	S J Halstead	(Appointed 1 December 2020)
Secretary	S J Halstead	
Company number	10161344	
Registered office	25a Market Square Bicester Oxfordshire OX26 6AD	
Auditors	Crowe U.K. LLP Aquis House 49-51 Blagrove Street Reading RG1 1PL	

AKER SYSTEMS LIMITED

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AKER SYSTEMS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MAY 2021

The directors present the strategic report for the year ended 31 May 2021.

Fair review of the business

The Directors consider the trading results of the Company to be positive especially given the economic conditions experienced during the year and are confident that the Company will continue to build on the achievements of the current financial year. The Company further developed its niche secure data infrastructure technology capabilities during the year. The Directors expect the Company to continue to be profitable in the future.

Aker's customers typically migrate from traditional on-premise data infrastructure to cloud-based data infrastructure. This migration trend has increased dramatically over recent years and is expected to continue. The benefits of migrating to cloud-based data infrastructure for Aker's customers are increased business agility, reduced security risks, operating cost savings and reduction in capital expenditure.

During the Covid-19 pandemic the Company has not been adversely affected, neither in its trading results nor its liquidity. The Company has been able to meet its contractual obligations through the implementation of home-working. Customers have continued to pay their invoices on time and in accordance with contractual terms.

During the year the Company continued to focus heavily on its culture and values and hiring exceptional talent into the business.

Please also refer to disclosure in the Directors' Report below and in note 19 on post balance sheet events which provides details on the change in control of the Company's owner, Ensco 1366 Limited. The change of control is expected to have a positive impact on the future growth of the Company.

Principal risks and uncertainties

The principal risks relate to managed services contracts and digital transformation contracts, where service level agreements and milestones are committed to and where there is a financial and reputational risk if these services and milestones are not met. The Company has a robust review and escalation process to ensure that it continually operates within these agreed service levels and milestones are delivered within acceptable timescales, remedial action is taken before any business risk occurs to either the Company or customers. There is deemed to be low contractual risk as the Company has a strong track record of delivery and high levels of customer satisfaction.

Key performance indicators

The Directors track various financial and operational KPI's. Financial KPI's tracked are turnover and gross margins across the business and overall overhead costs. Comparison is made of month-on-month trends and actual results against budget.

The key financial KPI's are as follows:

- Turnover: £16,645,940, (2020: £10,982,073)
- Turnover % change: 51.57%, (2020: 92.76%)
- Operating profit: £2,707,750, (2020: £5,717,747)
- Operating profit % change: -52.64%, (2020: 154.85%)

The increase in turnover during the year is in line with the Boards expectations with new contract wins. The reduction in operating profit is in line with the board's expectations and reflects a reduction in high margin private sector revenue and the expenditure investment made in ensuring high standards of service.

Other performance indicators

The operational KPI's tracked are number and percentage of milestones delivered on time and customer satisfaction scores.

AKER SYSTEMS LIMITED

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MAY 2021

On behalf of the Board

S J Halstead
Director

23 November 2021

AKER SYSTEMS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2021

The directors present their annual report and financial statements for the year ended 31 May 2021.

Principal activities

The principal activity of the company continued to be that of the provision of innovative, ultra-secure, enterprise data capabilities, primarily in the UK.

Results and dividends

The results for the year are set out on page 8.

Interim dividends were paid amounting to £7,544,910 (2020 - £nil). The directors do not recommend payment of a final dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

A Fawsitt	(Resigned 23 September 2021)
A T S Crawford	
D B Thomas	(Appointed 16 July 2020)
S J Halstead	(Appointed 1 December 2020)
R D Hodsden	(Appointed 16 July 2020 and resigned 30 November 2020)

Auditor

The auditor, Crowe U.K. LLP have indicated their willingness to continue in office and will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Statement of directors' responsibilities

The directors are responsible for preparing the annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 judgements 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 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.

AKER SYSTEMS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

Statement of disclosure to 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 of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the Board

S J Halstead

Director

23 November 2021

AKER SYSTEMS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF AKER SYSTEMS LIMITED

Opinion

We have audited the financial statements of Aker Systems Limited for the year ended 31 May 2021 which comprise the statement of comprehensive income, balance sheet, the statement of changes in equity and notes to the financial statements, including 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).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 May 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 of at least twelve months from when the financial statements are authorised for issue.

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

Other information

The directors are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

Opinions on other matters prescribed by the Companies Act 2006

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

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

AKER SYSTEMS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF AKER SYSTEMS LIMITED

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 the directors' report.

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

- adequate accounting records have not been kept by the company, 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 3, 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.

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 within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and UK taxation legislation.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management and revenue recognition. Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals and reviewing accounting estimates for biases. Our audit procedures to respond to revenue recognition risks include sample testing revenue across the year and deferred revenue as at year end agreeing to supporting documentation, and reviewing revenue received either side of the year end to ensure this has been recognised correctly.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

AKER SYSTEMS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF AKER SYSTEMS LIMITED

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

A further description of our responsibilities for the audit of the financial statements is available on the Financial Reporting Council's website at: 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.

Christine Dobson
(Senior Statutory Auditor)
For and on behalf of Crowe U.K. LLP
Chartered Accountants
Statutory Auditor

24 November 2021

Aquis House
49-51 Blagrove Street
Reading
RG1 1PL

AKER SYSTEMS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MAY 2021

		Year ended 31 May 2021 £	Year ended 31 May 2020 £
	Notes		
Turnover	3	16,645,940	10,982,073
Cost of sales		(9,999,910)	(4,805,556)
Gross profit		6,646,030	6,176,517
Administrative expenses		(3,949,298)	(462,295)
Other operating income		11,018	3,525
Operating profit	4	2,707,750	5,717,747
Interest receivable and similar income	7	8,121	34,454
Interest payable and similar expenses	8	(297)	(895)
Profit before taxation		2,715,574	5,751,306
Tax on profit	9	(510,273)	(892,981)
Profit for the financial year		2,205,301	4,858,325

The profit and loss account has been prepared on the basis that all operations are continuing operations.

AKER SYSTEMS LIMITED

BALANCE SHEET

AS AT 31 MAY 2021

	Notes	2021 £	£	2020 £	£
Fixed assets					
Intangible assets	11		33,921		-
Tangible assets	12		439		-
			<u>34,360</u>		<u>-</u>
Current assets					
Debtors	13	3,569,257		5,532,103	
Cash at bank and in hand		1,838,253		4,402,785	
		<u>5,407,510</u>		<u>9,934,888</u>	
Creditors: amounts falling due within one year	14	<u>(2,536,075)</u>		<u>(2,399,672)</u>	
Net current assets			<u>2,871,435</u>		<u>7,535,216</u>
Net assets			<u><u>2,905,795</u></u>		<u><u>7,535,216</u></u>
Capital and reserves					
Called up share capital	17		1		1
Other reserves	18		710,188		301,173
Profit and loss reserves	18		2,195,606		7,234,042
Total equity			<u><u>2,905,795</u></u>		<u><u>7,535,216</u></u>

The financial statements were approved by the Board of directors and authorised for issue on 23 November 2021 and are signed on its behalf by:

S J Halstead
Director

Company Registration No. 10161344

AKER SYSTEMS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2021

		Share capital	Other reserves	Profit and loss reserves	Total
	Notes	£	£	£	£
Balance at 1 June 2019		1	301,173	2,375,717	2,676,891
Year ended 31 May 2020:					
Profit and total comprehensive income for the year		-	-	4,858,325	4,858,325
Balance at 31 May 2020		1	301,173	7,234,042	7,535,216
Year ended 31 May 2021:					
Profit and total comprehensive income for the year		-	-	2,205,301	2,205,301
Dividends	10	-	-	(7,544,910)	(7,544,910)
Share based payments	18	-	710,188	-	710,188
Transfers	18	-	(301,173)	301,173	-
Balance at 31 May 2021		1	710,188	2,195,606	2,905,795

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

Company information

Aker Systems Limited is a private company limited by shares incorporated in England and Wales. The registered office is 25a Market Square, Bicester, Oxfordshire, OX26 6AD.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are presented in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues: The disclosure requirements of paragraphs 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26, 12.27, 12.29(a), 12.29(b), and 12.29A;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Ensco 1366 Limited. These consolidated financial statements are available from its registered office, 25a Market square, Bicester, Oxfordshire, OX26 6AD.

1.2 Going concern

Detailed forecasts, turnover projections and cashflows have been prepared for a period of at least 18 months from 31 May 2021 which shows that the Company is expected to be able to meet all its liabilities as they fall due. Based on this review the Directors believe that at the time of approving the financial statements that they have been prepared appropriately on the going concern basis.

1.3 Turnover

Turnover is measured at the fair value of the consideration received or receivable for the rendering of services in the normal course of business, and is shown net of discounts and VAT.

Rendering of services

Revenue arises from the provision of technology services.

Where these services represent a project, revenue is recognised throughout the performance period of the contract on milestone completion where these milestones are independent of each other. Where the milestones are not independent or there is a service performance obligation, revenue is recognised over the period of service being performed by reference to the stage of completion of the transaction at the end of the reporting period.

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

1.4 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1.5 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Software	33.33% straight line
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1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Computers	33.33% straight line
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The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.7 Financial instruments

The company has elected to apply the provisions of Section 11 "Basic Financial Instruments" to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Basic financial assets

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

Basic financial liabilities

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

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

1 Accounting policies

(Continued)

1.8 Taxation

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

Current tax

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

1.9 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

Unpaid holiday pay is accrued on a pro-rata basis and recognised in the period to which it relates.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.11 Share-based payments

The company operates equity-settled, share-based compensation plans, under which the company receives services from employees as consideration for equity instruments (options) in the designated group company. The awards are granted by the group and the company has no obligation to settle the awards. Equity-settled share-based payments are measured at fair value at the date of grant using the Black Scholes Model. The fair value determined at the grant date is expensed on a straight-line basis over the expected vesting period, based on the estimate of shares that will eventually vest. A corresponding adjustment is made to equity.

1.12 Government grants

In response to COVID-19, the UK Government announced a number of initiatives for businesses to assist with cash flow. The company has received financial assistance under the 'Coronavirus Job Retention Scheme' and the amounts received have been recognised in the profit and loss account within other operating income.

1.13 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

1.14 Dividends

Dividends represent a distribution of profits made by the Company to its shareholders from retained earnings. Dividends are recognised when the shareholders right to receive them has been established.

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

2 Judgements and key sources of estimation uncertainty

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

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

The directors' judgement with regards to share-based payments is set out in note 1.11 above.

3 Turnover

	2021 £	2020 £
Turnover analysed by class of business		
Services	16,645,940	10,982,073
	<u>16,645,940</u>	<u>10,982,073</u>
	2021 £	2020 £
Turnover analysed by geographical market		
UK	16,062,691	10,982,073
The Netherlands	583,249	-
	<u>16,645,940</u>	<u>10,982,073</u>

4 Operating profit

	2021 £	2020 £
Operating profit for the period is stated after charging/(crediting):		
Research and development costs	580,428	886,535
Government grants	(11,018)	(3,525)
Fees payable to the company's auditor for the audit of the company's financial statements	17,500	17,500
Depreciation of owned tangible fixed assets	146	-
Amortisation of intangible assets	2,979	-
Share-based payments	710,188	-
	<u>710,188</u>	<u>-</u>

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

5 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

2021 Number	2020 Number
18	15
<u>18</u>	<u>15</u>

Their aggregate remuneration comprised:

	2021 £	2020 £
Wages and salaries	954,235	603,176
Share based payments	710,188	-
Social security costs	112,876	70,262
Pension costs	13,352	14,644
	<u>1,790,651</u>	<u>688,082</u>

6 Directors' remuneration

	2021 £	2020 £
Remuneration for qualifying services	<u>79,745</u>	<u>160,000</u>

7 Interest receivable and similar income

	2021 £	2020 £
Interest income		
Interest on bank deposits	564	16,807
Other interest income	7,557	17,647
	<u>8,121</u>	<u>34,454</u>

8 Interest payable and similar expenses

	2021 £	2020 £
Other interest	<u>297</u>	<u>895</u>

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

9 Taxation

	2021 £	2020 £
Current tax		
UK corporation tax on profits for the current period	510,273	879,300
Adjustments in respect of prior periods	-	13,681
Total current tax	510,273	892,981

The actual charge for the year can be reconciled to the expected charge for the year based on the profit and the standard rate of tax as follows:

	2021 £	2020 £
Profit before taxation	2,715,574	5,751,306
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2020: 19.00%)	515,959	1,092,748
Tax effect of expenses that are not deductible in determining taxable profit	144,999	5,527
Adjustments in respect of prior years	-	13,680
Research and development tax credit	(143,366)	(218,974)
Fixed asset difference	(1,197)	-
Unrecognised deferred tax	(6,122)	-
Taxation charge for the period	510,273	892,981

Factors that may affect future tax charges

An increase to the UK corporation tax rate from 19% to 25% (effective from 1 April 2023) was announced in the Chancellor's Budget on 3 March 2021. This will increase the company's future current tax charge accordingly.

10 Dividends

	2021 £	2020 £
Interim paid	7,544,910	-

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

11 Intangible fixed assets

	Software £
Cost	
At 1 June 2020	-
Additions	36,900
	<u>36,900</u>
At 31 May 2021	36,900
	<u>36,900</u>
Amortisation and impairment	
At 1 June 2020	-
Amortisation charged for the year	2,979
	<u>2,979</u>
At 31 May 2021	2,979
	<u>2,979</u>
Carrying amount	
At 31 May 2021	33,921
	<u>33,921</u>
At 31 May 2020	-
	<u>-</u>

Amortisation of intangible assets is included within administrative expenses in the Statement of Comprehensive Income.

12 Tangible fixed assets

	Computers £
Cost	
At 1 June 2020	-
Additions	585
	<u>585</u>
At 31 May 2021	585
	<u>585</u>
Depreciation and impairment	
At 1 June 2020	-
Depreciation charged in the year	146
	<u>146</u>
At 31 May 2021	146
	<u>146</u>
Carrying amount	
At 31 May 2021	439
	<u>439</u>
At 31 May 2020	-
	<u>-</u>

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

13 Debtors

	2021	2020
	£	£
Amounts falling due within one year:		
Trade debtors	2,349,610	3,659,211
Corporation tax recoverable	116,958	81,250
Amounts owed by group undertakings	1,038,933	-
Other debtors	-	1,768,309
Prepayments and accrued income	63,756	23,333
	<u>3,569,257</u>	<u>5,532,103</u>

Amounts owed by group undertakings are unsecured, interest free and payable on demand.

14 Creditors: amounts falling due within one year

	2021	2020
	£	£
Trade creditors	789,644	546,748
Corporation tax	-	892,339
Other taxation and social security	1,243,996	766,150
Other creditors	356	62,141
Accruals and deferred income	502,079	132,294
	<u>2,536,075</u>	<u>2,399,672</u>

15 Retirement benefit schemes

	2021	2020
	£	£
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	<u>13,352</u>	<u>14,644</u>

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund. The balance owed to the scheme at 31 May 2021 was £3,700 (2020: £2,519).

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

16 Share-based payment transactions

Equity-settled share-based payment transactions relate to the C2 and C3 shares of Ensco 1366 Limited. Share-based payments recognised in Aker Systems Limited is based on the number of employees benefiting from the share-based payment plan employed by the company.

11,304 C2 share options were granted during the year ended 31 May 2021 and they had an exercise price ranging from £1 to £3.55. The weighted average fair value of the options on the measurement date was £102.52, when their fair value was measured using the Black Scholes model. The vesting requirements for the outstanding options are time related and span from grant to exercise date. The exercise date is the earliest of either a share sale, asset sale, Initial Public Offering (IPO) or cessation of employment upon certain conditions.

1,738 C3 share options were granted during the year ended 31 May 2021 and they had an exercise price of £1. The weighted average fair value of the options on the measurement date was £38.83. The vesting requirements for the outstanding options are time related and span from grant to exercise date. The exercise date is the earliest of either a share sale, asset sale, Initial Public Offering (IPO) or cessation of employment upon certain conditions.

17 Share capital

	2021 Number	2020 Number	2021 £	2020 £
Ordinary share capital Issued and fully paid				
Ordinary shares of 0.1p each	1,000	1,000	1	1
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

18 Reserves

Other reserves

Other reserves relate to the total value of granted share options disclosed in Note 16. At 31 May 2020 other reserves related to an equity reserve created on the transfer of shares at below market value. The shares that gave rise to this reserve were sold in July 2020.

Profit and Loss Reserves

Profit and loss reserves include all current and prior period retained profit and losses.

19 Events after the reporting date

On 23rd September 2021 the entire share capital of Ensco 1366 Limited, the parent company, was acquired by Nebula Bidco Limited. As at 23rd September 2021, Abry Nebula Aggregator Limited is considered to be the entity with significant control of the group.

20 Related party transactions

The company has taken advantage of the exemption under section 33 not to disclose transactions entered into between two or more wholly owned members of a group.

At the year end, a director owed the company £nil (2020: £1,750,000) in respect of a loan and £nil (2020: £18,309) in respect of interest on the loan. The company also owed a director £356 (2020: £2,223) in respect of expenses at the reporting date.

AKER SYSTEMS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2021

21 Ultimate controlling party

As at the year end, the immediate and ultimate parent undertaking of Aker Systems Limited is Ensco 1366 Limited, a company incorporated in England & Wales.

The results of Aker Systems Limited are consolidated into the accounts of Ensco 1366 Limited. The accounts of Ensco 1366 Limited are available at their registered office, 25a Market Square, Bicester, Oxfordshire, OX26 6AD.

As at 31 May 2021, LDC (Managers) Limited and LDC GP LLP, are considered to be persons with significant control of the group.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.