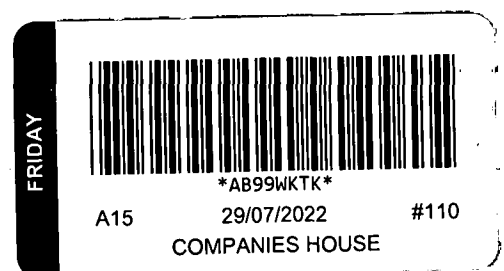

**LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY
HOLDINGS LIMITED)**

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2021



LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

COMPANY INFORMATION

Directors	M J P England S Hodgson M J Bennett C J Geall J J Guest L E Bridger
Registered number	11110482
Registered office	Spaces, Building 1 Chalfont Park Chalfont St. Peter Gerrads Cross Buckinghamshire SL9 0BG
Independent auditors	Barnes Roffe LLP Chartered Accountants and Statutory Auditors 3 Brook Business Centre Cowley Mill Road Uxbridge Middlesex UB8 2FX

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 OCTOBER 2021

Introduction

The directors present their Group strategic report for the year ended 31 October 2021.

Change of name

The company passed a written resolution on 23 August 2021 to change its name from Currency Holdings Limited to Lumon Holdings Ltd.

Business review

2021 was another year of significant development for the Group as it accelerated investment in technology, process enhancements, the expansion of the management and sales teams along with the continued investment in growth through mergers and acquisition and the operationalisation of our Irish regulated entity as part of our Brexit risk management strategy. 2021 also saw a reorganisation of the group which resulted in the sale of the subsidiaries of Lumon Holdings Ltd to Lumon Acquisitions Limited in December 2020. The impact of these sales can be seen in the reduction of reported revenue in the year and outturn financial performance.

As a result of these transactions Lumon Holdings Ltd now operates as a standalone company with no trading subsidiaries with the key performance indicators detailed below.

The Group's key performance indicators are:

	2021	2020
	(£)	(£)
Revenue:	1,797,769	13,831,116
EBITDA:	1,270,366	(1,420,206)
Cash:	-	5,405,812
Shareholders funds:	33,294,477	32,774,827

Principal risks and uncertainties

The directors have established an Enterprise Risk Management Framework which considers new and emerging risks and the continuous monitoring and assessment of identified business risks. The risk framework and supporting policies and procedures support the group's strategy and growth objectives and management of risks within risk appetite. The Board Risk, Assurance and Compliance Committee provides oversight of the group's key risks comprising: market risk, credit risk, regulatory risk, operational risk and liquidity risk.

Market risk

Market risk is the risk of financial loss through unhedged or mismatched asset and liability positions that are sensitive to interest rates or currencies. The group runs immaterial market risk in relation to currency risk and interest rate risk against forward foreign exchange positions as trades are executed on a matched principal broker basis.

Credit risk

The group runs credit risk in relation to customers or counterparties who fail to honour their obligations to the group in accordance with agreed terms. Credit risk arises when the amount owed by a customer or counterparty exceeds the deposit or collateral placed with the group. This is mitigated through the group's concentration risk framework which considers exposure to customer groups, sectors or jurisdictions, and credit underwriting and assessment processes which set and monitor customer credit limits and margin requirements on a daily basis.

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2021**

Regulatory risk

The group operates in a regulatory environment which is characterised by changing legislation and regulation which may impact on the group's businesses in the UK and overseas. Enhanced regulatory oversight and prudential requirements have followed the introduction of the Payment Services Regulations 2017 and the Senior Manager and Certification Regime. The group's Risk and Compliance function undertakes appropriate horizon scans to manage the introduction of future regulation, however as a result of the sale of its regulated trading subsidiaries the regulatory risk that Lumon Holdings is open to has reduced materially.

Operational risk

The group runs operational risk in its day to day business operations. This may arise from failures in internal processes, people or systems which lead to potential or actual loss. The group's operational risk management procedures are designed to provide a controlled operating environment and minimise operational risk.

Liquidity risk

The group manages its liquidity position to ensure that has sufficient resources to enable it to meet its obligations as they fall due and can continue to service customers when market conditions are volatile. Stress testing of the group's cash generation and funding profile alongside future commitments facilitates a robust approach to liquidity risk management.

COVID-19

The COVID-19 global pandemic has created both internal and external operating risks. Prior to the sale of its trading subsidiaries, the directors took various actions to comply with legislation relating to employee welfare and safety in relation to working practices. These were continually monitored, and changes only made when the directors were satisfied that employee safety would not be compromised.

Externally COVID-19 has impacted the wider economic backdrop and directors have taken the necessary steps to maintain an operational set up consistent with the current economic climate. There is an ongoing risk related to demand, but the directors are confident that these risks are managed appropriately.

Future developments

The Board will continue to monitor existing and emerging risks and monitor economic uncertainties affecting the company.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2021**

Directors' statement of compliance with duty to promote the success of the Company

As the Board of Lumon Holdings Ltd, we have a legal responsibility under section 172 of the Companies Act 2006 to act in the way we consider, in good faith, would be most likely to promote the group's success for the benefit of its members as a whole, and to have regard to the long-term effect of our decisions on the group's and its stakeholders.

The directors of the group consider that they have acted in good faith in ways that would most likely to promote the success of the group for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

- The directors have considered the reputation of the group with customers, employees and suppliers in their everyday decision making.
- The directors have taken into account the financial returns of future business and the best interests of the group when making strategic decisions.

The directors carefully consider the consequences of all projects, ensuring they are fully planned and costed, taking account of the potential financial returns as well as the wider impacts on the business and the environment. In addition, the group's operations continually strive for the minimum environmental impact.

This report was approved by the board on 28th July 2022 and signed on its behalf.



S Hodgson
Director

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

DIRECTORS' REPORT FOR THE YEAR ENDED 31 OCTOBER 2021

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

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that period.

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

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Going concern assumption

The financial statements have been prepared on a going concern basis. The directors have considered the factors that impact the company's future development, performance, cash flows and financial position in forming their opinion on the going concern basis. The directors believe that the company has adequate resources to continue to operate and meet its obligations as they fall due for the foreseeable future and for a period of not less than twelve months from the date of approval of these financial statements, and therefore the use of the going concern assumption remains appropriate.

Results and dividends

The profit for the year, after taxation, amounted to £519,650 (2020 - loss £13,403,417).

No equity dividends were declared or paid during the year or prior year.

Preference dividends amounting to £506,827 (2020 - £5,897,197) were accrued during the year.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2021**

Directors

The directors who served during the year were:

D R Dawson (resigned 16 December 2021)
M J P England
S Hodgson
M J Bennett
C J Geall
T A Bownes (resigned 31 August 2021)
G Heald (resigned 23 July 2021)

The following directors were appointed after the year:

L E Bridger (appointed on 6 December 2021)
J J Guest (appointed on 16 December 2021)

Matters covered in the Group strategic report

The company has chosen in accordance with section 414C of Companies Act 2006, to set out the following information which would otherwise be required to be contained in the Directors' report within the Group strategic report: financial risk management objectives and policies, and future developments in the business of the company.

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

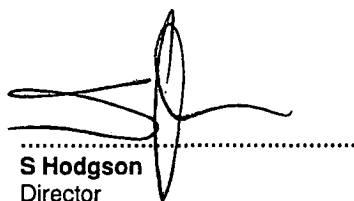
Post balance sheet events

There are no subsequent events that require disclosure or adjustments to the financial statements.

Auditors

The auditors, Barnes Roffe LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 28th July 2022 and signed on its behalf.


S Hodgson
Director

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

Opinion

We have audited the financial statements of Lumon Holdings Ltd (previously known as Currency Holdings Limited) (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 October 2021, which comprise the Group Statement of comprehensive income, the Group and Company Statements of financial position, the Group Statement of cash flows, the Group and Company Statements of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 Group's and of the parent Company's affairs as at 31 October 2021 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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 Group's or the parent 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.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED) (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' 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. 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.

Opinion 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 Group 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 Group strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group 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 parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company 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.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED) (CONTINUED)

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 4, 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 Group's and the parent 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 Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 Auditors' 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 Group 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.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with law and regulations, was as follows:

- The engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- We identified the laws and regulations applicable to the company through discussion with directors and other management, and from our commercial knowledge and experience of the relevant sector;
- The specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, are as follows:
 - Companies Act 2006.
 - FRS102.
 - Employment legislation.
 - Tax legislation.
- We assessed the extent of compliance with the laws and regulations identified above through making enquiries of management, reviewing board minutes and inspecting legal correspondence; and
- Laws and regulations were communicated within the audit team at the planning meeting, and during the audit as any further laws and regulation were identified. The audit team remained alert to instances of non-compliance throughout the audit; and
- As auditors of all group companies, we were able to cover the above matters at a group and component level and thereby ensure the audit team were aware of the above matters across the group.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED) (CONTINUED)

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur by:

- Making enquires of management as to where they consider there was susceptibility to fraud and their knowledge of actual suspected and alleged fraud;
- Considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations;
- Reviewing the financial statements and testing the disclosures against supporting documentation;
- Performing analytical procedures to identify any unusual or unexpected trends or anomalies;
- Inspecting and testing journal entries to identify unusual or unexpected transactions;
- Assessing whether judgement and assumptions made in determining significant accounting estimates were indicative of management bias; and
- Investigating the rationale behind significant transactions, or transactions that are unusual or outside the company's usual course of business.

The areas that we identified as being susceptible to misstatement through fraud were:

- Management bias in the estimates and judgements made;
- Management override of controls; and
- Posting of unusual journals or transactions.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' report.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LUMON HOLDINGS LTD (PREVIOUSLY
KNOWN AS CURRENCY HOLDINGS LIMITED) (CONTINUED)

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 Auditors' 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.

Barnes Roffe LLP.

Elliot S J Arwas (Senior statutory auditor)
for and on behalf of
Barnes Roffe LLP
Chartered Accountants and Statutory Auditors
3 Brook Business Centre
Cowley Mill Road
Uxbridge
Middlesex
UB8 2FX

Date: *29th July 2022*

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 OCTOBER 2021**

	Note	2021 £	2020 £
Turnover	4	1,797,769	13,831,116
Cost of sales		(513,008)	(3,954,009)
Gross profit		1,284,761	9,877,107
Administrative expenses		(1,574,788)	(12,389,779)
Other operating income	5	-	341,133
Amortisation of intangible fixed assets	13	(269,457)	(5,171,450)
Operating loss	6	(559,484)	(7,342,989)
Gain on disposal of investments		1,560,393	-
Interest receivable and similar income	10	4,759	103,025
Interest payable and expenses	11	(563,405)	(6,250,313)
Profit/(loss) before tax		442,263	(13,490,277)
Tax on profit/(loss)	12	77,387	86,860
Profit/(loss) for the financial year		519,650	(13,403,417)
Total comprehensive income for the year		519,650	(13,403,417)

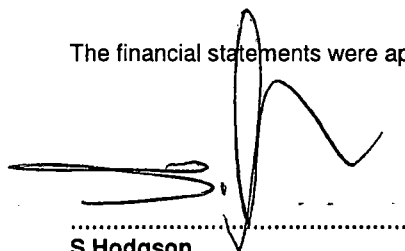
The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)
REGISTERED NUMBER: 11110482

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 OCTOBER 2021

	Note	£	2021 £	£	2020 £
Fixed assets					
Intangible assets	13		-		47,288,300
Tangible assets	14		-		4,168,540
			-		51,456,840
Current assets					
Debtors: amounts falling due within one year	16	42,021,501		5,660,404	
Cash at bank and in hand	17	-		5,405,812	
		42,021,501		11,066,216	
Creditors: amounts falling due within one year	18	(8,727,024)		(29,685,036)	
Net current assets/(liabilities)			33,294,477		(18,618,820)
Total assets less current liabilities			33,294,477		32,838,020
Provisions for liabilities					
Deferred taxation			-		(63,193)
Net assets			33,294,477		32,774,827
Capital and reserves					
Called up share capital	21		508,572		508,572
Share premium account	22		51,485,947		51,485,947
Profit and loss account	22		(18,700,042)		(19,219,692)
			33,294,477		32,774,827

The financial statements were approved and authorised for issue by the board and were signed on its behalf on



S Hodgson
Director

28th July 2022

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)
REGISTERED NUMBER: 11110482

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 OCTOBER 2021

	Note	£	2021 £	£	2020 £
Fixed assets					
Investments	15		-		65,438,490
Debtors: amounts falling due within one year	16	42,021,501		2,222,003	
		<u>42,021,501</u>		<u>2,222,003</u>	
Creditors: amounts falling due within one year	18	(8,727,024)		(27,993,989)	
Net current assets/(liabilities)			33,294,477		(25,771,986)
Net assets			<u>33,294,477</u>		<u>39,666,504</u>
Capital and reserves					
Called up share capital	21		508,572		508,572
Share premium account	22		51,485,947		51,485,947
Profit and loss account brought forward		(12,328,015)		(6,175,842)	
Loss for the year		<u>(6,372,027)</u>		<u>(6,152,173)</u>	
Profit and loss account carried forward	22		<u>(18,700,042)</u>		<u>(12,328,015)</u>
			<u>33,294,477</u>		<u>39,666,504</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on


S Hodgson
 Director

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2021**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 November 2020	508,572	51,485,947	(19,219,692)	32,774,827
Comprehensive income for the year				
Profit for the year	-	-	519,650	519,650
Total comprehensive income for the year	-	-	519,650	519,650
Total transactions with owners	-	-	-	-
At 31 October 2021	508,572	51,485,947	(18,700,042)	33,294,477

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2020**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 November 2019	487,714	49,420,981	(5,816,275)	44,092,420
Comprehensive income for the year				
Loss for the year	-	-	(13,403,417)	(13,403,417)
Total comprehensive income for the year	-	-	(13,403,417)	(13,403,417)
Shares issued during the year	20,858	2,064,966	-	2,085,824
Total transactions with owners	20,858	2,064,966	-	2,085,824
At 31 October 2020	508,572	51,485,947	(19,219,692)	32,774,827

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2021**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 November 2020	508,572	51,485,947	(12,328,015)	39,666,504
Comprehensive income for the year				
Loss for the year	-	-	(6,372,027)	(6,372,027)
	-	-	(6,372,027)	(6,372,027)
Total comprehensive income for the year				
	-	-	-	-
Total transactions with owners				
	-	-	-	-
At 31 October 2021	508,572	51,485,947	(18,700,042)	33,294,477

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2020**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 November 2019	487,714	49,420,981	(6,175,842)	43,732,853
Comprehensive income for the year				
Loss for the year	-	-	(6,152,173)	(6,152,173)
	-	-	(6,152,173)	(6,152,173)
Total comprehensive income for the year				
Shares issued during the year	20,858	2,064,966	-	2,085,824
Total transactions with owners	20,858	2,064,966	-	2,085,824
At 31 October 2020	508,572	51,485,947	(12,328,015)	39,666,504

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 OCTOBER 2021**

	2021 £	2020 £
Cash flows from operating activities		
Profit/(loss) for the financial year	519,650	(13,403,417)
Adjustments for:		
Amortisation of intangible assets	425,999	5,171,450
Depreciation of tangible assets	128,851	751,333
Interest receivable	(4,759)	(103,025)
Taxation charge	(77,387)	(86,860)
Decrease in debtors	5,618,269	1,199,166
Increase in amounts owed by groups	(42,021,501)	-
(Decrease)/increase in creditors	(26,896,267)	16,066,084
Increase in amounts owed to groups	8,688,544	-
Corporation tax (paid)/received	(359,126)	227,063
Change in working capital on disposal/acquisition of subsidiaries	(10,913,569)	(4,097,889)
Gain on disposal of subsidiaries	1,560,393	-
Bank and other loan interest payable	56,578	353,116
(Decrease)/increase in monies due to client	(2,271,641)	1,766,890
Preference interest payable	506,827	5,832,438
Net cash (used in)/generated from operating activities	(65,039,139)	13,676,349
Cash flows from investing activities		
Purchase of intangible fixed assets	-	(6,282,713)
Purchase of tangible fixed assets	-	(4,042,685)
Interest received	4,759	103,025
Cash acquired on acquisition	-	2,330,203
Acquisition of subsidiaries	-	(6,226,536)
Disposal proceeds on sale of subsidiaries	59,628,568	-
Net cash generated from/(used in) investing activities	59,633,327	(14,118,706)

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2021**

	2021 £	2020 £
Cash flows from financing activities		
Issue of ordinary shares	-	2,085,824
Net cash generated from financing activities	-	2,085,824
Net (decrease)/increase in cash and cash equivalents	(5,405,812)	1,643,467
Cash and cash equivalents at beginning of year	5,405,812	3,762,345
Cash and cash equivalents at the end of year	-	5,405,812
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	-	5,405,812
	-	5,405,812

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 OCTOBER 2021**

	At 1 November 2020 £	Disposal of subsidiaries £	At 31 October 2021 £
Cash at bank and in hand	5,405,812	(5,405,812)	-
	<u>5,405,812</u>	<u>(5,405,812)</u>	<u>-</u>

The notes on pages 21 to 40 form part of these financial statements.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2021

1. General information

Lumon Holdings Ltd (previously Currency Holdings Limited) is a company limited by shares, incorporated in England and Wales. The address of the registered office is Spaces, Building 1, Chalfont Park, Chalfont St. Peter, Gerrards Cross, Buckinghamshire, England, SL9 0BG.

Lumon Holdings Ltd was previously holding company. During the year, the company transferred its entire shareholding in subsidiaries to Lumon Acquisitions Limited and now operates as a standalone company with no investments.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of comprehensive income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2.3 Going concern

The financial statements have been prepared on a going concern basis. The directors have considered the factors that impact the company's future development, performance, cash flows and financial position in forming their opinion on the going concern basis. The directors believe that the company has adequate resources to continue to operate and meet its obligations as they fall due for the foreseeable future and for a period of not less than twelve months from the date of approval of these financial statements, and therefore the use of the going concern assumption remains appropriate.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.4 Revenue

Where the group enters into contracts for forward delivery with its clients, the group also enters into separate matched forward contracts with its bankers.

The group purchases currency from a counterparty once the transaction with the client is agreed.

The group acts as an intermediary given that its exposure to all significant risks is mitigated through the ability to resell currency back to the counterparty where there are unfulfilled client transactions.

Revenue is recognised after receiving the client's authorisation to undertake a foreign currency transaction for immediate or forward delivery, and represents the group's commission derived from the currency transactions undertaken for and on behalf of clients by its commercial foreign currency dealing business.

Wherever contracts for forward delivery are open at the year end, the balance of contracts due from the client at maturity is included in debtors, and the corresponding liability with the customers in foreign currencies is included in creditors.

2.5 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis over ten years to the Statement of comprehensive income over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the group assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

The Group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the Statement of comprehensive income during the year in which they are incurred.

Depreciation is provided on the following basis:

Long-term leasehold property	- Straight line over the length of the lease
Development costs	- 25% reducing balance
Fixtures and fittings	- 25% reducing balance
Office equipment	- 25% reducing balance
Other fixed assets	- 5% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of comprehensive income.

2.7 Debtors

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

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.9 Financial instruments

The group enters into financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at each reporting date for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and the best estimate of the recoverable amount, which is an approximation of the amount that the group would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.10 Creditors

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.11 Foreign currency translation

Functional and presentation currency

The group's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each year end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of comprehensive income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of comprehensive income within 'other operating income'.

Gains and losses on amounts due to and from the counterparty and client are retained on the Statement of financial position to achieve a true and fair view as opposed to taken to the Statement of comprehensive income as per section 30 of FRS 102, as the company's actual foreign currency exposure is only on the margin element of each deal which would be a low proportion of the total amount and as a result immaterial to the financial statements.

2.12 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.13 Borrowing costs

All borrowing costs are recognised in the Statement of comprehensive income in the year in which they are incurred.

2.14 Dividends

Dividends on preference shares are recognised as expenses and classified within interest payable.

2.15 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to the Statement of comprehensive income on a straight line basis over the lease term.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.16 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Group in independently administered funds.

2.17 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the Statement of comprehensive income at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of comprehensive income in the same year as the related expenditure.

2.18 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.19 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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 income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.20 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior years may no longer exist or may have decreased.

2.21 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

2. Accounting policies (continued)

2.22 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of comprehensive income in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Statement of financial position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of financial position.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have had to make the following judgements in applying the above accounting policies that have had the most significant effect on the amounts recognised in the financial statements:

1. The recognition and valuation of debtors and creditors related to open contracts at the reporting date is on the assumption that all contracts will be completed after the year end.
2. Determining whether there are any indicators of impairment to the group's tangible and intangible assets, including development costs and goodwill. Factors taken into consideration in reaching such a decision include the economic viability and expected future performance of the asset.

4. Turnover

The total turnover of the group for the year has been derived from its principal activity that is wholly undertaken in the United Kingdom.

5. Other operating income

	2021 £	2020 £
Government grants receivable	-	341,133
	<u>-</u>	<u>341,133</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021

6. Operating loss

The operating loss is stated after charging:

	2021 £	2020 £
Depreciation of tangible fixed assets	128,851	751,333
Amortisation of intangible fixed assets	425,999	5,171,450
Exchange differences	4,926	204,052
Operating lease rentals - buildings	74,115	919,692
Operating lease rentals - equipment	1,057	17,087
	<u> </u>	<u> </u>

7. Auditors' remuneration

	2021 £	2020 £
Fees payable to the Group's auditor for the audit of the Group's annual financial statements	3,395	3,295
Audit of subsidiaries	4,770	40,515
	<u> </u>	<u> </u>

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

8. Employees

Staff costs, including directors' remuneration were as follows:

	2021 £	2020 £
Wages and salaries	752,971	8,056,398
Social security costs	105,814	1,137,873
Cost of defined contribution scheme	15,159	190,099
	<u>873,944</u>	<u>9,384,370</u>

The average monthly number of employees, including the directors, during this year was as follows:

	2021 No.	2020 No.
By activity:		
Sales	7	72
Administration	5	77
Management	6	26
	<u>18</u>	<u>175</u>

9. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	84,129	722,827
Company contributions to defined contribution pension schemes	328	12,046
	<u>84,457</u>	<u>734,873</u>

During the year retirement benefits were accruing to no directors (2020 - 2) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £33,200 (2020 - £200,577), and company pension contributions of £109 (2020 - £219) were made to a money purchase scheme on their behalf.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

10. Interest receivable

	2021 £	2020 £
Bank Interest	49	-
Other interest receivable	4,710	103,025
	<u>4,759</u>	<u>103,025</u>

11. Interest payable and similar expenses

	2021 £	2020 £
Bank interest payable	-	1,147
Other loan interest payable	56,578	351,969
Preference share dividends	506,827	5,897,197
	<u>563,405</u>	<u>6,250,313</u>

12. Taxation

	2021 £	2020 £
Corporation tax		
Current tax on profit/(loss) for the year	(77,387)	84,455
Adjustments in respect of previous year	-	(38,836)
	<u>(77,387)</u>	<u>45,619</u>
Origination and reversal of timing differences	-	(132,479)
	<u>-</u>	<u>(132,479)</u>
Taxation on profit/(loss) on ordinary activities	<u>(77,387)</u>	<u>(86,860)</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021

12. Taxation (continued)

Factors affecting tax credit for the year

The tax assessed for the year is lower than (2020 - *higher than*) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit/(loss) on ordinary activities before tax	442,263	(13,490,277)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	84,029	(2,563,153)
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	-	860,949
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	1,188,321
Capital allowances for year in excess of depreciation	-	(179,466)
Disposal of subsidiaries	(100,159)	-
Other timing differences leading to a (decrease)/increase in taxation	(234,784)	628,548
Origination and reversal of timing differences	-	(132,479)
Difference on acquisition of subsidiaries	-	(2,879)
Unrelieved tax losses carried forward	173,527	113,299
Total tax credit for the year	(77,387)	(86,860)

Factors that may affect future tax charges

In the March 2021 Budget it was announced that the UK corporation tax rate would increase to 25% from 1 April 2023 for profits over £250,000. There are no other significant factors that may affect future tax charges.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021

13. Intangible assets

Group

	Patents £	Development costs £	Goodwill £	Total £
Cost				
At 1 November 2020	1,107,527	5,073,048	51,796,545	57,977,120
On disposal of subsidiaries	(1,107,527)	(5,073,048)	(51,796,545)	(57,977,120)
At 31 October 2021	-	-	-	-
Amortisation				
At 1 November 2020	262,563	1,646,928	8,779,329	10,688,820
Charge for the year	30,969	125,573	269,457	425,999
On disposals of subsidiaries	(293,532)	(1,772,501)	(9,048,786)	(11,114,819)
At 31 October 2021	-	-	-	-
Net book value				
At 31 October 2021	-	-	-	-
At 31 October 2020	844,964	3,426,120	43,017,216	47,288,300

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

14. Tangible fixed assets

Group

	Long-term leasehold property £	Development costs £	Fixtures and fittings £	Office equipment £	Other fixed assets £	Total £
Cost						
At 1 November 2020	601,876	3,655,131	261,037	1,131,402	110,910	5,760,356
On disposal of subsidiaries	(601,876)	(3,655,131)	(261,037)	(1,131,402)	(110,910)	(5,760,356)
At 31 October 2021	-	-	-	-	-	-
Depreciation						
At 1 November 2020	175,235	491,837	182,802	658,020	83,922	1,591,816
Charge for the year	13,188	97,779	2,418	14,632	834	128,851
On disposal of subsidiaries	(188,423)	(589,616)	(185,220)	(672,652)	(84,756)	(1,720,667)
At 31 October 2021	-	-	-	-	-	-
Net book value						
At 31 October 2021	-	-	-	-	-	-
At 31 October 2020	426,641	3,163,294	78,235	473,382	26,988	4,168,540

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

15. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost	
At 1 November 2020	65,438,490
Disposals during the year	(65,438,490)
At 31 October 2021	<u>-</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Principal activity	Class of shares	Holding
Lumon Pay Ltd	Building 1 Chalfont Park Chalfont Park, Chalfont St. Peter, Gerrards Cross, England, SL9 0BG	Foreign currency dealing	Ordinary	100%
Lumon Risk Management Ltd	Building 1 Chalfont Park Chalfont Park, Chalfont St. Peter, Gerrards Cross, England, SL9 0BG	Foreign currency dealing	Ordinary	100%
Pure FX Limited	Building 1 Chalfont Park Chalfont Park, Chalfont St. Peter, Gerrards Cross, England, SL9 0BG	Foreign currency dealing	Ordinary	100%
Lumon Exchange Ltd	Building 1 Chalfont Park Chalfont Park, Chalfont St. Peter, Gerrards Cross, England, SL9 0BG	Foreign currency dealing	Ordinary	100%
Lumon FX Europe Limited	98 Baggot Street Lower Dublin 2 D02 AE24	Foreign currency dealing	Ordinary	100%

In December 2020, the company transferred its investment in all subsidiaries to Lumon Acquisitions Limited.

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

16. Debtors

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade debtors	-	1,152,158	-	-
Amounts owed by group undertakings	42,021,501	-	42,021,501	2,222,003
Other debtors	-	4,128,456	-	-
Prepayments and accrued income	-	379,790	-	-
	42,021,501	5,660,404	42,021,501	2,222,003

The group's other debtors include £Nil (2020 - £1,440,085) deposited with the group's bankers as collateral security.

17. Cash and cash equivalents

	Group 2021 £	Group 2020 £
Cash at bank and in hand	-	5,405,812
	-	5,405,812

The cash at bank and in hand balance excludes £Nil (2020 - £43,979,820) of cash held on behalf of clients.

18. Creditors: Amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade creditors and commission retentions	-	754,480	-	-
Amounts owed to group undertakings	8,688,544	-	8,688,544	8,632,830
Corporation tax	21,500	500,148	21,500	21,500
Other taxation and social security	-	3,271,515	-	-
Monies due to clients	-	2,271,641	-	-
Other creditors	-	6,390,071	-	4,900,000
Accruals and deferred income	16,980	16,497,181	16,980	14,439,659
	8,727,024	29,685,036	8,727,024	27,993,989

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

19. Financial instruments

	Group 2021 £	<i>Group 2020 £</i>	Company 2021 £	<i>Company 2020 £</i>
Financial assets				
Financial assets that are debt instruments measured at amortised cost	<u>42,021,501</u>	<u>5,280,614</u>	<u>42,021,501</u>	<u>2,222,003</u>
Financial liabilities				
Financial liabilities measured at amortised cost	<u>8,688,544</u>	<u>9,416,192</u>	<u>8,688,544</u>	<u>13,532,830</u>

Financial assets that are debt instruments measured at amortised cost comprise trade debtors, other debtors, and amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise bank overdrafts, trade creditors and commission retentions, monies due to clients, amounts owed to group undertakings and other creditors.

20. Deferred taxation

Group

	2021 £	<i>2020 £</i>
At beginning of year	63,193	<i>58,574</i>
Charged to the Consolidated statement of comprehensive income	(63,193)	<i>(291,629)</i>
Arising on business combinations	-	<i>296,248</i>
At end of year	<u>-</u>	<u><i>63,193</i></u>

The deferred taxation balance is made up as follows:

	Group 2021 £	<i>Group 2020 £</i>
Accelerated capital allowances	-	<i>63,193</i>
	<u>-</u>	<u><i>63,193</i></u>

LUMON HOLDINGS LTD (PREVIOUSLY KNOWN AS CURRENCY HOLDINGS LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021**

21. Share capital

	2021 £	2020 £
Shares classified as equity		
Allotted, called up and fully paid		
125,622 Ordinary A shares of £0.01 each	1,256	1,256
32,361 Ordinary B shares of £0.01 each	324	324
50,682,742 Preference shares of £0.01 each	506,827	506,827
10,500 Ordinary C shares of £0.01 each	105	105
5,965 Ordinary B1 shares of £0.01 each	60	60
	<u>508,572</u>	<u>508,572</u>

Ordinary A shares have full voting, dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption.

Ordinary B shares have dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption or voting rights.

Preference shares have fixed cumulative preference dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption or voting rights.

Ordinary C shares have dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption or voting rights.

Ordinary B1 shares have full voting, dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption.

22. Reserves

Share premium account

Share premium includes excess amount received by a company over the par value of its shares.

Profit and loss account

Profit and loss account includes all current and prior year retained profits and losses.

23. Pension commitments

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension charge represents contributions payable by the group to the fund and amounted to £Nil (2020 - £190,099). Outstanding contributions at the reporting date were £Nil (2020 - £289).

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24. Commitments under operating leases

At 31 October 2021 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2021 £	<i>Group 2020 £</i>
Land and buildings		
Not later than 1 year	-	646,493
Later than 1 year and not later than 5 years	-	521,846
	-	1,168,339
	Group 2021 £	<i>Group 2020 £</i>
Others		
Not later than 1 year	-	19,871
Later than 1 year and not later than 5 years	-	50,098
	-	69,969

The company had no operating lease commitments in the current or prior year.

25. Related party transactions

The company has taken advantage of the exemption allowed by FRS 102 not to disclose any transactions with its previous subsidiary companies that were wholly owned.

Currency sales in the year include sales with an aggregate deal value of £Nil (2020 - £125,834) related to trading with directors and their families.

Currency sales in the year included sales with an aggregate deal value of £Nil (2020 - £39,487,103) related to trading with companies with common ownership.

Only the directors are considered to be key management and therefore the remuneration of key management is as disclosed for directors.

26. Post balance sheet events

There are no subsequent events that require disclosure or adjustments to the financial statements.

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**NOTES TO THE FINANCIAL STATEMENTS
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27. Ultimate parent undertaking and controlling party

On 1 December 2020, the company became a wholly owned subsidiary of Lumon Acquisitions Limited, a company incorporated in Jersey with registered office 3rd Floor, 4 Esplanade, St Heller, Jersey, JE4 9WG.

Lumon Holdings Ltd is the smallest and largest group which prepares consolidated accounts up to the point ownership of the subsidiaries was transferred.

The ultimate controllers of this company at the Statement of financial position date were PSC III, L.P a fund which is managed by Pollen Street Capital Limited, a company incorporated in England and Wales.