Company registration No. 08707223

KWASA INVEST LIMITED

Report of Directors and Audited Financial Statements

For the year ended

31 December 2021

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KWASA INVEST LIMITED

Officers and Professional Advisers

Directors	Mohamad Hafiz Bin Kassim Ahmad Ramzi Bin Abdullah
Registered Office	Ground Floor 40 Portman Square London United Kingdom W1H 6LT
Secretary	Norose Company Secretarial Services Limited 3 More London Riverside London, United Kingdom SE1 2AQ
Registered Number	08707223
Auditor	Deloitte LLP Gaspé House 66-72 Esplanade St Helier Jersey JE4 8WA
Bankers	HSBC Bank Plc 62-67 Park Street Southwark London United Kingdom SE1 9DZ Malayan Banking Berhad 77 Queen Victoria Street London United Kingdom EC4V 4AY CIMB Bank Berhad 27 Knightsbridge London United Kingdom SW1X 7YB

The directors present their Annual report together with the financial statements of KWASA Invest Limited (the "Company") for the year ended 31 December 2021.

Principal activity and business review

The Company was incorporated on 26 September 2013 and its registered office is 40 Portman Square, London, United Kingdom. The principal activity of the Company is the provision of research services.

Results

The statement of comprehensive income for the year ended 31 December 2021 and the statement of financial position at that date are set out on pages 9 and 11 respectively.

The net assets of the Company as at 31 December 2021 were £233,895 (2020: £152,223). The profit for the year amounted to £81,672 (2020: £76,120). The Company did not declare any dividends during the period (2020: £nil).

Going concern

The directors are of the belief that the Company is expected to continue to generate positive cash flows on its own account for at least twelve months from the date of approval of these financial statements bearing in mind the services that it provides to the controlling party. There has been no significant impact of Covid-19 on the operations of the entity as staff have been able to continue to work remotely where required. While the directors monitor ongoing changes, there are currently no significant impacts expected in their going concern assessment. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements for the year ended 31 December 2021.

Directors

The directors of the Company during the year and subsequently were:

Rohaya Binti Mohammad Yusof (resigned 31 March 2021)
Mohamad Hafiz Bin Kassim (appointed 2 April 2021)
Ahmad Ramzi Bin Abdullah

None of the directors have any beneficial interest in the ordinary share capital of the Company.

Directors' qualifying third party indemnity provisions

The Company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity remains in force as at the date of approving the directors' report.

Statement of disclosure of information to auditor

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

1. so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
2. the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s.418 of the Companies Act 2006.

Auditor

The independent auditor, Deloitte LLP, who have been the auditor during the year, have expressed their willingness to be re-appointed at the next Annual General Meeting.

Subsequent events

There were no subsequent events or transactions that required recognition or disclosure in the financial statements.

Company Secretary

The Company secretary during the year and subsequently was Norose Company Secretarial Services Limited.

This report has been prepared in accordance with section 419(2) of the Companies Act 2006 relating to small entities.

On behalf of the Board

As Director

....
Ramzi Abdullah

11 February 2022

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures whether UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006 are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

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. 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.

The directors confirm that they have complied with the above requirements through the period and subsequently.

On behalf of the Board

As Director

....

Ramzi Abdullah

11 February 2022

Report on the audit of the financial statements

Opinion
In our opinion the financial statements of KWASA Invest Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity;
- the statement of cash flows; and
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom adopted international accounting standards.

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

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information
The other information comprises the information included in the report of the directors, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the report of directors. 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 material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the Statement of director's responsibility, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the Companies Act 2006 and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

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

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

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

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

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the company was not entitled to take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our report
This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Brennand

Theo Brennand, BA, FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
St. Helier, Jersey
11 February 2021

KWASA INVEST LIMITED

Statement of comprehensive income for the year ended 31 December 2021

	Notes	1 January 2021 to 31 December 2021 £	1 January 2020 to 31 December 2020 £
Revenue		**934,200**	794,894
Expenses			
Administrative expenses	5	**(157,312)**	(201,549)
Depreciation of ROU asset		**(76,326)**	(76,095)
Payroll costs	6	**(592,217)**	(421,707)
Operating profit		**108,345**	95,543
Finance expense		**(7,451)**	(9,460)
Profit before income tax	4	**100,894**	86,083
Taxation	7	**(19,222)**	(9,963)
Profit and total comprehensive income for the year		**81,672**	76,120

The Company has no recognised gains and losses other than the profit for the year.

All results were derived from continuing operations.

The notes on pages 13 to 27 form an integral part of these financial statement.

Statement of changes in equity for the year ended 31 December 2021

	Share capital £	Retained earnings £	Total equity £
Balance at 1 January 2020	100,000	(23,897)	76,103
Profit for the year	-	76,120	76,120
Balance at 31 December 2020	100,000	52,223	152,223
Balance at 1 January 2021	**100,000**	**52,223**	**152,223**
Profit for the year	-	**81,672**	**81,672**
Balance at 31 December 2021	**100,000**	**133,895**	**233,895**

The notes on pages 13 to 27 form an integral part of these financial statements.

KWASA INVEST LIMITED

Statement of financial position as at 31 December 2021

	Notes	31 December 2021 £	31 December 2021 £	31 December 2020 £	31 December 2020 £
Non-current assets					
Right of use asset	8	214,866		291,192	
			214,866		291,192
Current assets					
Other receivables	9	35,511		33,801	
Trade receivables	15	205,642		156,020	
VAT recoverable		11,899		12,010	
Cash and cash equivalents	10	31,302		41,521	
			284,354		243,352
Total assets			499,220		534,544
Equity					
Share capital	13	100,000		100,000	
Retained earnings		133,895		52,223	
Total equity			233,895		152,223
Non-current liabilities					
Lease liability	12	142,784		213,583	
			142,784		213,583
Current liabilities					
Trade and other payables	11	31,168		75,038	
Current taxation	8	19,170		16,356	
Lease liability	12	72,203		77,344	
			122,541		168,738
Total liabilities			265,325		382,321
Total equity and liabilities			499,220		534,544

The financial statements were approved by the Board and authorised for issue on 11 February 2022 and signed on its behalf by

Company registration No. 08707223

Director

The notes on pages 13 to 27 form an integral part of these financial statements.

KWASA INVEST LIMITED

Statement of cash flows for the year ended 31 December 2021

	Notes	1 January 2021 to 31 December 2021 £	1 January 2020 to 31 December 2020 £
Cash flows from operating activities			
Profit before income tax		**100,894**	86,083
Adjustments for:			
Depreciation		**76,326**	76,096
Finance expense		**7,451**	9,460
Changes in working capital:			
Increase in trade and other receivables		**(1,599)**	(170,305)
Decrease in trade and other payables		**(93,492)**	(217,713)
Tax paid		**(16,408)**	(47,344)
Net cash generated from/(used in) operating activities		**73,172**	(263,723)
Cash flows from financing activities			
Payments of lease liability principal		**(75,940)**	(59,706)
Interest paid		**(7,451)**	(9,460)
Net cash used in financing activities		**(83,391)**	(69,166)
Net decrease in cash and cash equivalents		**(10,219)**	(332,889)
Cash and cash equivalents at the beginning of the year		**41,521**	374,410
Cash and cash equivalents at the end of the year	10	**31,302**	41,521

1 Accounting policies

General information

The Company is a private company limited by shares incorporated in the United Kingdom under the Companies Act and is registered in England. The address of its registered office is Ground Floor, 40 Portman Square, London, United Kingdom. The nature of the Company's operations and its principal activities are set out in the director's report page 3. These financial statements have been approved for issue by the Board of Directors on 11 February 2022.

Going concern

The directors are of the belief that the Company is expected to continue to generate positive cash flows on its own account for at least twelve months from the date of approval of these financial statements bearing in mind the services that it provides to the controlling party. There has been no significant impact of Covid-19 on the operations of the entity as staff have been able to continue to work remotely where required. While the directors monitor ongoing changes, there are currently no significant impacts expected in their going concern assessment. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements for the year ended 31 December 2021.

Functional and presentation currency

Items included in the Company's financial statements are measured and presented using the currency of the primary economic environment in which it operates (the 'functional currency'). The financial statements are presented in pound sterling, which is the functional currency and presentation currency of the Company.

Basis of preparation

These financial statements have been prepared in accordance with UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006.

The financial statements have been prepared on a going concern basis, applying the historical cost convention.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the year the assumptions changed. Management believes that the underlying assumptions are appropriate. There are areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

Changes in accounting policy and disclosures

(a) New and amended standards, and interpretations, mandatory for the first time for the financial year beginning 1 January 2021

Amendments to IBOR reform Phase 2

On 27 August 2020, the IASB issued Interest Rate Benchmark Reform — Phase 2 (Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16) with amendments that address issues that might affect financial reporting after the reform of an interest rate benchmark, including its replacement with alternative benchmark rates. The amendments are effective for annual periods beginning on or after 1 January 2021.

The above new and amended standards and interpretations have not had any material impact on the Company's financial statements in the current year.

(b) New standards, amendments and interpretations issued but effective for the financial period beginning 1 January 2022 or later and not early adopted

Annual Improvements to IFRS Standards 2018-2020

The Annual Improvements include amendments to two Standards:

1 Accounting policies *(continued)*

Basis of preparation *(continued)*

Changes in accounting policy and disclosures (continued)

(b) New standards, amendments and interpretations issued but effective for the financial period beginning 1 January 2022 or later and not early adopted (continued)

Annual Improvements to IFRS Standards 2018-2020 (continued)

IFRS 1 First-time Adoption of International Financial Reporting Standards

The amendment permits a subsidiary that applies paragraph D16(a) of IFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to IFRSs.

The amendment is effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The Company has chosen not to early apply the amendments to IFRS 1 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

IFRS 9 Financial Instruments

The amendment clarifies that in applying the '10 per cent' test to assess whether to derecognise a financial liability, an entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

The amendment is effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The Company has chosen not to early apply the amendments to IFRS 9 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

Amendments to IFRS 3 Business Combinations

The amendments update IFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework. They also add to IFRS 3 a requirement that, for obligations within the scope of IAS 37, an acquirer applies IAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events. For a levy that would be within the scope of IFRIC 21 Levies, the acquirer applies IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date.

Finally, the amendments add an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination.

The amendments are effective for business combinations for which the date of acquisition is on or after the beginning of the first annual period beginning on or after 1 January 2022. Early application is permitted if an entity also applies all other updated references (published together with the updated Conceptual Framework) at the same time or earlier.

The Company has chosen not to early apply the amendments to IFRS 3 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

Amendments to IAS 16 Property, Plant and Equipment

The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.

1 Accounting policies *(continued)*

Basis of preparation *(continued)*

Changes in accounting policy and disclosures (continued)

(b) New standards, amendments and interpretations issued but effective for the financial period beginning 1 January 2022 or later and not early adopted (continued)

Amendments to IAS 16 Property, Plant and Equipment (continued)

The Company has chosen not to early apply the amendments to IAS 16 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

None of the above amendments effective 1 January 2022 or later are expected to have a material impact on the Company.

Amendments to IAS 37 Provisions, Contingent Liabilities and Contingent Assets

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract consist of both the incremental costs of fulfilling that contract (examples would be direct labour or materials) and an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The amendments apply to contracts for which the entity has not yet fulfilled all its obligations at the beginning of the annual reporting period in which the entity first applies the amendments. Comparatives are not restated. Instead, the entity shall recognise the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings or other component of equity, as appropriate, at the date of initial application.

The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The Company has chosen not to early apply the amendments to IAS 37 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

None of the above amendments effective 1 January 2022 or later are expected to have a material impact on the Company

Income

Income deriving from the provision of research services is recognised in the statement of comprehensive income in the period in which the service is performed (on an accruals basis). Research service fee is charged at full cost plus a 10.8% mark-up of the Company's expenses.

Leases

For any new contracts entered into on or after 1 January 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period in exchange for consideration'.

To apply this definition, the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

1 Accounting policies *(continued)*

Leases *(continued)*

Measurement and recognition of leases as a lessee

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is re measured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

Interest

Interest income and expenses are recognised within 'finance income' and 'finance costs' respectively in the statement of comprehensive income using the effective interest rate method.

Expenses

Expenses include legal cost, accounting cost, audit cost, payroll costs, rental cost, and other fees. They are recognised as an expense in the statement of comprehensive income in the period in which they are incurred (on an accruals basis).

Right of use assets

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

The right-of-use asset is initially measured at cost and subsequently measured at cost less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability.

Right-of-use assets are depreciated on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

1 Accounting policies *(continued)*

Financial instruments

i. Recognition and initial measurement

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

ii. Classification and subsequent measurement

a. Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

All of the Company's financial assets are held at amortised cost.

The Company's financial liabilities are classified as those to be measured at amortised cost.

b. Subsequent measurement

Debt instruments

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in 'finance income' using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss. Impairment losses on financial assets are presented as separate line item in the consolidated statement of comprehensive income.

Financial liabilities

Financial liabilities are subsequently measured at amortised cost

iii. Derecognition

Financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

1 Accounting policies *(continued)*

Financial instruments *(continued)*

iii. Derecognition (continued)

Financial assets (continued)

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

iv. Impairment

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss, including trade and other receivables. While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

For trade and other receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Trade and other receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company.

Please refer to Note 2 under credit risk section for further disclosures about the Company's impairment of trade and other receivables.

1 Accounting policies *(continued)*

Cash and Cash Equivalents

Cash in the statement of financial position comprise cash at banks and in hand.

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

Share Capital

Shares are classified as equity when there is no obligation to transfer cash or other assets.

Current and deferred tax

The tax expense for the period comprises current and deferred tax. Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the period end date.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affect neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates and laws that have been enacted or substantially enacted at the period end date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax balances are not discounted.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary difference arising on property, plant and equipment, except where the timing of the reversal of the temporary difference is controlled by the Company and it is probably that the temporary difference will not reverse in the foreseeable future.

Revenues, expenses and assets are recognised net of the amount of sales tax, except for receivables and payables that are stated with the amount of sales tax included. The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2 Financial Risk Management

The board of directors have overall responsibility for the establishment and oversight of the Company's risk management framework.

The risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and ensure any limits are adhered to. The Company's activities are reviewed regularly and potential risks are considered.

Financial risk factors

The Company has exposure to the following risks from its use of financial instruments:
- credit risk
- liquidity risk
- market risk (including currency risk, interest rate risk and other price risk)

Principal financial instruments

The principal financial instruments used by the Company, from which financial instrument risk arises, are as follows:

- Other receivables
- Cash and cash equivalents
- Trade and other payables
- Trade receivables

2 Financial Risk Management

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from related companies and cash and cash equivalents held at banks.

The Company's maximum exposure to credit risk by class of financial asset is as follows:

	31 December 2021 £	**31 December 2020 £**
Cash and cash equivalents	**31,302**	41,521
Trade receivables	**205,642**	156,020

The recoverability of these amounts due from related companies is reviewed on an ongoing basis.

The expected loss rates are based on the Company's historical credit losses experienced over the three-year period prior to the period end. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the Company's customers. The expected loss was calculated as zero.

Categorisation of Financial Assets and Financial Liabilities

The table shows the carrying amounts / fair values and levels of fair value hierarchy of financial assets and financial liabilities by category of financial instrument as at 31 December 2021 and 31 December 2020. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

	Carrying amount/Fair value		**Level of fair value hierarchy**	
	31 December 2021	**31 December 2020**	**31 December 2021**	**31 December 2020**
Financial assets not measured at fair value				
Cash and cash equivalents	**31,302**	41,521	-	-
Trade receivables	**205,642**	156,020		
	236,944	197,541		
Financial liabilities not measured at fair value				
Trade and other payables	**(31,168)**	(22,502)	-	-
	(31,168)	(22,502)		

Liquidity risk

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

2 Financial risk management *(continued)*

Liquidity risk (continued)

The Company's liquidity position is monitored and reviewed on a quarterly basis by the directors. Invoicing to the parent company is in advance based on projected costs. The Company balances this with ensuring appropriate match the availability of cash. Where additional, unforeseen costs are incurred advance invoicing or short-term funding is used to maintain liquidity.

The amounts disclosed in the below tables are the contractual undiscounted cash flows. The maturity analysis of financial instruments as at 31 December 2021 is as follows:

	Carrying amount/Fair value	
	31 December 2021	**31 December 2020**
Financial assets - due within one year		
Cash and cash equivalents	**31,302**	41,521
Trade receivables	**205,642**	156,020
	236,944	197,541
Financial liabilities - due on demand		
Trade and other payables	**(31,168)**	(22,502)
	(31,168)	(22,502)

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, currency and interest rates. The Company's market risk arises from open position in interest bearing assets and liabilities, to the extent that these are exposed to general and specific market movements.

a) Market risk

The Company is not exposed to market risk, currency risk and interest rate risk with respect to financial instruments as it does not hold financial instruments in a foreign currency, nor borrowings subject to variable interest rates. Furthermore, it does not hold any marketable equity securities or investments exposed to market risk.

b) Fair values

The fair values of the Company's financial assets and liabilities are not materially different to their carrying values.

c) Sensitivity analysis

IFRS 7 requires disclosure of sensitivity analysis for each type of market risk to which the entity is exposed at the report date showing how profit or loss and equity would have been affected by changing the relevant risk variables that were reasonably possible at that date.

As discussed above, the Company does not have significant exposure to market risk and therefore no sensitivity analysis for those risks has been disclosed.

2 Financial risk management *(continued)*

Capital management

The Company considers its capital to comprise its ordinary share capital.

The directors' objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for the shareholder and benefits for other stakeholders.

Credit risk management

In order to minimise credit risk, the Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Furthermore, the Company reviews the recoverable amount of each trade debt and debt investment on an individual basis at the end of the reporting period to ensure that adequate loss allowance is made for irrecoverable amounts. In this regard, the directors of the Company consider that the Company's credit risk is significantly reduced.

3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

Estimates and judgements are continually evaluated and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The directors have not made any such estimates or judgements in the period.

There are no critical judgments that directors have made in the process of applying the Company's accounting policies and that have significant effect on the amounts recognised in the financial statements.

4 Profit before tax

	31 December 2021	**31 December 2020**
	£	**£**
Profit before taxation is stated after charging:		
Operating expenses:		
Operating leases rentals	**(1,591)**	5,225
Pension cost	**3,210**	3,779
Audit fees	**13,746**	9,769
Interest payable	**7,451**	9,460
Depreciation of ROU asset	**76,326**	76,095

5 Administrative expenses

	1 January 2021 to 31 December 2021	1 January 2020 to 31 December 2020
	£	£
Administration expenses		
Rental costs	**(1,591)**	5,225
Office costs	**64,729**	51,970
Advisory	**40,900**	44,702
Travelling	**-**	53,939
Other staff costs	**36,034**	21,925
IT costs	**13,516**	21,856
Sundry expenses	**965**	1,932
Utilities	**2,759**	-
	157,312	201,549

6 Staff Costs

	31 December 2021	31 December 2020
	£	£
Number of staff employed:		
Average for the year		
Management and administration	**2**	2
Investment management	**3**	3
At year-end	**5**	5
Total staff costs for the year	**486,246**	409,067
Total pension costs for the year	**31,248**	4,873
Total social security costs for the year	**74,723**	7,767
	592,217	421,707
Directors Remuneration:		
Directors emoluments	**151,980**	141,840
Other short term benefits	**1,480**	13,543

7 Taxation on profit

The Company is a subject to UK corporation tax at the prevailing rate of 19% (2020:19%). An increase in the UK corporation rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021 and therefore may impact the Company in the future

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit and loss before tax as reported in the statement of comprehensive income because of items of income or expense that are taxable or deductible in other years or items that are never taxable or deductible. Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Taxation on profit on ordinary activities

	31 December 2021	31 December 2020
Tax expense	£	£
Current tax expense		
Current tax on profits for the year	19,170	16,356
Adjustment for under/(over) provision in previous years	52	(6,393)
Total current tax		
	19,222	9,963
Total tax expense	19,222	9,963

The reasons for the difference between the actual tax charge for the year and the rate of corporation tax in the United Kingdom applied to profits for the year are as follows:

	31 December 2021	31 December 2020
	£	£
Profit before tax	100,894	86,083
Tax using the company's domestic tax rate of 19% (2020: 19%)	19,170	16,356
Adjustment for under/(over) provision in previous years	52	(6,393)
Total tax expense	19,222	9,963

8 Right of use Asset

	£
Cost	
As at 1 January 2021	**398,552**
Balance as at 31 December 2021	**398,552**
Depreciation	
As at 1 January 2021	**107,360**
Depreciation	**76,326**
Balance as at 31 December 2021	**183,686**
Net book value at 31 December 2021	**214,866**
Net book value at 31 December 2020	**291,192**

9 Other receivables

	31 December 2021	31 December 2020
	£	£
Amounts falling due within one year:		
Prepayments	**35,511**	33,801
	35,511	33,801

All the above amounts are not past due.

10 Cash and cash equivalents

	31 December 2021	31 December 2020
	£	£
HSBC Bank (UK)	**6,350**	6,479
Maybank	**5,551**	15,629
CIMB	**19,401**	19,413
	31,302	41,521

The banks have the following Moody's credit rating; HSBC Bank (UK) A1 (2020: Aa3), Maybank A3 (2020: A3) and CIMB has A3 (2020: A3).

Cash and cash equivalents comprise cash and short-term bank deposits with an original maturity of three months or less, net of outstanding bank overdrafts.

11 Liabilities

	31 December 2021	31 December 2020
	£	£
Trade and other payables		
Accruals	**31,168**	22,502
Deferred income	-	52,536
	31,168	75,038

12 Leases liability

	31 December 2021	31 December 2020
	£	£
Lease liabilities		
Maturity analysis - contractual undiscounted cash flows		
Less than one year	**80,569**	85,102
One to five years	**219,447**	296,791
More than five years	-	-
Total undiscounted lease liabilities carried forward	**300,016**	381,893
Lease liabilities included in the statement of financial position at 31 December 2021		
Current	**72,203**	77,344
Non-Current	**142,784**	213,583
Amounts recognised in statement of comprehensive income		
Interest on lease liabilities	**7,451**	9,460
Amounts recognised in statement of cash flows		
Total cash outflow of leases	**75,940**	59,706

13 Share capital

	31 December 2021	31 December 2020
	£	£
Share capital		
Authorised		
100,000 ordinary shares of £1.00 each	**100,000**	100,000
Called up issued and fully paid		
100,000 ordinary shares of £1.00 each	**100,000**	100,000

14 Dividends per share

No dividends were paid during the year £Nil (2020:£Nil).

15 Related party transactions

Employees Provident Fund, the ultimate controlling party had an amount payable to the Company of £205,642 (2020: £156,020) for research fee income receivable. This balance is current and not past due.

Income of £934,200 (2020: £794,894) was charged to EPF in the year for the provision of research services.

16 Subsequent events

The directors have monitored the ongoing developments of the Covid-19 pandemic (boosters, work-from-home etc) and noted no substantive impact on the operations of the Company subsequent to year end.

There were no other subsequent events or transactions that required recognition or disclosure in the financial statements.

17 Controlling party

The immediate and ultimate controlling party is the Employees Provident Fund, of Bangunan KWSP, Jalan Raja Laut, 50350, Kuala Lumpur, Malaysia.

Company registration No. 08707223

KWASA INVEST LIMITED

Report of Directors and Audited Financial Statements

For the year ended

31 December 2021

KWASA INVEST LIMITED

Report of Directors and Audited Financial Statements for the year ended 31 December 2021

Contents **Page**

Officers and Professional Advisers

Directors	Mohamad Hafiz Bin Kassim Ahmad Ramzi Bin Abdullah
Registered Office	Ground Floor 40 Portman Square London United Kingdom W1H 6LT
Secretary	Norose Company Secretarial Services Limited 3 More London Riverside London, United Kingdom SE1 2AQ
Registered Number	08707223
Auditor	Deloitte LLP Gaspé House 66-72 Esplanade St Helier Jersey JE4 8WA
Bankers	HSBC Bank Plc 62-67 Park Street Southwark London United Kingdom SE1 9DZ Malayan Banking Berhad 77 Queen Victoria Street London United Kingdom EC4V 4AY CIMB Bank Berhad 27 Knightsbridge London United Kingdom SW1X 7YB

The directors present their Annual report together with the financial statements of KWASA Invest Limited (the "Company") for the year ended 31 December 2021.

Principal activity and business review

The Company was incorporated on 26 September 2013 and its registered office is 40 Portman Square, London, United Kingdom. The principal activity of the Company is the provision of research services.

Results

The statement of comprehensive income for the year ended 31 December 2021 and the statement of financial position at that date are set out on pages 9 and 11 respectively.

The net assets of the Company as at 31 December 2021 were £233,895 (2020: £152,223). The profit for the year amounted to £81,672 (2020: £76,120). The Company did not declare any dividends during the period (2020: £nil).

Going concern

The directors are of the belief that the Company is expected to continue to generate positive cash flows on its own account for at least twelve months from the date of approval of these financial statements bearing in mind the services that it provides to the controlling party. There has been no significant impact of Covid-19 on the operations of the entity as staff have been able to continue to work remotely where required. While the directors monitor ongoing changes, there are currently no significant impacts expected in their going concern assessment. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements for the year ended 31 December 2021.

Directors

The directors of the Company during the year and subsequently were:

Rohaya Binti Mohammad Yusof (resigned 31 March 2021)
Mohamad Hafiz Bin Kassim (appointed 2 April 2021)
Ahmad Ramzi Bin Abdullah

None of the directors have any beneficial interest in the ordinary share capital of the Company.

Directors' qualifying third party indemnity provisions

The Company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity remains in force as at the date of approving the directors' report.

Statement of disclosure of information to auditor

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

1. so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
2. the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s.418 of the Companies Act 2006.

Auditor

The independent auditor, Deloitte LLP, who have been the auditor during the year, have expressed their willingness to be re-appointed at the next Annual General Meeting.

Subsequent events

There were no subsequent events or transactions that required recognition or disclosure in the financial statements.

Company Secretary

The Company secretary during the year and subsequently was Norose Company Secretarial Services Limited.

This report has been prepared in accordance with section 419(2) of the Companies Act 2006 relating to small entities.

On behalf of the Board

As Director

....
Ramzi Abdullah

11 February 2022

KWASA INVEST LIMITED

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures whether UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006 are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

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. 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.

The directors confirm that they have complied with the above requirements through the period and subsequently.

On behalf of the Board

As Director

....
Ramzi Abdullah

11 February 2022

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KWASA INVEST LIMITED

Report on the audit of the financial statements

Opinion
In our opinion the financial statements of KWASA Invest Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom adopted international accounting standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity;
- the statement of cash flows; and
- the related notes 1 to 17.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom adopted international accounting standards.

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

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern
In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information
The other information comprises the information included in the report of the directors, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the report of directors. 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 material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors
As explained more fully in the Statement of director's responsibility, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Extent to which the audit was considered capable of detecting irregularities, including fraud
Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the Companies Act 2006 and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

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

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

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

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

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the company was not entitled to take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our report
This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Brennand

Theo Brennand, BA, FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
St. Helier, Jersey
11 February 2021

KWASA INVEST LIMITED

Statement of comprehensive income for the year ended 31 December 2021

	Notes	1 January 2021 to 31 December 2021 £	1 January 2020 to 31 December 2020 £
Revenue		**934,200**	794,894
Expenses			
Administrative expenses	5	**(157,312)**	(201,549)
Depreciation of ROU asset		**(76,326)**	(76,095)
Payroll costs	6	**(592,217)**	(421,707)
Operating profit		**108,345**	95,543
Finance expense		**(7,451)**	(9,460)
Profit before income tax	4	**100,894**	86,083
Taxation	7	**(19,222)**	(9,963)
Profit and total comprehensive income for the year		**81,672**	76,120

The Company has no recognised gains and losses other than the profit for the year.

All results were derived from continuing operations.

The notes on pages 13 to 27 form an integral part of these financial statement.

KWASA INVEST LIMITED

Statement of changes in equity for the year ended 31 December 2021

	Share capital £	Retained earnings £	Total equity £
Balance at 1 January 2020	100,000	(23,897)	76,103
Profit for the year	-	76,120	76,120
Balance at 31 December 2020	100,000	52,223	152,223
Balance at 1 January 2021	**100,000**	**52,223**	**152,223**
Profit for the year	-	**81,672**	**81,672**
Balance at 31 December 2021	**100,000**	**133,895**	**233,895**

The notes on pages 13 to 27 form an integral part of these financial statements.

KWASA INVEST LIMITED

Statement of financial position as at 31 December 2021

	Notes	31 December 2021 £	31 December 2021 £	31 December 2020 £	31 December 2020 £
Non-current assets					
Right of use asset	8	214,866		291,192	
			214,866		291,192
Current assets					
Other receivables	9	35,511		33,801	
Trade receivables	15	205,642		156,020	
VAT recoverable		11,899		12,010	
Cash and cash equivalents	10	31,302		41,521	
			284,354		243,352
Total assets			499,220		534,544
Equity					
Share capital	13	100,000		100,000	
Retained earnings		133,895		52,223	
Total equity			233,895		152,223
Non-current liabilities					
Lease liability	12	142,784		213,583	
			142,784		213,583
Current liabilities					
Trade and other payables	11	31,168		75,038	
Current taxation	8	19,170		16,356	
Lease liability	12	72,203		77,344	
			122,541		168,738
Total liabilities			265,325		382,321
Total equity and liabilities			499,220		534,544

The financial statements were approved by the Board and authorised for issue on 11 February 2022 and signed on its behalf by

Company registration No. 08707223

Director

The notes on pages 13 to 27 form an integral part of these financial statements.

KWASA INVEST LIMITED

Statement of cash flows for the year ended 31 December 2021

	Notes	1 January 2021 to 31 December 2021 £	1 January 2020 to 31 December 2020 £
Cash flows from operating activities			
Profit before income tax		**100,894**	86,083
Adjustments for:			
Depreciation		**76,326**	76,096
Finance expense		**7,451**	9,460
Changes in working capital:			
Increase in trade and other receivables		**(1,599)**	(170,305)
Decrease in trade and other payables		**(93,492)**	(217,713)
Tax paid		**(16,408)**	(47,344)
Net cash generated from/(used in) operating activities		**73,172**	(263,723)
Cash flows from financing activities			
Payments of lease liability principal		**(75,940)**	(59,706)
Interest paid		**(7,451)**	(9,460)
Net cash used in financing activities		**(83,391)**	(69,166)
Net decrease in cash and cash equivalents		**(10,219)**	(332,889)
Cash and cash equivalents at the beginning of the year		**41,521**	374,410
Cash and cash equivalents at the end of the year	10	**31,302**	41,521

The notes on pages 13 to 27 form an integral part of these financial statements

1 Accounting policies

General information

The Company is a private company limited by shares incorporated in the United Kingdom under the Companies Act and is registered in England. The address of its registered office is Ground Floor, 40 Portman Square, London, United Kingdom. The nature of the Company's operations and its principal activities are set out in the director's report page 3. These financial statements have been approved for issue by the Board of Directors on 11 February 2022.

Going concern

The directors are of the belief that the Company is expected to continue to generate positive cash flows on its own account for at least twelve months from the date of approval of these financial statements bearing in mind the services that it provides to the controlling party. There has been no significant impact of Covid-19 on the operations of the entity as staff have been able to continue to work remotely where required. While the directors monitor ongoing changes, there are currently no significant impacts expected in their going concern assessment. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements for the year ended 31 December 2021.

Functional and presentation currency

Items included in the Company's financial statements are measured and presented using the currency of the primary economic environment in which it operates (the 'functional currency'). The financial statements are presented in pound sterling, which is the functional currency and presentation currency of the Company.

Basis of preparation

These financial statements have been prepared in accordance with UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006.

The financial statements have been prepared on a going concern basis, applying the historical cost convention.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the year the assumptions changed. Management believes that the underlying assumptions are appropriate. There are areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

Changes in accounting policy and disclosures

(a) New and amended standards, and interpretations, mandatory for the first time for the financial year beginning 1 January 2021

Amendments to IBOR reform Phase 2

On 27 August 2020, the IASB issued Interest Rate Benchmark Reform — Phase 2 (Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16) with amendments that address issues that might affect financial reporting after the reform of an interest rate benchmark, including its replacement with alternative benchmark rates. The amendments are effective for annual periods beginning on or after 1 January 2021.

The above new and amended standards and interpretations have not had any material impact on the Company's financial statements in the current year.

(b) New standards, amendments and interpretations issued but effective for the financial period beginning 1 January 2022 or later and not early adopted

Annual Improvements to IFRS Standards 2018-2020

The Annual Improvements include amendments to two Standards:

1 Accounting policies *(continued)*

Basis of preparation *(continued)*

Changes in accounting policy and disclosures (continued)

(b) New standards, amendments and interpretations issued but effective for the financial period beginning 1 January 2022 or later and not early adopted (continued)

Annual Improvements to IFRS Standards 2018-2020 (continued)

IFRS 1 First-time Adoption of International Financial Reporting Standards

The amendment permits a subsidiary that applies paragraph D16(a) of IFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to IFRSs.

The amendment is effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The Company has chosen not to early apply the amendments to IFRS 1 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

IFRS 9 Financial Instruments

The amendment clarifies that in applying the '10 per cent' test to assess whether to derecognise a financial liability, an entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

The amendment is effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The Company has chosen not to early apply the amendments to IFRS 9 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

Amendments to IFRS 3 Business Combinations

The amendments update IFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework. They also add to IFRS 3 a requirement that, for obligations within the scope of IAS 37, an acquirer applies IAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events. For a levy that would be within the scope of IFRIC 21 Levies, the acquirer applies IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date.

Finally, the amendments add an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination.

The amendments are effective for business combinations for which the date of acquisition is on or after the beginning of the first annual period beginning on or after 1 January 2022. Early application is permitted if an entity also applies all other updated references (published together with the updated Conceptual Framework) at the same time or earlier.

The Company has chosen not to early apply the amendments to IFRS 3 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

Amendments to IAS 16 Property, Plant and Equipment

The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.

1 Accounting policies *(continued)*

Basis of preparation *(continued)*

Changes in accounting policy and disclosures (continued)

(b) New standards, amendments and interpretations issued but effective for the financial period beginning 1 January 2022 or later and not early adopted (continued)

Amendments to IAS 16 Property, Plant and Equipment (continued)

The Company has chosen not to early apply the amendments to IAS 16 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

None of the above amendments effective 1 January 2022 or later are expected to have a material impact on the Company.

Amendments to IAS 37 Provisions, Contingent Liabilities and Contingent Assets

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract consist of both the incremental costs of fulfilling that contract (examples would be direct labour or materials) and an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The amendments apply to contracts for which the entity has not yet fulfilled all its obligations at the beginning of the annual reporting period in which the entity first applies the amendments. Comparatives are not restated. Instead, the entity shall recognise the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings or other component of equity, as appropriate, at the date of initial application.

The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The Company has chosen not to early apply the amendments to IAS 37 for the reporting period ending 31 December 2021, which are mandatory for annual reporting periods beginning on or after 1 January 2022.

None of the above amendments effective 1 January 2022 or later are expected to have a material impact on the Company

Income

Income deriving from the provision of research services is recognised in the statement of comprehensive income in the period in which the service is performed (on an accruals basis). Research service fee is charged at full cost plus a 10.8% mark-up of the Company's expenses.

Leases

For any new contracts entered into on or after 1 January 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period in exchange for consideration'.

To apply this definition, the Company assesses whether the contract meets three key evaluations which are whether:

• the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company

• the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract

• the Company has the right to direct the use of the identified asset throughout the period of use. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

1 Accounting policies *(continued)*

Leases *(continued)*

Measurement and recognition of leases as a lessee

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is re measured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

Interest

Interest income and expenses are recognised within 'finance income' and 'finance costs' respectively in the statement of comprehensive income using the effective interest rate method.

Expenses

Expenses include legal cost, accounting cost, audit cost, payroll costs, rental cost, and other fees. They are recognised as an expense in the statement of comprehensive income in the period in which they are incurred (on an accruals basis).

Right of use assets

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

The right-of-use asset is initially measured at cost and subsequently measured at cost less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability.

Right-of-use assets are depreciated on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

1 Accounting policies *(continued)*

Financial instruments

i. Recognition and initial measurement

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

ii. Classification and subsequent measurement

a. Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

All of the Company's financial assets are held at amortised cost.

The Company's financial liabilities are classified as those to be measured at amortised cost.

b. Subsequent measurement

Debt instruments

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in 'finance income' using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss. Impairment losses on financial assets are presented as separate line item in the consolidated statement of comprehensive income.

Financial liabilities

Financial liabilities are subsequently measured at amortised cost

iii. Derecognition

Financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

1 Accounting policies *(continued)*

Financial instruments *(continued)*

iii. Derecognition (continued)

Financial assets (continued)

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

iv. Impairment

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss, including trade and other receivables. While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

For trade and other receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Trade and other receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company.

Please refer to Note 2 under credit risk section for further disclosures about the Company's impairment of trade and other receivables.

1 Accounting policies *(continued)*

Cash and Cash Equivalents

Cash in the statement of financial position comprise cash at banks and in hand.

For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

Share Capital

Shares are classified as equity when there is no obligation to transfer cash or other assets.

Current and deferred tax

The tax expense for the period comprises current and deferred tax. Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the period end date.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affect neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates and laws that have been enacted or substantially enacted at the period end date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax balances are not discounted.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary difference arising on property, plant and equipment, except where the timing of the reversal of the temporary difference is controlled by the Company and it is probably that the temporary difference will not reverse in the foreseeable future.

Revenues, expenses and assets are recognised net of the amount of sales tax, except for receivables and payables that are stated with the amount of sales tax included. The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2 Financial Risk Management

The board of directors have overall responsibility for the establishment and oversight of the Company's risk management framework.

The risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and ensure any limits are adhered to. The Company's activities are reviewed regularly and potential risks are considered.

Financial risk factors

The Company has exposure to the following risks from its use of financial instruments:
- credit risk
- liquidity risk
- market risk (including currency risk, interest rate risk and other price risk)

Principal financial instruments

The principal financial instruments used by the Company, from which financial instrument risk arises, are as follows:

- Other receivables
- Cash and cash equivalents
- Trade and other payables
- Trade receivables

2 Financial Risk Management

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from related companies and cash and cash equivalents held at banks.

The Company's maximum exposure to credit risk by class of financial asset is as follows:

	31 December 2021 £	31 December 2020 £
Cash and cash equivalents	**31,302**	41,521
Trade receivables	**205,642**	156,020

The recoverability of these amounts due from related companies is reviewed on an ongoing basis.

The expected loss rates are based on the Company's historical credit losses experienced over the three-year period prior to the period end. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the Company's customers. The expected loss was calculated as zero.

Categorisation of Financial Assets and Financial Liabilities

The table shows the carrying amounts / fair values and levels of fair value hierarchy of financial assets and financial liabilities by category of financial instrument as at 31 December 2021 and 31 December 2020. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

	Carrying amount/Fair value		Level of fair value hierarchy	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020
Financial assets not measured at fair value				
Cash and cash equivalents	**31,302**	41,521	-	-
Trade receivables	**205,642**	156,020		
	236,944	197,541		
Financial liabilities not measured at fair value				
Trade and other payables	**(31,168)**	(22,502)	-	-
	(31,168)	(22,502)		

Liquidity risk

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

2 Financial risk management *(continued)*

Liquidity risk (continued)

The Company's liquidity position is monitored and reviewed on a quarterly basis by the directors. Invoicing to the parent company is in advance based on projected costs. The Company balances this with ensuring appropriate match the availability of cash. Where additional, unforeseen costs are incurred advance invoicing or short-term funding is used to maintain liquidity.

The amounts disclosed in the below tables are the contractual undiscounted cash flows. The maturity analysis of financial instruments as at 31 December 2021 is as follows:

	Carrying amount/Fair value	
	31 December 2021	**31 December 2020**
Financial assets - due within one year		
Cash and cash equivalents	**31,302**	41,521
Trade receivables	**205,642**	156,020
	236,944	197,541
Financial liabilities - due on demand		
Trade and other payables	**(31,168)**	(22,502)
	(31,168)	(22,502)

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, currency and interest rates. The Company's market risk arises from open position in interest bearing assets and liabilities, to the extent that these are exposed to general and specific market movements.

a) Market risk

The Company is not exposed to market risk, currency risk and interest rate risk with respect to financial instruments as it does not hold financial instruments in a foreign currency, nor borrowings subject to variable interest rates. Furthermore, it does not hold any marketable equity securities or investments exposed to market risk.

b) Fair values

The fair values of the Company's financial assets and liabilities are not materially different to their carrying values.

c) Sensitivity analysis

IFRS 7 requires disclosure of sensitivity analysis for each type of market risk to which the entity is exposed at the report date showing how profit or loss and equity would have been affected by changing the relevant risk variables that were reasonably possible at that date.

As discussed above, the Company does not have significant exposure to market risk and therefore no sensitivity analysis for those risks has been disclosed.

2 Financial risk management *(continued)*

Capital management

The Company considers its capital to comprise its ordinary share capital.

The directors' objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for the shareholder and benefits for other stakeholders.

Credit risk management

In order to minimise credit risk, the Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Furthermore, the Company reviews the recoverable amount of each trade debt and debt investment on an individual basis at the end of the reporting period to ensure that adequate loss allowance is made for irrecoverable amounts. In this regard, the directors of the Company consider that the Company's credit risk is significantly reduced.

3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

Estimates and judgements are continually evaluated and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The directors have not made any such estimates or judgements in the period.

There are no critical judgments that directors have made in the process of applying the Company's accounting policies and that have significant effect on the amounts recognised in the financial statements.

4 Profit before tax

	31 December 2021	31 December 2020
	£	£
Profit before taxation is stated after charging:		
Operating expenses:		
Operating leases rentals	**(1,591)**	5,225
Pension cost	**3,210**	3,779
Audit fees	**13,746**	9,769
Interest payable	**7,451**	9,460
Depreciation of ROU asset	**76,326**	76,095

5 Administrative expenses

	1 January 2021 to 31 December 2021	1 January 2020 to 31 December 2020
	£	£
Administration expenses		
Rental costs	**(1,591)**	5,225
Office costs	**64,729**	51,970
Advisory	**40,900**	44,702
Travelling	**-**	53,939
Other staff costs	**36,034**	21,925
IT costs	**13,516**	21,856
Sundry expenses	**965**	1,932
Utilities	**2,759**	-
	157,312	201,549

6 Staff Costs

	31 December 2021	31 December 2020
	£	£
Number of staff employed:		
Average for the year		
Management and administration	**2**	2
Investment management	**3**	3
At year-end	**5**	5
Total staff costs for the year	**486,246**	409,067
Total pension costs for the year	**31,248**	4,873
Total social security costs for the year	**74,723**	7,767
	592,217	421,707
Directors Remuneration:		
Directors emoluments	**151,980**	141,840
Other short term benefits	**1,480**	13,543

7 Taxation on profit

The Company is a subject to UK corporation tax at the prevailing rate of 19% (2020:19%). An increase in the UK corporation rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021 and therefore may impact the Company in the future

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit and loss before tax as reported in the statement of comprehensive income because of items of income or expense that are taxable or deductible in other years or items that are never taxable or deductible. Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Taxation on profit on ordinary activities

<u>Tax expense</u>	31 December 2021 £	31 December 2020 £
Current tax expense		
Current tax on profits for the year	**19,170**	16,356
Adjustment for under/(over) provision in previous years	**52**	(6,393)
Total current tax	**19,222**	9,963
Total tax expense	**19,222**	9,963

The reasons for the difference between the actual tax charge for the year and the rate of corporation tax in the United Kingdom applied to profits for the year are as follows:

	31 December 2021 £	31 December 2020 £
Profit before tax	**100,894**	86,083
Tax using the company's domestic tax rate of 19% (2020: 19%)	**19,170**	16,356
Adjustment for under/(over) provision in previous years	**52**	(6,393)
Total tax expense	**19,222**	9,963

8 Right of use Asset

	£
Cost	
As at 1 January 2021	**398,552**
Balance as at 31 December 2021	**398,552**
Depreciation	
As at 1 January 2021	**107,360**
Depreciation	**76,326**
Balance as at 31 December 2021	**183,686**
Net book value at 31 December 2021	**214,866**
Net book value at 31 December 2020	**291,192**

9 Other receivables

	31 December 2021	31 December 2020
	£	£
Amounts falling due within one year:		
Prepayments	**35,511**	33,801
	35,511	33,801

All the above amounts are not past due.

10 Cash and cash equivalents

	31 December 2021	31 December 2020
	£	£
HSBC Bank (UK)	**6,350**	6,479
Maybank	**5,551**	15,629
CIMB	**19,401**	19,413
	31,302	41,521

The banks have the following Moody's credit rating; HSBC Bank (UK) A1 (2020: Aa3), Maybank A3 (2020: A3) and CIMB has A3 (2020: A3).

Cash and cash equivalents comprise cash and short-term bank deposits with an original maturity of three months or less, net of outstanding bank overdrafts.

11 Liabilities

	31 December 2021	31 December 2020
	£	£
Trade and other payables		
Accruals	**31,168**	22,502
Deferred income	**-**	52,536
	31,168	75,038

12 Leases liability

	31 December 2021	31 December 2020
	£	£
Lease liabilities		
Maturity analysis - contractual undiscounted cash flows		
Less than one year	**80,569**	85,102
One to five years	**219,447**	296,791
More than five years	**-**	-
Total undiscounted lease liabilities carried forward	**300,016**	381,893
Lease liabilities included in the statement of financial position at 31 December 2021		
Current	**72,203**	77,344
Non-Current	**142,784**	213,583
Amounts recognised in statement of comprehensive income		
Interest on lease liabilities	**7,451**	9,460
Amounts recognised in statement of cash flows		
Total cash outflow of leases	**75,940**	59,706

13 Share capital

	31 December 2021	31 December 2020
	£	£
Share capital		
Authorised		
100,000 ordinary shares of £1.00 each	**100,000**	100,000
Called up issued and fully paid		
100,000 ordinary shares of £1.00 each	**100,000**	100,000

14 Dividends per share

No dividends were paid during the year £Nil (2020:£Nil).

15 Related party transactions

Employees Provident Fund, the ultimate controlling party had an amount payable to the Company of £205,642 (2020: £156,020) for research fee income receivable. This balance is current and not past due.

Income of £934,200 (2020: £794,894) was charged to EPF in the year for the provision of research services.

16 Subsequent events

The directors have monitored the ongoing developments of the Covid-19 pandemic (boosters, work-from-home etc) and noted no substantive impact on the operations of the Company subsequent to year end.

There were no other subsequent events or transactions that required recognition or disclosure in the financial statements.

17 Controlling party

The immediate and ultimate controlling party is the Employees Provident Fund, of Bangunan KWSP, Jalan Raja Laut, 50350, Kuala Lumpur, Malaysia.