

Company Registration No. 11517267 (England and Wales)

MAVIN GLOBAL HOLDINGS LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020
PAGES FOR FILING WITH REGISTRAR

MAVIN GLOBAL HOLDINGS LIMITED

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MAVIN GLOBAL HOLDINGS LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2020

		2020		2019	
	Notes	\$	\$	as restated	\$
Fixed assets					
Intangible assets	5		4,302,661		4,087,500
Investments	6		1		1
			<u>4,302,662</u>		<u>4,087,501</u>
Current assets					
Debtors	8	4,080,890		3,981,977	
Creditors: amounts falling due within one year	9	<u>(925,124)</u>		<u>(455,352)</u>	
Net current assets			<u>3,155,766</u>		<u>3,526,625</u>
Total assets less current liabilities			<u><u>7,458,428</u></u>		<u><u>7,614,126</u></u>
Capital and reserves					
Called up share capital	10		26		25
Share premium account			10,337,316		9,494,975
Profit and loss reserves			<u>(2,878,914)</u>		<u>(1,880,874)</u>
Total equity			<u><u>7,458,428</u></u>		<u><u>7,614,126</u></u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2020 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 18 November 2021 and are signed on its behalf by:

Tega Oghenejobo
Director

Company Registration No. 11517267

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

Company information

Mavin Global Holdings Limited is a private company limited by shares incorporated in England and Wales. The registered office is Crown House, 27 Old Gloucester Street, London, England, WC1N 3AX.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in US dollars, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest \$.

The financial statements have been prepared under the historical cost convention, modified to include certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

1.3 Intangible fixed assets - goodwill

Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill has been amortised over 10 years.

1.4 Intangible fixed assets other than goodwill

Intellectual property is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill has been amortised over 10 years.

1.5 Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

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

Basic financial assets

Basic financial assets include debtors.

Debtors

Debtors do not carry any interest and are stated at their nominal value. Appropriate allowances for estimated irrecoverable amounts are recognised in the Profit and Loss account when there is objective evidence that the asset is impaired.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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.

Basic financial liabilities

Basic financial liabilities include creditors. Creditors are not interest bearing and are stated at their nominal value.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies (Continued)

1.8 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.9 Foreign exchange

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

2 Prior period adjustment

Changes to the balance sheet

	As previously reported \$	Adjustment \$	As restated at 31 Dec 2019 \$
Current assets			
Debtors due within one year	3,276,077	705,900	3,981,977
	<u> </u>	<u> </u>	<u> </u>
Capital and reserves			
Profit and loss	(2,586,774)	705,900	(1,880,874)
	<u> </u>	<u> </u>	<u> </u>

Changes to the profit and loss account

	As previously reported \$	Adjustment \$	As restated \$
Period ended 31 December 2019			
Administrative expenses	(2,528,100)	705,900	(1,822,200)
Loss for the financial period	(2,586,774)	705,900	(1,880,874)
	<u> </u>	<u> </u>	<u> </u>

Reconciliation of changes in equity

	14 August 2018 \$	31 December 2019 \$
Adjustments to prior year		
Reduction in the management charge payable in the 31 December 2019 accounts	-	705,900
Equity as previously reported	9,495,000	6,908,226
	<u> </u>	<u> </u>
Equity as adjusted	9,495,000	7,614,126
	<u> </u>	<u> </u>

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

2 Prior period adjustment (Continued)

Reconciliation of changes in loss for the previous financial period

	2019
	\$
Adjustments to prior year	
Reduction in the management charge payable in the 31 December 2019 accounts	705,900
Loss as previously reported	(2,586,774)
	<hr/>
Loss as adjusted	(1,880,874)
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Notes to reconciliation

The financial statements have been adjusted to bring in an adjustment to the management charge due to the subsidiary company, MG Entertainment Nigeria Limited for the 31 December 2019 accounts, as advised by the client's Transfer Pricing consultants. The adjustment made is to reduce the management charge payable by \$705,900 and increase the amount owed by the subsidiary by this amount. The change has been implemented to correct the 31 December 2019 figures as noted above .

There have been no changes to the prior year figures beyond the management charge adjustment.

3 Employees

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

	2020	2019
	Number	Number
Total	-	-
	<hr/> <hr/>	<hr/> <hr/>

4 Taxation

There is no UK corporation tax charge for the current period due to the incidence of tax losses.

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

5 Intangible fixed assets

	Goodwill	Intellectual property	Total
	\$	\$	\$
Cost			
At 1 January 2020	4,500,000	-	4,500,000
Additions	-	739,068	739,068
At 31 December 2020	4,500,000	739,068	5,239,068
Amortisation and impairment			
At 1 January 2020	412,500	-	412,500
Amortisation charged for the year	450,000	73,907	523,907
At 31 December 2020	862,500	73,907	936,407
Carrying amount			
At 31 December 2020	3,637,500	665,161	4,302,661
At 31 December 2019	4,087,500	-	4,087,500

6 Fixed asset investments

	2020	2019
	\$	\$
Shares in group undertakings and participating interests	1	1

Movements in fixed asset investments

	Shares in group undertakings
	\$
Cost or valuation	
At 1 January 2020 & 31 December 2020	1
Carrying amount	
At 31 December 2020	1
At 31 December 2019	1

7 Subsidiaries

Details of the company's subsidiaries at 31 December 2020 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
MG Entertainment Nigeria Limited	Nigeria	Ordinary	99.00

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

7 Subsidiaries

(Continued)

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves \$	Profit/(Loss) \$
MG Entertainment Nigeria Limited	(143,648)	(67,421)

8 Debtors

	2020 \$	2019 as restated \$
Amounts falling due within one year:		
Trade debtors	1,624,845	757,221
Amounts owed by group undertakings	1,243,980	2,471,680
Other debtors	1,212,065	753,076
	<u>4,080,890</u>	<u>3,981,977</u>

9 Creditors: amounts falling due within one year

	2020 \$	2019 \$
Trade creditors	299,241	450,630
Taxation and social security	62,084	-
Other creditors	563,799	4,722
	<u>925,124</u>	<u>455,352</u>

10 Called up share capital

	2020 \$	2019 \$
Preference share capital Issued and fully paid		
1,000 Series A Preferred share of \$0.0125 each	12.50	12.50
743 Series B Preferred share of \$0.0125 each	9.30	12.50
444 Series C Preferred share of \$0.01 each	4.44	-
	<u>26.24</u>	<u>25</u>

MAVIN GLOBAL HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

10 Called up share capital

(Continued)

During the year 444 Series C preferred shares were issued with a nominal value of \$0.01 each and the amount of consideration paid was \$1,999,998 resulting in a share premium of \$1,999,994.

During the previous period 1,000 Series A preferred shares were issued with a nominal value of \$0.0125 each and the amount of consideration paid was \$4,995,000 which resulted in a share premium of \$4,994,988.

During the previous period 1,000 Series B preferred shares were issued with a nominal value of \$0.0125 each. The amount of consideration paid was \$4,500,000 which resulted in a share premium of \$4,499,988. During the year 257 of the Series B preferred shares with a nominal value of \$0.0125 each were repurchased by the company. The consideration paid was \$1,157,656 which resulted in a reduction of the share premium of \$1,157,653.

11 Related party transactions

Included in debtors is an amount of \$1,243,980 (2019 - \$2,471,680 as restated) due from the subsidiary, MG Entertainment Nigeria Limited. The loan is interest free and is repayable on demand.

During the period, MG Entertainment Nigeria Limited provided intellectual property to the company amounting to \$739,068 (2019 - \$nil).

During the period, MG Entertainment Nigeria Limited provided management services to the company amounting to \$793,883 (2019 - \$873,761 as restated).

Included in other debtors is an amount due from the shareholder, Kupanda MG Holdings LLC of \$999,999 (2019 - \$54,285). The loan is interest free and is repayable on demand.

Included in other creditors is an amount due to the shareholder, Michael Collins Ajereh of \$557,656 (2019 - amount due from the shareholder of \$600,000). The loan is interest free and is repayable on demand.

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