Registration number: 10609715

Credit Rubric Limited

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2021

Credit Rubric Limited

Contents

Credit Rubric Limited

Company Information

Directors

Kunal Gullapalli

Registered office

10 Queen St Place
London
EC4R 1BE

Credit Rubric Limited

Strategic Report for the Year Ended 31 December 2021

The director presents the strategic report for the year ended 31 December 2021.

Fair review of the business
The company's key financial and other performance indicators during the year were as follows:

The company recorded an increase in revenues offset by an increase in the amortisation charge for the year. This resulted in a higher operating loss compared to the previous year.

Revenues increased by 20% to £435,665 and operating loss increased to £853,318 from £256,452.

Principal risks and uncertainties
The company's principal risks and uncertainties relate to the development of a new financial information product and the adoption of the product by customers.

Approved by the director on 9/23/2022 and signed on its behalf by:

Kunal V. Gullapalli
....
Kunal Gullapalli
Director

Credit Rubric Limited

Director's Report for the Year Ended 31 December 2021

The director presents the report and the unaudited financial statements for the year ended 31 December 2021.

Director of the company
The director, who held office during the year, was as follows:

Kunal Gullapalli

Principal activity
The principal activity of the company is the provision of financial information services, analysis and data to the advisory, corporate and financial communities.

The directors believe that the company will continue in these activities for the foreseeable future.

Employment of disabled persons
The company is committed to employment policies, which follow best practice, based on equal opportunities for all employees, irrespective of sex, race, colour, disability or marital status. The company gives full and fair consideration to applications for employment for disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the company. If members of staff become disabled the company continues employment, either in the same or an alternative position, with appropriate retraining being given if necessary.

Employee involvement
The company systematically provides employees with information on matters of concern to them, consulting them or their representatives regularly, so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the company is encouraged, as achieving a common awareness on the part of all employees of the financial and economic factors affecting the company plays a major role in maintaining its competitive advantage.

Future developments
The company is expected to continue in its current activities for the foreseeable future.

Creditor payment policy
The company aims to pay all its suppliers within a reasonable period of their invoices being received and in any case within the suppliers' own payment periods.

Going concern
After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

Credit Rubric Limited

Director's Report for the Year Ended 31 December 2021 (continued)

Director's liabilities

During the year and as at date of approval of the financial statements, the Company maintained insurance covering officers of the Company against liabilities arising in relation to the Company. This is a qualifying third-party indemnity provision for the purposes of Companies Act 2006.

Approved by the director on 9/23/2022 and signed on its behalf by:

Kunal V. Gullapalli

....

Kunal Gullapalli
Director

Credit Rubric Limited

Income Statement for the Year Ended 31 December 2021

	Note	Year to 31 December 2021 £	Year to 31 December 2020 £
Revenue	4	435,665	362,034
Cost of sales		(429,465)	(592,666)
Gross profit/(loss)		**6,200**	(230,632)
Administrative expenses		(859,518)	(25,820)
Operating loss	5	**(853,318)**	(256,452)
Loss before tax		**(853,318)**	(256,452)
Loss for the year		**(853,318)**	(256,452)

The above results were derived from continuing operations.

Credit Rubric Limited

Statement of Comprehensive Income for the Year Ended 31 December 2021

	Year to 31 December 2021 £	Year to 31 December 2020 £
Loss for the year	(853,318)	(256,452)
Total comprehensive income for the year	(853,318)	(256,452)

The notes on pages 10 to 22 form an integral part of these financial statements.

Credit Rubric Limited

(Registration number: 10609715)
Statement of Financial Position as at 31 December 2021

	Note	31 December 2021 £	31 December 2020 £
Assets			
Non-current assets			
Intangible assets	9	142.873	701.927
Current assets			
Trade and other receivables	10	2.747	2.715
Total assets		145.620	704.642
Equity and liabilities			
Equity			
Share capital	11	(2.747)	(2.715)
Retained earnings		2.111.637	1.258.319
Total equity		2.108.890	1.255.604
Current liabilities			
Trade and other payables	13	(2.243.535)	(1.949.271)
Accruals		(10.975)	(10.975)
		(2.254.510)	(1.960.246)
Total equity and liabilities		(145.620)	(704.642)

For the financial year ending 31 December 2021 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Director's responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The director acknowledges their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the director on 9/23/2022

Kunal V. Gullapalli
....
Kunal Gullapalli
Director

The notes on pages 10 to 22 form an integral part of these financial statements.

Credit Rubric Limited

Statement of Changes in Equity for the Year Ended 31 December 2021

	Share capital £	Retained earnings £	Total £
At 1 January 2021	2,715	(1,258,319)	(1,255,604)
Loss for the year	-	(853,318)	(853,318)
Total comprehensive income	-	(853,318)	(853,318)
Shares issued	32	-	32
At 31 December 2021	2,747	(2,111,637)	(2,108,890)

	Share capital £	Retained earnings £	Total £
At 1 January 2020	2,715	(1,001,867)	(999,152)
Loss for the year	-	(256,452)	(256,452)
Total comprehensive income	-	(256,452)	(256,452)
At 31 December 2020	2,715	(1,258,319)	(1,255,604)

Credit Rubric Limited

Statement of Cash Flows for the Year Ended 31 December 2021

	Note	Year to 31 December 2021 £	Year to 31 December 2020 £
Cash flows from operating activities			
Operating loss		(853,318)	(256,452)
Adjustments to cash flows from non-cash items			
Depreciation and amortisation	5	863,974	-
		10,656	(256,452)
Working capital adjustments			
Increase in trade and other receivables	10	(32)	-
Increase in trade and other payables	13	294,264	256,452
Net cash flow from operating activities		304,888	-
Cash flows from investing activities			
Acquisition of intangible assets		(304,920)	-
Net cash flows from investing activities		(304,920)	-
Cash flows from investing activities			
Ordinary shares issued		32	-
		32	-
Net increase in cash and cash equivalents		-	-
Cash and cash equivalents at 1 January		-	-
Cash and cash equivalents at 31 December		-	-

The notes on pages 10 to 22 form an integral part of these financial statements.

1 General information

The company is a private company limited by share capital, incorporated and domiciled in United Kingdom.

The address of its registered office is:
10 Queen St Place
London
EC4R 1BE

2 Accounting policies

Statement of compliance
The company financial statements have been prepared in accordance with International Financial Reporting Standards in conformity with the requirements of the Companies Act 2006 ("adopted IFRS's").

Summary of significant accounting policies and key accounting estimates
The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation
The financial statements have been prepared in accordance with adopted IFRSs and under historical cost accounting rules.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies.

The company is a provider of financial information, analysis and data to the advisory, corporate and financial communities.

Going concern
The financial statements have been prepared on a going concern basis.

Changes in accounting policy
None of the standards, interpretations and amendments effective for the first time from 1 January 2021 have had a material effect on the financial statements.

None of the standards, interpretations and amendments which are effective for periods beginning after 1 January 2021 and which have not been adopted early, are expected to have a material effect on the financial statements.

2 Accounting policies (continued)

Revenue recognition

Revenue represents subscriptions to the information services. The cash relating to subscriptions is received in advance, with standard payment terms of 14 days from invoice date. Revenue is recognised in the income statement evenly over the duration of subscriptions as the Company satisfies its performance obligations and control of the information passes to the subscriber. For periods where the Company has not fulfilled its performance obligations, amounts are accrued on the balance sheet as contract liabilities. Standard contract terms do not allow for refunds or cancellations and do not contain warranties or related obligations.

Segment reporting

The company provides financial information services. For segment reporting purposes, the company has been treated as operating in one segment.

Foreign currency transactions and balances

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in British Pounds (GBP), which is the company's functional currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. 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 income statement.

2 Accounting policies (continued)

Internally generated software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred.

Computer software development costs recognised as assets are amortised over their estimated useful lives not exceeding three years. Amortisation expense is recognised in "administrative expenses" in the Income Statement.

Amortisation

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their expected useful economic life as follows:

Asset class	**Amortisation method and rate**
Internally generated software development	Straight line 3 years

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

2 Accounting policies (continued)

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 or for which the company has applied the practical expedient, 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 costs - the company measures 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.

• Financial assets at fair value through profit or loss - these include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Derivatives, including embedded derivatives which are accounted for as separate derivatives other than those designated at fair value through profit or loss; are classified as held for trading. Financial assets at fair value through profit or loss are carried in the Statement of Financial Position at fair value with net changes in fair value presented in the Statement of Comprehensive Income.

Impairment of financial assets

The company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the company expects to receive, discounted at an approximation of the original effective interest rate.

For trade receivables and contract assets, the company applies a simplified approach in calculating 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.

The company considers default to occur when contractual payments are outstanding greater than 360 days past due based on historical experience, however given the company applies a simplified approach in calculating ECLs for trade receivables and contract assets, the definition of default has no impact on the quantification of the provision. Trade receivables are written off when there is no reasonable expectation of recovering the contractual cashflows, which is based on an assessment of the company's intention and ability to successfully recover balances through enforcement activities.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a company 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.

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 - after initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the 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 costs in the Statement of Comprehensive Income.
• Financial liabilities at fair value through profit or loss - these include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. This includes derivatives not in a hedging relationship and embedded derivatives that meet the separation criteria in IFRS 9, as outlined above. Financial liabilities at fair value through profit or loss are carried in the Statement of Financial Position at fair value with net changes in fair value presented 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.

Classification of financial instruments

An instrument or its components, are classified on initial recognition as a financial asset, financial liability or equity in accordance with the substance of the contractual arrangements and the requirements of IAS 32. The initial carrying value of a compound instruments are allocated between the financial liability components and equity components, by first valuing the financial liability on a stand-alone basis and allocating the residual value to the equity component. Transaction costs are allocated between the components on a relative fair value basis.

2 Accounting policies (continued)

Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a separate entity and has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans contributions are paid publicly or privately administered pension insurance plans on a mandatory or contractual basis. The contributions are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as an asset.

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with IFRSs requires management to make judgements and estimates that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimates are revised and in any future years affected.

• ***Judgements:***

In applying the Company's accounting policies, management has applied judgement in the following areas that have a significant impact on the amounts recognised in the financial statements.

Income and deferred tax: The tax on profits is determined according to complex tax laws and regulations. Where the effect of these laws and regulations is unclear, judgements are used in determining the liability for the tax to be paid. Deferred tax assets and liabilities require management judgement in determining the amounts to be recognised, with consideration given to the timing and level of future taxable income. The main areas of judgement in the Company's tax calculation are reassessment of uncertain tax provisions and reassessment of the recognition and recoverability of deferred tax assets.

• ***Estimates*:**

There are no areas involving significant estimates.

4 Revenue

The analysis of the company's revenue for the year from continuing operations is as follows:

	Year to 31 December 2021 £	Year to 31 December 2020 £
Subscription revenues	435,665	362,034

5 Operating loss

Arrived at after charging/(crediting)

	Year to 31 December 2021 £	Year to 31 December 2020 £
Employee benefits expense	177.900	186.707
Amortisation expense	863.974	-
Foreign exchange losses	(4.455)	(20.797)
Other expenses	251.564	452.576
Total cost of sales and administrative expenses	1.288.983	618.486

6 Staff costs

The aggregate payroll costs (including director's remuneration) were as follows:

	Year to 31 December 2021 £	Year to 31 December 2020 £
Wages and salaries	155.334	163.545
Social security costs	16.576	16.066
Pension costs. defined contribution scheme	4.434	4.106
Other employee expense	1.556	2.990
	177.900	186.707

The average number of persons employed by the company (including the director) during the year, analysed by category was as follows:

	Year to 31 December 2021 No.	Year to 31 December 2020 No.
Content creation	2	3

7 Net foreign exchange gain/loss

The exchange differences charged to the income statement are included as follows:

	31 December 2021 £	31 December 2020 £
Administrative expenses	(4,455)	(20,797)
	(4,455)	(20,797)

8 Income tax

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK of 19% (2020 - 19%).

The differences are reconciled below:

	Year to 31 December 2021 £	Year to 31 December 2020 £
Loss before tax	(853,318)	(256,452)
Corporation tax at standard rate	(162,130)	(48,726)
Increase in current tax from unrecognised tax loss or credit	162,130	48,726
Total tax credit	-	-

Deferred tax

There are £2,067,442 of unused tax losses (2020 - £1,214,124) for which no deferred tax asset is recognised in the statement of financial position.

9 Intangible assets

	Internally generated software development costs £	Total £
Cost or valuation		
At 1 January 2020	966,651	966,651
At 31 December 2020	966,651	966,651
At 1 January 2021	966,651	966,651
Additions	304,920	304,920
At 31 December 2021	1,271,571	1,271,571
Amortisation		
At 1 January 2020	264,724	264,724
At 31 December 2020	264,724	264,724
At 1 January 2021	264,724	264,724
Amortisation	863,974	863,974
At 31 December 2021	1,128,698	1,128,698
Carrying amount		
At 31 December 2021	142,873	142,873
At 31 December 2020	701,927	701,927
At 1 January 2020	701,927	701,927

10 Trade and other receivables

	31 December 2021 £	31 December 2020 £
Receivables from related parties	2,747	2,715

11 Share capital

Allotted, called up and fully paid shares

	31 December 2021		31 December 2020	
	No.	£	No.	£
A Ordinary Shares of £0.05 each	2,000	100	2,000	100
B Ordinary Shares of £1 each	120	120	90	90
C Ordinary Shares of £0.05 each	627	31	625	31
	2,747	251	2,715	221

The holders of Ordinary shares are entitled to share equally in the distributable profits of the company subject to distributions being approved by the directors of the company.

12 Pension and other schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £4,434 (2020 - £4,106).

13 Trade and other payables

	31 December 2021	31 December 2020
	£	£
Amounts due to related parties	2,243,535	1,949,271

Amounts payable to related parties bear no interest, are unsecured and are repayable on demand.

14 Financial instruments

The company's operations expose it to various financial risks primarily being liquidity risk. The company has a risk management program in place which seeks to limit the impact of these risks on the financial performance of the company.

The Board of Directors has the overall responsibility for the establishment and oversight of the company's risk management framework. The Board has reviewed the process for identifying and evaluating the significant risks affecting the business and the policies and procedures by which these risks will be managed effectively.

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions without incurring unacceptable losses or risking damage to the company's reputation.

The following are the contractual maturities of the financial liabilities and long-term employment benefits, excluding the impact of netting agreements:

At 31 December 2021:	**Carrying value** £	**No set maturity** £	**Less than one year** £	**One to five years** £	**Over five years** £
Accounts payable and other payables	2,243,535	2,243,535	-	-	-
	2,243,535	2,243,535	-	-	-

At 31 December 2020:	**Carrying value** £	**No set maturity** £	**Less than one year** £	**One to five years** £	**Over five years** £
Accounts payable and other payables	1,949,271	1,949,271	-	-	-
	1,949,271	1,949,271	-	-	-

15 Related party transactions

Key management personnel

Key management personnel are deemed to be the board of directors of the company. The board has responsibility for planning, directing and controlling the activities of the company. During the period none of the directors were remunerated by the company.

Expenditure with and payables to related parties

2021	Immediate parent £	Indirect parent £	Associates £
Purchase of services	19,291	1,058	228,337
Amounts payable to related party	1,423,716	5,420	814,399

2020	Immediate parent £	Indirect parent £	Associates £
Purchase of services	20,696	2,219	237,614
Amounts payable to related party	1,354,820	5,420	589,031

Services are purchased from related parties on normal commercial terms and conditions and mainly purchased on a cost plus basis.

Amounts payable to related parties arise mainly from the provision of services between entities. The payables bear no interest.

16 Parent and ultimate parent undertaking

The company's immediate parent is Mergermarket Limited, a company incorporated in the UK. The company's ultimate parent undertaking and controlling party is Bessel Capital SARL, a company incorporated in Luxembourg.

Mr Andrea Pignataro is the ultimate beneficial owner of Bessel Capital SARL holding >25% of the share capital.

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is I-Logic Technologies Bidco Limited, incorporated in UK.

The address of I-Logic Technologies Bidco Limited is:
10 Queen Street Place, London, EC4R 1BE

17 Non adjusting events after the financial period

There were no post year end events to report.