

Registration number: 10856540

# Signavio UK Ltd

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2021

Rödl & Partner Limited  
170 Edmund Street  
Birmingham  
B3 2HB



## **Signavio UK Ltd**

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## **Signavio UK Ltd**

### **Company Information**

<b>Directors</b>	G A Decker R V Heyd
<b>Registered office</b>	170 Edmund Street Birmingham B3 2HB
<b>Accountants</b>	Rödl & Partner Limited 170 Edmund Street Birmingham B3 2HB

## **Signavio UK Ltd**

### **Statement of Directors' Responsibilities**

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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 and in accordance with FRS 102 Section 1A, The Financial Reporting Standard applicable in the UK and Republic of Ireland. 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.

**Signavio UK Ltd****(Registration number: 10856540)  
Balance Sheet as at 31 December 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Tangible assets	5	-	10,215
<b>Current assets</b>			
Debtors	6	68,399,032	6,932,213
Cash at bank and in hand		-	7,883,819
		68,399,032	14,816,032
<b>Creditors: Amounts falling due within one year</b>	7	-	(14,809,329)
<b>Net current assets</b>		68,399,032	6,703
<b>Net assets</b>		68,399,032	16,918
<b>Capital and reserves</b>			
Called up share capital		25,000	25,000
Profit and loss account		68,374,032	(8,082)
<b>Total equity</b>		68,399,032	16,918

For the financial year ending 31 December 2021 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

**Directors' 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 directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

**Signavio UK Ltd**

**(Registration number: 10856540)  
Balance Sheet as at 31 December 2021**

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

Approved and authorised by the Board on **March 30, 2022** and signed on its behalf by:

DocuSigned by:

*Gero Decker*

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G A Decker

Director

DocuSigned by:

*Renard Heyd*

4AC645B22E574A8.....

R V Heyd

Director

## Signavio UK Ltd

### Notes to the Financial Statements for the Year Ended 31 December 2021

#### 1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

170 Edmund Street  
Birmingham  
B3 2HB  
England

#### Principal activity

The principal activity of the company is to sell and market the Signavio products (SaaS products) in Great Britain.

#### 2 Accounting policies

##### 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.

##### Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

##### Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The presentation currency of these financial statements is Sterling. The presentational currency used to prepare the financial statements is Sterling (£), all amounts have been rounded to the nearest £1.

##### Summary of disclosure exemptions

As the Company is a 100% wholly owned subsidiary of AP (uk) Limited, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has taken advantage of the exemption available under FRS102 in respect of the following disclosures:

- Related Party Disclosures with members of that group.

##### Going concern

The financial statements are not prepared under going concern basis. At 31 December 2021 the company has signed a Business Sale and Purchase Agreement with its parent company - SAP (UK) Limited. The Business Sale and Purchase Agreement states that the consideration for the sale and transfer of the business of Signavio UK Ltd regarding all assets and liabilities of the company shall be EUR81,400,000. Signavio UK is a dormant company with no activity effective 1 January 2022. The board of directors plan to apply for a strike-off in 2022.

##### Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts.

The company recognises revenue when:

The amount of revenue can be reliably measured;

it is probable that future economic benefits will flow to the entity;

and specific criteria have been met for each of the company's activities.

## Signavio UK Ltd

### Notes to the Financial Statements for the Year Ended 31 December 2021

#### Foreign currency transactions and balances

Transactions in foreign currencies are recorded at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the closing rates at the balance sheet date. All exchange differences are included in the profit and loss account.

#### Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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

Deferred tax is recognised in respect of all timing differences between taxable profits and profits reported in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference.

#### Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

#### Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Office equipment	20% straight line on cost

#### Amortisation

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

Asset class	Amortisation method and rate
Contractual customer relationships	3.5% straight line on cost

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

#### Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.



## **Signavio UK Ltd**

### **Notes to the Financial Statements for the Year Ended 31 December 2021**

#### **Trade creditors**

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

#### **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.

#### **Defined contribution pension obligation**

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

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

#### **Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

### **3 Staff numbers**

The average number of persons employed by the company (including directors) during the period was 16 (2019: 16).

## Signavio UK Ltd

### Notes to the Financial Statements for the Year Ended 31 December 2021

#### 4 Intangible assets

	Contractual customer relationships £	Total £
<b>Cost or valuation</b>		
At 1 January 2021	1,105,411	1,105,411
Disposals	<u>(1,105,411)</u>	<u>(1,105,411)</u>
At 31 December 2021	<u>-</u>	<u>-</u>
<b>Amortisation</b>		
Amortisation charge	45,281	45,281
Amortisation eliminated on disposals	<u>(45,281)</u>	<u>(45,281)</u>
At 31 December 2021	<u>-</u>	<u>-</u>
<b>Carrying amount</b>		
At 31 December 2021	<u><u>-</u></u>	<u><u>-</u></u>

#### 5 Tangible assets

	Office equipment £	Total £
<b>Cost or valuation</b>		
At 1 January 2021	13,317	13,317
Additions	63,589	63,589
Disposals	<u>(76,906)</u>	<u>(76,906)</u>
At 31 December 2021	<u>-</u>	<u>-</u>
<b>Depreciation</b>		
At 1 January 2021	3,102	3,102
Charge for the year	14,104	14,104
Eliminated on disposal	<u>(17,206)</u>	<u>(17,206)</u>
At 31 December 2021	<u>-</u>	<u>-</u>
<b>Carrying amount</b>		
At 31 December 2021	<u><u>-</u></u>	<u><u>-</u></u>
At 31 December 2020	<u><u>10,215</u></u>	<u><u>10,215</u></u>

## Signavio UK Ltd

### Notes to the Financial Statements for the Year Ended 31 December 2021

#### 6 Debtors

	2021 £	2020 £
Trade debtors	-	610,987
Amounts owed by group undertakings	68,398,792	6,235,195
Prepayments	-	80,463
Other debtors	-	5,568
Corporation tax asset	240	-
	<u>68,399,032</u>	<u>6,932,213</u>

#### 7 Creditors

##### Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	-	114,669
Amounts owed to group undertakings	-	6,125,354
Taxation and social security	-	502,952
Accruals and deferred income	-	652,982
Other creditors	-	7,411,713
Corporation tax liability	-	1,659
	<u>-</u>	<u>14,809,329</u>

#### 8 Share capital

##### Allotted, called up and fully paid shares

	2021		2020	
	No.	£	No.	£
Ordinary share capital of £1 each	25,000	25,000	25,000	25,000

#### 9 Parent and ultimate parent undertaking

The company's immediate parent is SAP (UK) Limited, incorporated in United Kingdom and its registered office is at Clockhouse Place, Bedfont Road, Feltham, Middlesex, TW14 8HD, United Kingdom.

The company's immediate parent is SAP (UK) Limited, incorporated in United Kingdom.

The ultimate parent is SAP SE, incorporated in Germany.

These financial statements are available upon request from Dietmar-Hopp-Allee 16, 69190 Walldorf, Germany.

**Signavio UK Ltd**

**Notes to the Financial Statements for the Year Ended 31 December 2021**

**10 Controlling party**

The company is controlled by SAP (UK) Limited, a company incorporated in United Kingdom, which owns 100% of the issued share capital.