

Company No: 10810071 (England and Wales)



ARYZA UK SERVICES LIMITED
Annual Report and Financial Statements
For the financial year ended 31 December 2020



ARYZA UK SERVICES LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS

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ARYZA UK SERVICES LIMITED
DIRECTORS AND OTHER INFORMATION

DIRECTORS

Andrew Blazye
Colin Brown
Michael England
James Scott

REGISTERED OFFICE

Unit 2
Castle Quay
Castle Boulevard
Nottingham
NG7 1FW
United Kingdom

COMPANY NUMBER

10810071 (England and Wales)

AUDITOR

Deloitte Ireland LLP
Chartered Accountants & Statutory Audit Firm
Deloitte & Touche House
Earlsfort Terrace
Dublin 2

BANKERS

Allied Irish Banks plc.
10 Molesworth Street
Dublin 2
Ireland

SOLICITORS

Hill Dickenson LLP
No 1 St. Paul's Square
Liverpool
L3 9SJ

ARYZA UK SERVICES LIMITED

DIRECTORS' REPORT

The directors present their annual report on the affairs of the Company, together with the financial statements and auditors' report, for the financial year ended 31 December 2020.

PRINCIPAL ACTIVITIES

The principal activity of the Company during the financial year was the marketing and support of software applications provided to personal insolvency practitioners in the UK on behalf of other group companies in addition to the sale of software applications to the lending sector in the UK.

GOING CONCERN

The Company earned a profit after taxation during the financial year totalling £19,109 (2019: £23,967) and had net asset at the financial year end of £70,205 (2019: net asset £51,096).

The ultimate parent, Aryza Holdings Limited, has agreed to provide continued financial support to ensure that the Company can meet its liabilities as they fall due, for a period of at least twelve months from the date of approval of these financial statements. Accordingly, the directors feel it appropriate to continue to adopt the going concern basis of accounting.

REVIEW OF THE BUSINESS

Turnover for the financial year amounted to £2,786,800 (2019: £1,721,232). The Company earned a profit after taxation totalling £19,109 (2019: £23,967).

The net current liability position of the Company as at the financial year end amounted to £74,501 (2019: net current liability £131,010).

The net asset position of the Company as at the financial year end amounted to £70,205 (2019: net asset £51,096).

FUTURE DEVELOPMENTS

There are no plans to materially change the Company's activities in the future.

EVENTS AFTER THE BALANCE SHEET DATE

Details of significant events since the balance sheet date are contained in the note 16 to the financial statements.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. The principal risk facing the company is the loss of key management personnel. This risk is managed via the remuneration policies adopted in the company.

DIRECTORS

The directors, who served during the financial year and to the date of this report except as noted, were as follows:

Andrew Blazye
Colin Brown
Michael England
James Scott

DIRECTORS' AND SECRETARY'S INTERESTS IN SHARES AND DEBENTURES

The directors and secretary of the Company who held office at 31 December 2020 had no beneficial interest in the shares of the Company at 31 December 2020 or at 01 January 2020.

ARYZA UK SERVICES LIMITED
DIRECTORS' REPORT (CONTINUED)

The directors of the Company who held office at 31 December 2020 had the following interests in the shares of the Company's parent Aryza Holdings Limited:

Aryza Holdings Limited

		Number of shares held 31.12.2020	Number of shares held 01.01.2020
Colin Brown	A Ordinary Shares	1,513	1,120
Colin Brown	B Ordinary Shares	5,000	5,000
Colin Brown	C Ordinary Shares	2,500	2,000
Andrew Blazye	A Ordinary Shares	571	-
Andrew Blazye	C Ordinary Shares	4,500	-

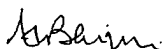
AUDITOR

Each of the persons who is a director at the date of approval of this report confirms that:

- So far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- The director has taken all the steps that they ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Deloitte Ireland LLP have expressed their willingness to continue in office as auditor and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Approved by the Board of Directors and signed on its behalf by:



Andrew Blazye
Director
Unit 2
Castle Quay
Castle Boulevard
Nottingham
NG7 1FW
United Kingdom
26 November 2021



Colin Brown
Director

ARYZA UK SERVICES LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

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 the 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless 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 for the Company financial statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with the applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- 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. The directors 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARYZA UK SERVICES LIMITED

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Aryza UK Services Limited (the 'Company'):

- Give a true and fair view of the state of the Company's affairs as at 31 December 2020 and of its profit for the financial year then ended;
- Have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- Have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- The Income Statement;
- The Statement of Financial Position;
- The Statement of Changes in Equity; and
- The related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We 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 Financial Reporting Council's (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 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 our report, we do not express any form of assurance conclusion thereon.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARYZA UK SERVICES LIMITED

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement, 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. The auditor includes an explanation in the auditor's report of the extent to which the audit was capable of detecting irregularities, including fraud.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If the auditor concludes that the use of the going concern basis of accounting is appropriate and no material uncertainties have been identified, the auditor reports these conclusions in the auditor's report. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARYZA UK SERVICES LIMITED

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that the auditor identifies during the audit.

Extent to which 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 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 considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework(s) that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included the Company's compliance with personal insolvency legislation.

We discussed among the audit engagement team including relevant internal specialists such as tax and IT specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ARYZA UK SERVICES LIMITED

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.

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 that reads "Daniel Murray".

Daniel Murray (Senior Statutory Auditor)
For and on behalf of Deloitte Ireland LLP
Chartered Accountants & Statutory Audit Firm

Deloitte & Touche House
Earlsfort Terrace
Dublin 2

30 November 2021

ARYZA UK SERVICES LIMITED

INCOME STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

	Note	2020	2019
		£	£
Turnover	3	2,786,800	1,721,232
Cost of sales		(465,074)	(12,500)
Gross profit		2,321,726	1,708,732
Administrative expenses		(2,367,221)	(1,684,765)
Other operating income	4	64,604	-
Operating profit and profit before taxation	5	19,109	23,967
Tax on profit	7	-	-
Profit for the financial year attributable to the equity shareholders of the Company		19,109	23,967

All amounts relate to continuing operations.

There were no items of other comprehensive income or losses for the current or prior year other than those included in the Income Statement, accordingly no Statement of Comprehensive Income is presented.

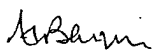
The notes on pages 13 to 19 form part of these financial statements.

ARYZA UK SERVICES LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2020


	Note	2020 £	2019 £
Fixed assets			
Tangible assets	8	144,706	182,106
		144,706	182,106
Current assets			
Debtors	9	3,902,632	2,300,872
Cash at bank and in hand	10	168,514	5,986
		4,071,146	2,306,858
Current liabilities			
Creditors: amounts falling due within one year	11	(4,145,647)	(2,437,868)
Net current liabilities		(74,501)	(131,010)
Total assets less current liabilities		70,205	51,096
Net assets		70,205	51,096
Capital and reserves	12		
Called-up share capital		100	100
Profit and loss account		70,105	50,996
Total shareholder's funds		70,205	51,096

The notes on pages 13 to 19 form part of these financial statements.

The financial statements of Aryza UK Services Limited (registered number: 10810071) were approved and authorised for issue by the Board of Directors on 26 November 2021. They were signed on its behalf by:



Andrew Blazye
Director



Colin Brown
Director

ARYZA UK SERVICES LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

	Called-up share capital	Profit and loss account	Total
	£	£	£
At 01 January 2019	100	27,029	27,129
Profit for the financial year	-	23,967	23,967
Total comprehensive income	-	23,967	23,967
At 31 December 2019	100	50,996	51,096
At 01 January 2020	100	50,996	51,096
Profit for the financial year	-	19,109	19,109
Total comprehensive income	-	19,109	19,109
At 31 December 2020	100	70,105	70,205

The notes on pages 13 to 19 form part of these financial statements.

ARYZA UK SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

1. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the financial year and to the preceding financial year.

General information and basis of accounting

Aryza UK Services Limited (the Company) is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is Unit 2, Castle Quay, Castle Boulevard, Nottingham, NG7 1FW, United Kingdom.

The principal activities are set out in the Director's Report.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) applicable in the UK and Republic of Ireland issued by the Financial Reporting Council.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it. Exemptions have been taken in relation to share-based payments, financial instruments, presentation of a Cash Flow Statement and remuneration of key management personnel.

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Directors' Report.

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the Statement of Financial Position date are reported at the rates of exchange prevailing at that date.

Exchange differences are recognised in the Income Statement in the period in which they arise except for:

- exchange differences on transactions entered into to hedge certain foreign currency risks (see above); and
- exchange differences arising on gains or losses on non-monetary items which are recognised in the Statement of Comprehensive Income.

Turnover

Turnover is stated net of VAT and trade discounts. License fees are recognised as a straight line basis over the term. Where the customer has not been invoiced at the financial year end date and service delivery has occurred prior to the financial year end turnover is recorded as accrued income.

Turnover also includes amounts receivable from fellow group companies during the year for the provision of the marketing and support of software applications provided on behalf of fellow group companies.

Employee benefits

Defined contribution schemes

For defined contribution schemes the amounts charged to the Income Statement in respect of pension costs and other post-retirement benefits are the contributions payable in the financial year. Differences between contributions payable in the financial year and contributions actually paid are shown as either accruals or prepayments in the Statement of Financial Position.

Other long-term employee benefits are measured at the present value of the benefit obligation at the reporting date.

ARYZA UK SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Statement of Financial Position date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the Statement of Financial Position date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment is measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to the sale of the asset.

Where items recognised in the Statement of Comprehensive Income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on the Company and the Company intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Tangible fixed assets

Tangible fixed assets are stated at cost or valuation, net of depreciation and any allowance for impairment. Depreciation is provided on all tangible fixed assets, other than investment property and freehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Office Equipment 20% per annum

Residual value represents the estimated amount which would currently be obtained from disposal of an asset, after deducting estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each Statement of Financial Position date. If there is objective evidence of impairment, an impairment loss is recognised in the Income Statement as described below.

ARYZA UK SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

Financial assets

If at the end of the reporting period, there is objective evidence of impairment (including observable data about loss events), the Company recognises an impairment loss in the Income Statement immediately. For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Trade and other debtors

Trade and other debtors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method less impairment losses for bad and doubtful debts, except where the effect of discounting would be immaterial. In such cases the receivables are stated at cost less impairment losses for bad and doubtful debts.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and bank overdrafts. Bank overdrafts are shown within borrowings in creditors: amounts falling due within one year.

Trade and other creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the Statement of Financial Position date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Ordinary share capital

The ordinary share capital of the Company is presented as equity.

ARYZA UK SERVICES LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020****2. Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts 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 financial year in which the estimate is revised if the revision affects only that financial year, or in the financial year of the revision and future financial years if the revision affects both current and future financial years.

The directors do not consider that any critical judgements have been made in the application of the Company's accounting policies and no key sources of estimation uncertainty have been identified that have a significant risk of causing a material misstatement to the carrying amount of assets and liabilities within the financial year.

Key source of estimation uncertainty

There are no key sources of estimation uncertainty in the process of applying the Company's accounting policies that have a significant effect on the amounts recognised in the financial statements.

3. Turnover

Turnover is stated net of VAT and is derived from the principal activity of the marketing and support of software applications provided on behalf of fellow group companies and the sale of software applications.

Breakdown geographical market:

An analysis of the Company's turnover by geographical market is set out below.

	2020	2019
	£	£
Ireland	2,131,245	1,659,308
United Kingdom	655,555	61,924
	<u>2,786,800</u>	<u>1,721,232</u>

4. Other operating income

	2020	2019
	£	£
Grant income	<u>64,604</u>	<u>-</u>

5. Profit before taxation

Profit before taxation is stated after charging/(crediting):

	2020	2019
	£	£
Depreciation of tangible fixed assets (note 8)	40,618	18,291
Operating lease rentals	82,225	66,918
Foreign exchange losses	3,554	21,379

6. Staff number and costs

	2020	2019
	Number	Number
The average monthly number of employees (including directors) was:		
Marketing & Administration	24	15
Directors	3	3
	<u>27</u>	<u>18</u>

ARYZA UK SERVICES LIMITED
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

Their aggregate remuneration comprised:

	2020	2019
	£	£
Wages and salaries	1,485,358	898,023
Social security costs	167,741	105,147
Other retirement benefit costs (note 14)	48,323	30,962
	1,701,422	1,034,132

7. Tax on profit

	2020	2019
	£	£
Current tax on profit		
UK corporation tax	-	-
Total current tax	-	-
Total tax on profit	-	-

Tax reconciliation

The tax assessed for the year is lower than (2019: lower than) the standard rate of corporation tax in the UK:

	2020	2019
	£	£
Profit before taxation	19,109	23,967
Tax on profit at standard UK corporation tax rate of 19.00% (2019: 19.00%)	3,631	4,554
Effects of:		
- Expenses not deductible for tax purposes	317	180
- Loss relief provided by fellow group company	-	-
- Depreciation in excess of capital allowances	6,532	2,355
- Other timing differences	972	(7,089)
- Losses forward used	(11,452)	-
Total tax charge for year	-	-

8. Tangible assets

	Fixtures and fittings	Office equipment	Total
	£	£	£
Cost			
At 01 January 2020	110,803	89,594	200,397
Additions	-	3,218	3,218
At 31 December 2020	110,803	92,812	203,615
Accumulated depreciation			
At 01 January 2020	10,338	7,953	18,291
Charge for the financial year	22,161	18,457	40,618
At 31 December 2020	32,499	26,410	58,909
Carrying value			
At 31 December 2020	78,304	66,402	144,706
At 31 December 2019	100,465	81,641	182,106

ARYZA UK SERVICES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

9. Debtors

	2020	2019
	£	£
Trade debtors	325,811	18,186
Amounts owed by Group undertakings	3,518,672	2,127,620
VAT recoverable	-	49,938
Other debtors	33,960	33,960
Prepayments	24,189	71,168
	<u>3,902,632</u>	<u>2,300,872</u>

Amounts owed by Group undertakings are repayable on demand and do not bear interest.

The directors consider that the carrying value of receivables approximate fair value and are satisfied that the carrying value is receivable and fully expected to be realised in the normal course of business.

10. Cash and cash equivalents

	2020	2019
	£	£
Cash at bank and in hand	<u>168,514</u>	<u>5,986</u>

11. Creditors: amounts falling due within one year

	2020	2019
	£	£
Trade creditors	181,715	279,036
Amounts owed to Group undertakings	3,544,092	2,080,799
Other taxation and social security	208,057	39,082
VAT	44,555	-
Other creditors	16,768	5,875
Accruals and deferred income	150,460	33,076
	<u>4,145,647</u>	<u>2,437,868</u>

Amounts owed to Group undertakings are repayable on demand and do not bear interest.

The directors consider that the carrying amount of payables approximate fair value.

12. Called-up share capital and reserves

	2020	2019
	£	£
Allotted, called-up and fully-paid		
100 Ordinary shares of £1.00 each	<u>100</u>	<u>100</u>
Presented as follows:		
Called-up share capital presented as equity	<u>100</u>	<u>100</u>

No director or the secretary had an interest in the share capital of the Company at any time during the year. The company has one class of shares which carry no right to fixed income. Shareholders have a right to vote at general meetings of the company and receive dividends declared and paid by the company.

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

ARYZA UK SERVICES LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020****13. Financial commitments****Commitments**

The company had no material capital commitments at the year ended 31 December 2020 (2019: £Nil).

Total future minimum lease payments under non-cancellable operating leases are as follows:

	2020	2019
	£	£
- within one year	80,275	80,275
- between one and five years	55,914	136,189
	136,189	216,464

The lease payments are in respect of offices in Nottingham & Leeds.

Other financial commitments

The company as part of the wider group, has provided to its bankers Allied Irish Bank plc. a fixed charge over all land and intellectual property owned by the company at any time. A floating charge is also provided over all remaining assets and undertakings of the company.

Subsequent to the year end, the Company, as part of the wider group, refinanced its loan facilities. As part of this refinancing, on 16th August 2021, the Company was released from all charges with Allied Irish Bank. The Company, as part of the wider group, is subject to new charges as Guarantor to the new loan facility agreement with Permira Credit Solutions signed on the 26th July 2021.

14. Retirement benefit obligations**Defined contribution schemes:**

The Company operates a defined contribution retirement benefit scheme for all qualifying employees. The total expense charged to profit or loss in the year ended 31 December 2020 was £48,323 (2019: £30,962). The amounts outstanding at the year end was £6,558 (2019: £5,875).

15. Related party transactions

The Company has availed of the exemption provided in FRS 102 Section 33 Related Party Disclosures not to disclose transactions entered into with fellow group companies that are wholly owned within the group of companies of which the Company is a wholly owned member.

16. Events after the Balance Sheet date

There have been no events after the balance sheet date affecting the Company since the financial year.

17. Controlling party

The company regards Aryza Ireland Limited, incorporated in the Republic of Ireland, as its immediate parent company.

The largest and smallest group in which the results of the company are consolidated is that headed by Aryza Holdings Limited, a company incorporated in the United Kingdom and whose financial statements are available from Companies House in the United Kingdom.

The company's ultimate parent undertaking is PSC Nominee 3 Limited, a company incorporated in the United Kingdom. The address of PSC Nominee 3 Limited is 11-12 Hanover Square, London W1S 1JJ.

The ultimate controllers of this company at the statement of financial position date were PSC III G, L.P. a fund which is managed by Pollen Street Capital Limited, a company incorporated in the United Kingdom. The address of Pollen Street Capital Limited is 11-12 Hanover Square, London, England, W1S 1JJ.