Company Registration No. 08802718

IMImobile Limited

Annual Report and Financial Statements

For the period 01 April 2022 to 29 July 2023

IMImobile Limited

Contents

Group Information

Directors

Jayesh Patel
James Goodfield

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Independent auditors

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Strategic Report

The directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006.

The Group has changed its financial year end from 31 March to 29 July to align with the standard Cisco group year-end, and this is the first financial reporting period adopting the new year end date. The financial statements therefore are for the 16-month period 01 April 2022 to 29 July 2023. The comparative year is for 12-month period 01 April 2021 to 31 March 2022.

In the prior year, the Group sold four US subsidiaries and divested the VAS operating business. During the current period, there are no such discontinued operations.

During the current period, the Group impaired its goodwill and other intangible assets relating to the North American business amounting to £11.8m as a result of ongoing revenue integration activities with Cisco group companies and the resultant forward-looking commercial impact towards the business in this region.

The Group is wholly owned by its ultimate parent, Cisco Systems, Inc. ("Cisco") and relies on the support of its ultimate parent and other fellow subsidiaries for the purchase of products, research and development activities and financing.

Trading performance for the period from 01 April 2022 to 29 July 2023

Cloud Communication Products

Europe and Middle East (EMEA) – Revenue £146.1m (2022 continuing: £103.1m)

The Europe and Middle East regions are now reviewed as one segment by the Chief Operating Decision Maker (CODM) and are therefore being shown in one segment in this annual report. After taking into account the long period of account the increase in revenue year on year is 6%.

The Group continues to see positive gross margins and good performance across the board.

Americas – Revenue £28.9m (2022 continuing: £13.3m)

After taking into account the long period of account, the increase in revenue year on year is 63%. Despite some customer headwinds, management are pleased with this result and expectations are for a positive growth trend to continue through FY24.

Asia-Pacific (APAC) – Revenue £6.7m (2022 continuing: £5.4m)

After taking into account the long period of account, the decrease in revenue year on year is 7%. Following the prior year divestiture and restructuring during the year, this is expected and management are exploring growth opportunities within the APAC region.

Summary and Outlook

Today, the business manages billions of mission-critical interactions and orchestrates some great customer experiences for an incredible blue-chip client list. We currently work with many of the world's leading mobile operators, the top UK high street banks, some of the largest customer engagement platforms in Canada, as well as prominent public sector organisations globally.

Principal risks and uncertainties of the Group

The risks and uncertainties of the Group are integrated with the principal risks of the wider Cisco Systems, Inc. Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Cisco Systems, Inc. Group, which include the IMImobile Limited Group, are discussed in the Group's annual report (10k filing) which does not form part of this report but is publicly available.

Risk area	**Potential impact**	**Change in the year**	**Mitigation of risks**
Exchange rate fluctuations	A proportion of the Group's revenue is generated overseas and is denominated in Indian Rupees, Canadian Dollars, South African Rand, Euro and US Dollars, and cash deposits are held in multiple foreign currencies, most significantly the South African Rand and Canadian Dollar. Therefore, the Group is exposed to foreign currency risk due to fluctuations in exchange rates. This may result in gains or losses with respect to movements in exchange rates which may be material and may also cause fluctuations in reported financial information that are not necessarily related to the Group's operating results.	↑	The foreign exchange risk is managed by the Cisco Group treasury department who enter into foreign exchange transactions as required.
Dependence on key personnel	The Group's future success is dependent on the continued services and performance of its leadership and senior management each of whom has significant relevant experience. We have seen this risk unchanged from the addition of Cisco management performing some of these leadership roles from the acquisition in the previous year.	↔	Long term retention incentives have been provided to the leadership team and key executives of the Group. Cisco also ensure that the remuneration of all employees is regularly benchmarked against key competitors.
Customer relationships	A proportion of the Group's business is derived from supplying ongoing services to customers based on formal contracts. Despite historically low levels of	↔	The Group seeks to minimise the risk of events of this nature occurring by diversifying its customer base, and

Risk area	Potential impact	Change in the year	Mitigation of risks
	customer attrition and the longevity of many of the Group's relationships with its core customers, it is possible that customer attrition rates may increase in the future due to increased competition, the take-over or merger of major customers or changes in market demand. It is also possible that during the renewal of contracts with large blue-chip customers that the fees payable can be reduced, or that the volume of interactions between our clients and their customers may reduce over time.		maintaining strong relationships with its customers, as well as signing long-term contracts with customers. The Group also actively attempts to cross-sell and upsell additional platforms and solutions to existing customers.
Technological change	The Group operates in markets that are subject to constant technological development, evolving industry standards and changes in customer needs. Therefore, the Group is subject to the effects of actions by competitors in these markets and relies on its ability to anticipate and adapt to constant technological changes taking place in the industry, for example the growing number of communication channels used by consumers. To maintain its strong position in the market, the Group needs to successfully market its products and services and respond to both commercial actions by competitors and other competitive factors affecting these markets, anticipating and adapting promptly to technological changes, changes in consumer preferences and general economic, political and social conditions.	↔	The Cisco group continues to spend significantly in research and development as well as employing product and solution specialists who monitor market developments and keep the product offering relevant for the markets in which the Group operates.
Data privacy and regulatory compliance	Certain activities of the Group and its customers may require the implementation of appropriate privacy and security policies or explicit end user opt-in and compliance with certain legislation including general data protection regulations (GDPR) which affect how personal data is processed and stored. They may also affect the types of communication which are allowed based on permissions given by end users. Failure to comply with the laws governing the management of end user and customer data could result in fines, damage to reputation or the loss of customers.	↔	The Group has invested heavily in its products, platforms and processes in order to ensure market leading technology and practice are built-in to the solutions provided to its customers.
Cyber security	Security of customer, employee and commercial data represents an increasing reputational and financial risk. Many of the Group's customers are high profile and recognisable brands, and a failure to maintain best in class security protocols and systems could result in significant damage to the Group. The increasing trends around cyber crime suggest that this risk will continue to increase over time.	↑	The Group invests in best-in class software and platforms for proactively managing cyber security. Group staff undergo regular training and are kept aware of evolving risks. The Group maintains various security certifications including ISO 27001. The Group also benefits from working with some of the best global businesses with extremely high security standards, requiring regular and detailed audits of their suppliers.
Significant failure of, or interruption to network or IT systems	The Group's business depends on providing customers with highly reliable platforms and services. Unanticipated network, or other, interruptions (whether accidental or otherwise) may occur as a result of system failures, including hardware or software failures, which affect the quality, or cause an interruption in the Group's supply of services. Such failures can result from a variety of factors within the Group's control, including human error, equipment failure, power loss, failure of services related to the internet and telecommunication networks, as well as factors outside of the Group's control, such as system failures of network service providers, fire, earthquake, adverse weather and other natural	↔	The Group's infrastructure is hosted mainly using third party data centres, with major platforms and systems also benefiting from geographical redundancy. Third party hardware and software support contracts are in place. Connectivity to multiple networks also provides mitigation against elements of this risk.

Risk area	Potential impact	Change in the year	Mitigation of risks
	disasters, water damage, fibre optic cable cuts, power loss not caused by the Group and terrorism.		

Corporate Social Responsibility and Section 172 statement

The environmental, social, and governance progress of the Group is integrated within that of the wider Cisco Systems, Inc. Group. information regarding our workplace; community; customer and suppliers and environment are discussed in the Group's annual report (10k filing) and Purpose Report which do not form part of this report but are publicly available.

Our Workplace

Our people strategy is guided by ongoing Future of Work research, which analyzes the employee experience and helps inform solutions for employees navigating hybrid work. From this research and our Real Deal insights, we learned that regular check-ins with leaders predict higher employee engagement and career success, and our people want more consistent and open conversations with their leaders. These findings helped inform the new performance and development strategies we rolled out this year to help ensure the success of our leaders and teams.

Through internal research and feedback channels, our employees shared their interest in greater development resources. In response, we developed a quarterly program for all Cisco employees, Illuminate. We began our Illuminate journey in 2022, and in fiscal 2023 we continued to expand our program with new areas of focus for collective growth. Illuminate your Career aimed to inspire all employees to unlock their career aspirations by building their brand and growing their network, and visits to our internal Career & Learning site increased 591 percent following the event.

All of the original employees of the Group were onboarded into Cisco entities during the prior year. Therefore, as at 29 July 2023, there are no employees within the Group. Nevertheless, the above Cisco group policies are still relevant for the Cisco group employees working for the IMImobile Limited group.

Our Community

In fiscal 2023, 85 percent of employees participated in community impact—the highest level yet. We measure impact by employees' actions, including advocating for causes they care about, environmental sustainability actions, volunteering (virtual and in-person), donating, digital give-back experiences, and learning about nonprofits through lunch-and-learns. We also launched a new Community Impact Portal and removed the monetary minimum to nominate a nonprofit for donation matching, lowering the barrier for employees to take action.

Our Customers and Suppliers

We are dedicated to providing and maintaining the highest standards in all aspects of the organisation's relationships with clients, staff and suppliers. These standards not only apply to all professional advice supplied by our business, but also to the organisation's ethics, behaviour and relationships. We seek on-going and continuous improvement of quality and are committed to:

- Clear identification and definition of client requirements as a first step to ensure customer satisfaction;
- Staff commitment to a quality and continuous improvement approach;
- Helping staff develop their competencies towards business objectives;
- Ensuring that our supply chain operates in an ethical and responsible manner;
- Using a continuous improvement approach in all aspects throughout the business; and
- Regularly reviewing systems, covering effectiveness and any non-conformance issues.

Our Environment

This fiscal year, Cisco announced our new environmental sustainability strategy, The Plan for Possible, focused on accelerating our transition to clean energy, circular transformation, and investing in resilient ecosystems.

Cisco employees are highly engaged on sustainability. We have 24 Green Team Networks worldwide that drive environmental change, offer resources and training on circular design and sustainability solutions, and host an annual SustainX event in celebration of Earth Day. For more than 25 years, we have hosted electronics recycling events, gathering 111 tons of material in 2023. Employees also participate in volunteer cleanup events. For example, Thottikallu Falls is a popular natural area and attraction near Bangalore, India, but littering and pollution have impacted the falls' natural beauty. In fiscal 2023, over 250 Cisco volunteers participated in the area's cleanup and gathered over 2200 pounds of trash. We also recently launched "Ask The Experts," a program where employees can hear from Cisco thought leaders on how emerging technologies are used to power a more sustainable future.

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

James Goodfield

James Goodfield
Director
29 April 2024

Directors' Report

The Directors present their annual report and audited consolidated financial statements on the affairs of IMImobile Limited for the period ended 29 July 2023.

Results and dividends

The results for the period are set out in the consolidated income statement on page 11. The Group has seen a period of transformation since the acquisition by Cisco, during the period the Group changed its year end to 29 July and therefore these financial statements are prepared for the extended period. No dividends have been paid or received during the period.

Directors

The directors of the company who were in office during the period and up to the date of signing the financial statements were:

Mr Jayesh Patel
Mr James Goodfield (appointed 9th February 2024)
Mr Michael Jefferies (resigned 9th February 2024)

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the group financial statements in accordance with UK-adopted international accounting standards and the company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, 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 group and company and of the profit or loss of the group for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted international accounting standards have been followed for the group financial statements and United Kingdom Accounting Standards, comprising FRS 101 have been followed for the company financial statements, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Strategic Report

The Strategic Report covers pages 4 to 6. The Company has chosen to set out likely future developments in the Strategic Report that would otherwise be required to be disclosed in the Directors' Report.

Financial risk management objectives and policies

Disclosures relating to financial risk management objectives and policies, including our policy for hedging are set out in note 24 to the consolidated financial statements and disclosures relating to exposure to liquidity risk and credit risk are also outlined in note 24.

Streamlined energy and carbon reporting

As outlined in the Corporate Social Responsibility statement, the group is committed to reducing its environmental impact. As part of the integration into the Cisco group, all of the Group's property leases and employees have all now been onboarded to the core Cisco companies. As such, the group no longer owns any right-of-use assets. The parent company and its subsidiaries are considered to be a low energy user and are no longer required to make the detailed disclosures of energy and carbon information.

Supplier payment policy

The Company has no trade creditors because it is a parent company and does not generate trading revenues. Accordingly, no disclosure can be made of year-end trade creditor days. However, the Group's policy is to settle the terms of payment with suppliers when agreeing the terms of each transaction and to ensure that suppliers are made aware of the terms of payment and to abide by the terms of payment. The average trade creditors for the Group, expressed as a number of days, were 34 (2022: 63).

Related party transactions

Disclosures relating to related party transactions are set out in note 17 to the consolidated financial statements.

Charitable and political donations

Charitable donations made by the Group in the year were £2,000 (2022: £nil). Political donations were £nil in both years.

Employees

The number of employees and their remuneration is set out in note 6.

The Company and the Group have no employees and have no future plans to employ. The Group's original employees are now employed by the Cisco core entities in the local countries. Should the Group change and begin to have employees, the Directors would recognise that any employees are an important part of the business.

Cisco is committed to offering equal employment opportunities and its policies are designed to attract, retain and motivate the best staff regardless of gender, race, colour, religion, ethnic or national origin, age, marital status, disability, sexual orientation or any other conditions not relevant to the performance of the job, who can demonstrate that they have the necessary skills and abilities.

Cisco places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Cisco Group. This is achieved through formal and informal meetings. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests.

Cisco complies with all applicable labour laws in the respective jurisdictions in which it operates.

Going concern

The directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. At 29 July 2023, the Group had net assets of £69.1 million including £35.2 million of cash and cash equivalents (31 March 2022: net assets of £77.7 million including £22.2 million of cash and cash equivalents). The Directors believe that the Group will continue to have positive net assets and cashflows for at least 12 months from the date of signing these financial statements. The directors also believe that the Group will continue to receive support and be able to place ongoing reliance on its ultimate parent, Cisco Systems Inc. On this basis the Group continues to adopt the going concern basis in preparing the financial statements.

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

Directors' indemnities

The Company has made qualifying third-party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

Disclosure of information to the independent auditors

Each person who is a Director at the time when this report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the group's and company's auditors are unaware; and
- each Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information needed by the group's and company's auditors in connection with preparing their report and to establish that the group's and company's auditors are aware of that information.

Reappointment of independent auditors

Pursuant to Section 487 of the Companies Act 2006, PricewaterhouseCoopers LLP will be deemed to be reappointed and will continue in office.

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

James Goodfield

James Goodfield
Director
29 April 2024

Independent auditors' report to the members of IMImobile Limited

Report on the audit of the financial statements

Opinion

In our opinion:

- IMImobile Limited's group financial statements and company financial statements (the "financial statements") give a true and fair view of the state of the group's and of the company's affairs as at 29 July 2023 and of the group's loss and the group's cash flows for the period from 1 April 2022 to 29 July 2023;
- the group financial statements have been properly prepared in accordance with UK-adopted international accounting standards as applied in accordance with the provisions of the Companies Act 2006;
- the company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Consolidated and Company Statements of Financial Position as at 29 July 2023; the Consolidated Income Statement and Consolidated Statement of Comprehensive Income, the Consolidated Cash Flow Statement, and the Consolidated and Company Statements of Changes in Equity for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and 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.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the group's and the company's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the period ended 29 July 2023 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the group and company and their environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

Based on our understanding of the group and industry, we identified that the principal risks of non-compliance with laws and regulations related to tax legislation including transfer pricing, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to fraudulent recognition of revenue. Audit procedures performed by the engagement team included:

- performing a walkthrough of the revenue to receivables cycle to ensure we understand management's process and controls;
- enquiry of management, those charged with governance and the in-house legal team around actual and potential litigation and claims, and any instances of suspected or actual fraud;
- auditing the risk of management override of controls, including through testing a sample of journal entries and other adjustments for appropriateness;
- assessing accounting estimates (because of the risk of management bias), and evaluating the business rationale of significant transactions outside the normal course of business; and
- reviewing minutes of meetings of those charged with governance.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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 auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:
- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Alexander Massey

Alexander Massey (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Reading
30 April 2024

Consolidated Income Statement

For the Period from 01 April 2022 to 29 July 2023

	Notes	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Continuing operations			
Revenue	5	181,663	122,809
Cost of sales		(106,139)	(70,311)
Gross profit	5	75,524	52,498
Operating costs:			
Other operating costs		(71,768)	(36,932)
Depreciation and amortisation		(2,875)	(3,609)
Impairment	10 , 11	(11,835)	(7,449)
Net loss on disposal of assets		(139)	-
Gain on disposal of intangible assets	11	-	336,654
Operating (loss) profit	4	(11,093)	341,162
Finance income	7	3,100	397
Finance cost	7	(2,469)	(426)
(Loss) Profit before tax		(10,462)	341,133
Tax credit (charge)	8	857	(63,572)
(Loss) Profit for the period from continuing operations		(9,605)	277,561
Profit for the period from discontinued operations	9	-	94,053
Loss for the period from discontinued operations	9	-	(16,941)
(Loss) Profit for the period		(9,605)	354,673
(Loss) Profit for the period attributable to:			
Equity holders of the parent company		(9,605)	354,737
Non-controlling interest		-	(64)
(Loss) Profit for the period		(9,605)	354,673

The accompanying notes are an integral part of the consolidated financial statements and are all attributable to continuing operations.

Consolidated Statement of Comprehensive Income

For the Period from 01 April 2022 to 29 July 2023

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
(Loss) Profit for the period	(9,605)	354,673
Items that may be reclassified subsequently to profit or loss:		
Exchange differences on translation of foreign operations		
Equity holders of the parent company	990	7,929
Non-controlling interest	-	11
Other comprehensive income for the period	990	7,940
Total comprehensive (loss) income for the period	(8,615)	362,613
Total comprehensive (loss) / income for the period attributable to:		
Equity holders of the parent company	(8,615)	362,666
Non-controlling interest	-	(53)
	(8,615)	362,613
Total comprehensive (loss) / income for the period attributable to:		
Continuing operations	(8,615)	281,320
Discontinued operations	-	81,293
	(8,615)	362,613

The figures included above are stated net of corporate taxation.

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statement of Financial Position

As at 29 July 2023

	Note	As at 29 July 2023 £000	As at 31 March 2022 £000
Non-current assets			
Goodwill	10	26,185	36,029
Other intangible assets	11	1,415	5,983
Property, plant, equipment and right-of-use assets	12	52	614
Deferred tax assets	20	295	3
Deferred consideration receivable	13	3,000	3,000
Total non-current assets		30,947	45,629
Current assets			
Cash and cash equivalents	14	35,155	22,152
Trade receivables and contract assets	15	38,205	30,357
Tax receivable		2,712	67
Investment in trading securities		212	-
Withholding tax debtor		-	176
Due from related parties	17	62,050	65,710
Other receivables	16	856	2,401
Total current assets		139,190	120,863
Current liabilities			
Trade and other payables	18	(20,608)	(19,839)
Withholding tax creditor		(265)	-
Due to related parties	17	(73,436)	(57,332)
Contract liabilities	5	(6,756)	(6,464)
Lease liabilities	19	-	(103)
Provision for contingent consideration		-	(28)
Tax payable		-	(3,765)
Total current liabilities		(101,065)	(87,531)
Net current assets		38,125	33,332
Non-current liabilities			
Lease liabilities	19	-	(42)
Deferred tax liabilities	20	-	(1,232)
Total non-current liabilities		-	(1,274)
Net assets		69,072	77,687
Equity attributable to the owners of the parent company			
Share capital	21	9,294	9,294
Share premium	21	69,277	69,277
Translation reserve	21	2,834	1,844
Capital restructuring reserve	21	(29,040)	(29,040)
Capital contribution reserve	21	1,750	1,750
Retained earnings	21	14,957	24,877
Equity attributable to the owners of the parent company		69,072	78,002
Non-controlling interest		-	(315)
Total equity		69,072	77,687

The accompanying notes are an integral part of the consolidated financial statements. The financial statements of IMImobile Limited (Company number: 08802718) were approved by the Board and authorised for issue on 29 April 2024.

Signed on behalf of the Board

James Goodfield

James Goodfield

Consolidated Statement of Changes in Equity

For the Period from 01 April 2022 to 29 July 2023

	Share capital £000	Share premium £000	Translation reserve £000	Share-based payment reserve £000	Capital restructuring reserve £000	Capital contribution reserve £000	Retained earnings £000	Total equity attributable to shareholders of the parent company £000	Non-controlling interest £000	Total equity £000
Balance at 1 April 2021	**9,278**	**68,826**	**(6,085)**	**6,256**	**(29,040)**	**-**	**48,098**	**97,333**	**(262)**	**97,071**
Profit for the year	-	-	-	-	-	-	354,737	354,737	(64)	354,673
Foreign exchange differences	-	-	7,929	-	-	-	-	7,929	11	7,940
Proceeds from share options exercised	16	451	-	-	-	-	-	467	-	467
Sweep share-based payment reserve into retained earnings	-	-	-	(6,256)	-	-	6,256	-	-	-
Deferred tax on share-based payments	-	-	-	-	-	-	(11)	(11)	-	(11)
Capital contribution	-	-	-	-	-	1,750	-	1,750	-	1,750
Dividends declared	-	-	-	-	-	-	(384,203)	(384,203)	-	(384,203)
Balance at 31 March 2022	**9,294**	**69,277**	**1,844**	**-**	**(29,040)**	**1,750**	**24,877**	**78,002**	**(315)**	**77,687**
Transfer non-controlling interest to retained earnings attributable to the shareholders of the parent company	-	-	-	-	-	-	(315)	(315)	315	-
Loss for the period	-	-	-	-	-	-	(9,605)	(9,605)	-	(9,605)
Foreign exchange differences	-	-	990	-	-	-	-	990	-	990
Balance at 29 July 2023	**9,294**	**69,277**	**2,834**	**-**	**(29,040)**	**1,750**	**14,957**	**69,072**	**-**	**69,072**

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Cash Flow Statement

For the Period from 01 April 2022 to 29 July 2023

	Note	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Cash generated from operations	22	55,680	45,750
Tax paid		(6,926)	(61,656)
Net cash generated from/(used in) operating activities		48,754	(15,906)
Investing activities			
Interest received	7	3,100	397
IMImobile South Africa (formerly Archer) put/call option		-	(1,754)
Sale of intangible assets and subsidiaries net of cash		-	(16,525)
Net cash generated from/(used in) investing activities		3,100	(17,882)
Financing activities			
Net settlement of loan to/from related parties		(35,820)	-
Interest paid	7	(2,469)	(407)
Principal element of lease payments		-	(649)
Proceeds from issuance of Ordinary shares		-	467
Capital contribution	21	-	1,750
Net cash (used in)/generated from financing activities		(38,289)	1,161
Net increase/(decrease) in cash and cash equivalents		13,565	(32,627)
Cash and cash equivalents at beginning of the period		22,152	54,494
Effect of foreign exchange rate changes		(562)	285
Cash and cash equivalents at end of the period	14	35,155	22,152

The accompanying notes are an integral part of the consolidated financial statements.

Notes to the consolidated financial statements
For the Period from 01 April 2022 to 29 July 2023

1. Basis of preparation

The financial information contained in the consolidated financial statements are prepared in accordance with UK-adopted international accounting standards in conformity with the requirements of the Companies Act 2006.

The Group has changed its financial year end from 31 March to 29 July to align with the standard Cisco group year-end, and this is the first financial reporting period adopting the new year end date. The financial statements therefore are for the 16-month period 01 April 2022 to 29 July 2023. The comparative year is for 12-month period 01 April 2021 to 31 March 2022.

The consolidated financial statements of IMImobile Limited and its subsidiaries, hereafter referred to as "the Group", are prepared under the historical cost convention, as modified by the revaluation of certain financial assets and financial liabilities, and in accordance with UK-adopted international accounting standards. The preparation of the consolidated financial statements in conformity with UK-adopted international accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies.

General information

IMImobile Limited is a private company limited by shares, incorporated and domiciled in England and Wales (registration number 08802718). The registered address of the Company is c/o Cisco, Park House, 16-18 Finsbury Circus, London, EC2M 7EB, England, United Kingdom.

Going concern

The directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. At 29 July 2023, the Group had net assets of £69.1 million including £35.2 million of cash and cash equivalents (31 March 2022: net assets of £77.7 million including £22.2 million of cash and cash equivalents). The Directors believe that the Group will continue to have positive net assets and cashflows for at least 12 months from the date of signing these financial statements. The directors also believe that the Group will continue to receive support and be able to place ongoing reliance on its ultimate parent, Cisco Systems Inc. On this basis the Group continues to adopt the going concern basis in preparing the financial statements.

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

Adoption of new and revised International Financial Reporting Standards ("IFRSs")

New and amended standards adopted by the Group

There have been no new or amended standards adopted by the Group during the period.

New standards and interpretations not yet adopted

There are no standards that are not yet effective and that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

2. Accounting policies

The principal accounting policies set out below have been applied consistently by the Group entities:

Basis of consolidation

The Group financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) made up to 29 July 2023 for the current period and up to 31 March 2022 for the comparative year. Control is achieved when the Company:

- has the power over the investee;
- is exposed, or has rights, to a variable return from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The results of subsidiaries acquired or disposed of in any year are included in the consolidated income statement from the date of acquisition or up to the date of disposal.

Goodwill is measured as the excess of the sum of consideration transferred over the fair value of the asset and liabilities acquired. Goodwill is stated at cost less any accumulated impairment losses. Goodwill is allocated to cash-generating units and is not amortised but is tested annually for impairment.

Where necessary, adjustments are made to the financial information of subsidiaries to bring the accounting policies into line with those used by the Group. Inter-company balances and transactions, including inter-company profits and unrealised profits and losses are eliminated on consolidation.

Business combinations

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognised in the income statement.

Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as equity, then it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

Entities included under common control

The following entities are considered to be under the control of the Group and therefore have been included in the consolidated financial statements for the period ended 29 July 2023 and year ended 31 March 2022:

Name of entity	Functional currency	Principal activities	% of share class held by the Group as at: 29 July 2023	31 March 2022	Share / Stock class
United Kingdom (c/o Cisco, Park House, 16-18 Finsbury Circus, London, EC2M 7EB)					
IMImobile Europe Limited	GBP	(1)	100%	100%	Ordinary
Tap2Bill Limited	GBP	(3)	100%	100%	Ordinary
Txtlocal Limited	GBP	(1)	100%	100%	Ordinary
Textlocal Limited	GBP	Dormant	100%*	100%	Ordinary
Chilli Digital Europe Limited	GBP	(2)	100%***	100%	Ordinary
IMImobile Software Limited	GBP	Non-trading	100%	100%	Ordinary
IMImobile International Limited	GBP	Non-trading	100%****	100%	Ordinary
IMImobile SAT Limited	GBP	Dormant	100%**	100%	Ordinary
IMImobile Holdings Limited	GBP	Dormant	100%*	100%	Ordinary
Healthcare Communications UK Limited	GBP	(1)	100%	100%	Ordinary
IMImobile African Holdings Limited	ZAR	Non-trading	100%	100%	Ordinary
IMImobile South Africa 1 Limited	ZAR	Non-trading	100%	100%	Ordinary
IMImobile South Africa 2 Limited	ZAR	Non-trading	100%	100%	Ordinary
IMImobile Intelligent Networks Limited	GBP	(1)	100%	100%	Ordinary
Rostrvm Solutions Limited	GBP	(1)	100%	100%	Ordinary
Rostrum Solutions Limited	GBP	Dormant	100%*	100%	Ordinary
Canada (Suite 600, 1741 Lower Water Street, Halifax Nova Scotia, B3J 0J2, Canada)					
IMImobile Canada ULC	CAD	(1)	100%	100%	Common
UAE (P.O. Box 293593, Office # 624, Building 5EA, Dubai Airport Free Zone, Dubai)					
IMI Mobile VAS Limited FZE	AED	(1) & (2)	100%	100%	Ordinary
South Africa (Second Floor, Building 2, The Ingress, 23 Magwa Crescent, Waterfall City, Midrand, Gauteng, 2090, South Africa)					
IMImobile South Africa Pty Limited	ZAR	(1)	100%*****	87%	Ordinary
Ukhozi Digital Pty Limited	ZAR	Non-trading	100%*****	49%	Ordinary
Nigeria (2nd Floor, No 32, Shiro Street, Fadeyi - Yaba, Lagos State, Nigeria)					
IMI Mobile VAS Nigeria Limited	NGN	(2)	100%	100%	Ordinary
British Virgin Islands (Palm Grove House, P.O. Box 438, Road Town, Tortola, British Virgin Islands)					
Lenco International Limited	ZAR	Non-trading	100%	100%	Ordinary
Lenco Technology Group Limited	ZAR	(1)	100%	100%	Ordinary
India (2nd floor, Skyview 10, Sy.No.83/1, Raidurgam, Hitech City Main Road, Madhapur, Hyderabad, Telangana, 500081, India)					
IMImobile Cloud Communications (India) Private Limited	INR	(1)	100%	100%	Ordinary

(1) Communications software and solutions *(2) Value added services solutions* *(3) Mobile payments*

* These subsidiaries were officially dissolved on 29 August 2023.
** This subsidiary was officially dissolved on 28 November 2023.
*** This subsidiary was officially dissolved on 23 April 2024.
**** This subsidiary was officially filed for strike off on 23 January 2024 awaiting confirmation from the Companies House.
***** Ukhozi Digital Pty Limited repurchased its own 510 shares from its previous shareholder making this company and IMImobile South Africa Pty Limited, wholly owned subsidiaries of Lenco International Limited.

The following subsidiaries within the consolidated financial statements have taken advantage of the audit exemption provisions under section 479A of Companies Act 2006 in relation to their annual financial statements for the period ended 29 July 2023:

Name of entity	Registered number	Name of entity	Registered number
IMImobile Europe Limited	04833052	IMImobile African Holdings Limited	09632399
Tap2Bill Limited	03212199	IMImobile South Africa 1 Limited	09634021
Txtlocal Limited	05578161	IMImobile South Africa 2 Limited	09633868
Rostrvm Solutions Limited	04246427	Healthcare Communications UK Limited	04084131
IMImobile Software Limited	04120457	IMImobile Intelligent Networks Limited	04163740
IMImobile International Limited	05175576		

Foreign currencies
Items included in the consolidated financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in UK Pounds Sterling ("the presentational currency").

Foreign currency transactions are translated into the presentational currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Translation differences on financial assets are included in other comprehensive income.

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(a) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
(b) equity items other than retained earnings have been translated at historical rates in line with IAS 21;
(c) income and expenses for each income statement are translated at average exchange rates; and
(d) all resulting exchange differences are recognised in other comprehensive income.

Goodwill arising on the acquisition of a foreign entity is treated as an asset of the foreign entity and translated at the closing rate.

Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

As at 29 July 2023, the CODM considers results principally by geographical region as the majority of the groups services are now cloud communication products, then further by subsidiary entities in the case of Textlocal and Healthcare. This forms the Group's operating and reporting segments and for comparability, the prior year comparatives have been included in note 5.

The performance of the operating segments is assessed based on a measure of revenue and gross profit (the result for the segment). Any sales between segments are carried out at arm's length. As operating costs are shared across regions, no further split is made by geographical region.

The Group does not regularly provide information in relation to the assets or liabilities of operating segments to management.

Revenue recognition

Revenue is recognised in accordance with the requirements of IFRS 15 *Revenue from Contracts with Customers*. The Group recognises revenue to depict the transfer of promised services to customers in an amount that reflects the consideration to which the Group expects to be entitled in exchange for those services. This core principle is delivered in a five-step model framework:

- Identify the contract(s) with the customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract; and
- Recognise revenue when (or as) the entity satisfies a performance obligation.

Revenue is measured based on the consideration to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers or provides control of a product or service to a customer.

Where the Group enters into arrangements to deliver multiple elements (such as a perpetual license together with a period of servicing and maintenance), such elements are separated for recognition based on stand-alone value where sold and delivered as separate performance obligations. If such elements cannot be separated they are treated as a single performance obligation and recognised over the period of delivery when the criteria for recognition have been met. Amounts incurred but not yet billed are classified as contract assets. Revenues are typically billed up to 60 days after month end and classified as contract assets until this point.

Monthly recurring revenue
Revenues from hosting and for access to the Group's cloud-based communications and CPaaS software, including the use of shortcodes to run the service, form a single performance obligation and is recognised over the period of the contract as the customer simultaneously receives and consumes the service.

Revenue share from content-related sales and usage-based revenue from messages sent across multiple channels is triggered by the actions of the Group's customers (or their end users) using the relevant platform they are connected to. Revenue is recognised at a point in time as the content sale or message delivery is generated.

Revenue generated from the provision of professional services to manage software applications for customers are recognised pro-rata over the period the services are provided.

Where the Group provides services to mobile network operators which enable the delivery of wholesale messages, revenue is reported on a gross basis where the Group acts as principal and controls the right to perform the service and successfully deliver the messages at a point in time.

The Group acts as agent when providing carrier billing or payments made via mobile devices services so revenue and payments to suppliers are recorded in revenue on a net basis, representing the margin earned. Revenue recognised within turnover relate only to the commission earned on hosting each service and are recognised at the point the message or content is delivered to the end user. Amounts billed and collected on behalf of third parties (also known as pass through revenues) are not recognised within revenue as the Group doesn't control or handle the content or set the price charged to the end user.

Non-recurring revenue
License revenues are derived from the sale of perpetual end user licenses for the right to use software as it exists at the point the customer is able to use the service for its intended purpose. The Group assesses whether ongoing contractual obligations, such as annual maintenance charges, represent a performance obligation that is distinct from the license. If the licence is distinct it is recognised separately from the other performance obligations on customer acceptance following installation at the customer's locations as per contracted terms.

Non-recurring professional service revenues relate to one-time configuration, setup and change requests and are recognised at the point the customer is able to use the service for its intended purpose, or upon completion of designated milestones where the Group has an enforceable right to payment.

Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Group and the amount can be reliably measured. Interest income is accrued on a time basis by reference to the principal outstanding.

Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the Group's interest in the net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

Goodwill acquired in a business combination is allocated to each cash generating unit ("CGU"), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each CGU or group of CGUs to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the CGU level.

Other intangible assets

(a) Assets acquired as part of a business combination

Trade names, customer relationships and software acquired as part of acquisitions are capitalised separately from goodwill as intangible assets if their value can be measured reliably on initial recognition and it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group. These costs are amortised over their estimated useful lives of 5 to 7 years.

(b) Capitalised development costs

Development costs are not capitalised by the group and all costs previously capitalised were disposed of in the prior year.

(c) Other intangible assets

Trademarks and licenses
Separately acquired trademarks and licenses are shown at historical cost. Trademarks and licenses acquired in a business combination are recognised at fair value at the acquisition date. Trademarks and licenses have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method to allocate the cost of trademarks and licenses over their estimated useful lives of up to 10 years.

Software licenses
Software licenses are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives of 3 to 5 years.

Impairment of assets

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill for each CGU is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

Other intangible assets not ready to use are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows. Prior impairments of non-financial assets are reviewed for possible reversal at each reporting date.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the consolidated income statement.

Property, plant and equipment (PPE) and right-of-use assets

The initial cost of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Opening right-of-use assets are measured as equal to the lease liability.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

Projects under which assets are not ready for their intended use are carried at cost and are only depreciated once they are ready for use.

When assets are sold, their cost and accumulated depreciation are eliminated and any gain or loss resulting from their disposal is included in the consolidated income statement.

Depreciation is computed on a straight-line basis over the estimated useful lives of operational assets. The estimated useful lives by class of asset are as follows:

Right-of-use assets	Lease term
Leasehold improvements	Lower of estimated useful life and lease term
Furniture & fixtures	2-10 years
Office equipment	2-5 years
Computers and servers	3-6 years

The useful life and depreciation method are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from items of property, plant and equipment.

Financial instruments
Financial assets and financial liabilities are recognised on the Group's statement of financial position when the Group 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.

Financial assets
Classification of financial assets
Cash and cash equivalents, trade receivables and contract assets, tax receivables, due from related parties and other receivables (excluding prepayments) and are initially recognised at fair value and subsequently at amortised cost using the effective interest method less any allowance for expected credit losses.

Impairment of financial assets
Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group, and arises principally from the Group's trade receivables and contract assets. It is the Group's policy to minimise its credit risk exposure. This includes undertaking careful due diligence of new customers and getting full or part payment in advance of providing services where credit risk is considered higher. The Group regularly reviews existing customers on an individual basis for changes in the credit quality of trade receivables and contract assets from the date the receivable was created to the date the balance is settled.

The group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets and amounts due from related parties. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

To measure the expected credit losses, trade receivables and contract assets have been grouped together based on shared credit risk characteristics and the days past due. The group has deemed that the contract assets balance has substantially the same risk characteristics as trade receivables and has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The ECL is calculated through assessing the probability of the non-payment of the customer. This probability is then multiplied by the amount of the expected loss arising from default to determine the expected credit loss for the trade receivables and contract assets. If a balance is confirmed as not to be collectable, the gross carrying value of the asset is written off against the associated provision.

Disposal groups held for sale
Disposal groups are held for sale where their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of cost and fair value less costs to sell.

Derecognition of financial assets
On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Cash and cash equivalents
Cash and cash equivalents comprise bank balances, cash on hand, deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. All cash and cash equivalents are measured at amortised cost. The Group discloses cash on a net basis where it has the right to offset.

Financial liabilities and equity
Classification as debt or equity
Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities
Trade and other payables, due to related parties, contract liabilities and lease liabilities are measured subsequently at amortised cost using the effective interest method. Bank borrowing costs are capitalised as incurred and amortised over the period of the loan.

Interest expenses and exchange rate gains and losses are recognised in profit or loss. Gains or losses in connection with derecognition are also recognised in profit or loss.

Provision for contingent consideration is measured at fair value through profit and loss (FVTPL). A financial liability is classified at FVTPL if it is classified as held for trading, such as a derivative instrument, or if it has been designated as such upon initial recognition, with net gains and losses, including interest expenses, recognised in profit or loss.

Company share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Taxation

The Group's tax charge is the sum of total current and deferred tax charges.

Current tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the consolidated income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interest in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The recognition of deferred tax assets is determined by reference to the Group's estimate of recoverability, using models where appropriate to forecast future taxable profits. Deferred tax assets have only been recognised for territories where the Group considers that it is probable there would be sufficient taxable profits for the future deductions to be utilised. If it is probable that some portion of these assets will not be realised, then no asset is recognised in relation to that portion.

The carrying amount is reviewed at each balance sheet date. If market conditions improve and future results of operations exceed our current expectations, our existing recognised deferred tax assets may be adjusted, resulting in future tax benefits. Alternatively, if market conditions deteriorate or future results of operations are less than expected, future assessments may result in a determination that some or all of the deferred tax assets are not realisable. As a result, all or a portion of the deferred tax assets may need to be reversed.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the statement of income, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

3. Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with IFRS requires the use of estimates and assumptions that affects the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may ultimately differ from those estimates. The critical accounting judgements and key sources of estimation uncertainty at the reporting date derive from management assumptions in respect of:

Critical accounting judgements

There are no critical accounting judgments that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period which have been applied by the management by preparing of these financial statements.

Key sources of estimation uncertainty

Impairment reviews

Management undertake periodic tests for impairment of goodwill if events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairment testing is an area involving management judgement, requiring assessment as to whether the carrying value of goodwill can be supported by the net present value of future cash flows. In calculating the net present value of the future cash flows, certain assumptions are required to be made in respect of highly uncertain matters.

Management consider the cash flow growth rate, expressed as the compound annual growth rates in the initial five years of the business plans and forecasts, and discount rate to be the key sources of estimation uncertainty.

The principal variables used across the cash-generating units would need to change to the following levels before impairment would be required:

	Cash flow growth rate:	
	Used in impairment review	At which impairment would be required
Europe large enterprise	2%	(19%)
Textlocal	5%	(17%)
Healthcare	2%	(2%)
North America	1%	-%

	Discount rate	
	Used in impairment review	At which impairment would be required
Europe large enterprise	7.2%	31%
Textlocal	7.2%	31%
Healthcare	7.2%	9%
North America	6.8%	-%

A change in long term growth rates is not deemed to be reasonably possible to cause an impairment in either year.

Taxation including deferred taxation

The calculation of the Group's total tax charge necessarily involves a degree of estimation and judgement in respect of certain items. Provisions for tax contingencies require management to make judgements and estimates in relation to tax audit issues and exposures. Tax benefits are not recognised unless it is probable that the tax position will be sustained.

Management must also assess the probability that the deferred tax assets will be recovered from future taxable income. Deferred tax assets relating to losses and other timing differences of £2,061,000 (31 March 2022: £2,168,000) have not been recognised (see note 20).

As at 29 July 2023, the carrying amount of deferred tax assets was £295,000 (31 March 2022: £3,000) and the carrying amount of deferred tax liabilities was £nil (31 March 2022: £1,232,000).

The accounting policies in relation to these items are disclosed in note 1.

4. Operating (loss) profit

Operating profit for the period is stated after charging/(crediting):

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Amortisation of other intangible assets	2,722	2,479
Depreciation of property, plant and equipment and right-of-use assets	298	1,351
Operating lease rentals	140	374
Net loss on disposal of assets	139	572
Staff costs	-	11,909
Gain on disposal of intangible assets (note 11)	-	(336,654)
Gain for the year from discontinued operations (note 9)	-	(93,088)
Loss for the year from discontinued operations (note 9)	-	13,813
Transfer pricing charges recognised in cost of sales	5,986	3,718
Transfer pricing charges recognised in other operating costs	58,586	10,874
Impairment of goodwill (note 10)	9,844	7,449
Impairment of other intangible assets (note 11)	1,991	-
Impairment of trade receivables (note 13)	1,192	624
Foreign exchange loss	1,943	1,195

Auditors' remuneration
The analysis of the auditors' remuneration is as follows:

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Fees payable to the Group's auditors and their associates for the audit of the group's annual report and financial statements:		
- Group	307	307
- Company	23	23
Total fees	330	330

5. Operating segments

The following is an analysis of the Group's revenue and results by operating segment:

	EMEA £000	Americas £000	APAC £000	Total £000
For the period from 01 April 2022 to 29 July 2023				
Revenue				
Cloud communication products	146,059	28,932	6,670	181,661
Operator VAS and mobile payments	2	-	-	2
Total revenue	**146,061**	**28,932**	**6,670**	**181,663**
For the period from 01 April 2022 to 29 July 2023				
Gross profit				
Cloud communication products	61,230	14,402	(46)	75,586
Operator VAS and mobile payments	(62)	-	-	(62)
Total gross profit	**61,168**	**14,402**	**(46)**	**75,524**

	Europe £000	Americas £000	APAC £000	MEA £000	Total £000
For the period from 01 April 2021 to 31 March 2022					
Revenue from continuing operations					
Cloud communication products	97,247	13,345	5,361	5,860	121,813
Operator VAS and mobile payments	763	-	233	-	996
Total revenue from continuing operations	98,010	13,345	5,594	5,860	122,809
Revenue from discontinued operations					
Cloud communication products	-	963	-	-	963
Operator VAS and mobile payments	-	-	1,852	980	2,832
Total revenue from discontinued operations	-	963	1,852	980	3,795
Total revenue	**98,010**	**14,308**	**7,446**	**6,840**	**126,604**

	Europe £000	Americas £000	APAC £000	MEA £000	Total £000
For the period from 01 April 2021 to 31 March 2022					
Gross profit from continuing operations					
Cloud communication products	42,076	4,610	2,316	3,290	52,292
Operator VAS and mobile payments	195	-	11	-	206
Total gross profit from continuing operations	42,271	4,610	2,327	3,290	52,498
Gross profit from discontinued operations					
Cloud communication products	-	638	-	-	638
Operator VAS and mobile payments	-	-	162	642	804
Total gross profit from discontinued operations	-	638	162	642	1,442
Total gross profit	**42,271**	**5,248**	**2,489**	**3,932**	**53,940**

The accounting policies of the reportable segments are the same as the Group's accounting policies described in note 2 for each period. The revenue reported is measured in a manner consistent with that in the consolidated income statement. Revenues are attributed to countries on the basis of the customer's location. The Group measures segment profit and loss as gross profit as reported.

Revenue

The Group derives its revenue from contracts with customers for the transfer of services over time and at a point in time in the following major product lines. This is consistent with the revenue information that is disclosed above for each reportable segment under IFRS 8 *Operating Segments*.

		For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Disaggregation of revenue:			
Monthly recurring revenue (MRR)			
- monthly hosting, access and shortcode fees	Over time	39,471	29,074
- revenue share and usage	Point in time	135,342	90,999
- professional services	Point in time	347	1,050
Non-recurring revenue (NRR)			
- professional services	Point in time	6,503	5,481
		181,663	126,604

During the period ended 29 July 2023, the Group recognised revenue of £6,464,000 (Period ended 31 March 2022: £9,824,000) related to contract liabilities carried-forward from the prior year. No revenue was recognised in the either year from performance obligations satisfied (or partially satisfied) in prior years. All remaining performance obligations are comprised of contract liabilities of £6,756,000 at 29 July 2023 (31 March 2022: £6,464,000).

6. Employees and directors

The Group had no employees during the financial period (Year ended 31 March 2022: average monthly number of people employed of 718).

During the period, no Directors received any emoluments (Year ended 31 March 2022: £202,000).

All of the Directors' remuneration for their services has been paid in the current period by other Cisco group Companies.

All of the Directors who served during the period (Year ended 31 March 2022: all) received restricted stock units of Cisco Systems, Inc. for their services as an employee of the group Companies.

7. Finance income and finance cost

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Finance income		
Interest income on cash and cash equivalents	242	45
Interest income on loans to related party (note 17)	2,840	352
Other interest income	18	-
	3,100	397
Finance cost		
Interest cost on loans from related party (note 17)	(1,036)	(406)
Interest cost on due to related parties	(1,389)	-
Interest in relation to lease liabilities (note 19)	-	(19)
Other interest cost	(44)	(1)
	(2,469)	(426)

8. Tax

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Current tax		
UK tax expense	808	58,933
Other foreign tax expense	674	4,755
Withholding tax expense	760	1,452
Adjustments in respect of prior periods	(1,598)	-
	644	65,140
Deferred tax (note 20)		
Current year	(1,439)	(2,046)
Adjustments in respect of prior periods	(107)	(1,164)
Impact of UK rate change	-	534
Foreign exchange translation	45	-
	(1,501)	(2,676)
Total tax (credit) charge per the consolidated income statement	(857)	62,464

The total tax charge for the period can be reconciled to the result per consolidated income statement as follows:

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
(Loss) Profit before tax from continuing operations	(10,462)	341,133
Profit before tax from discontinued operations	-	76,004
Tax at the UK corporation tax rate of 20.5% (31 March 2022: 19%)	(2,145)	79,256
Other expenses not deductible	2,650	7,475
Effect of withholding taxes	760	1,452
Effect of overseas tax rates	143	1,189
Temporary differences on which deferred tax not recognised	37	(2,386)
Adjustments in respect of previous periods - current tax	(1,598)	-
Adjustments in respect of previous periods - deferred tax	(107)	(1,164)
Adjust deferred tax to average rate	(305)	-
Other income not taxable	(337)	(22,780)
Effect of change in UK tax rate	-	534
Group relief on brought forward losses	-	(1,112)
Foreign exchange impact	45	-
Total tax (credit) charge per the consolidated income statement	(857)	62,464
Total tax (credited) charged on continuing operations	(857)	63,572
Total tax credited on discontinued operations	-	(1,108)
Total tax (credit) charge per the consolidated income statement	(857)	62,464

Taxation in each region is calculated at the rates prevailing in the respective jurisdictions. Prior period adjustments relate to the routine confirmation and agreement of the final tax position in local jurisdictions and a true-up of the acquired intangible balance recognised on consolidation.

9. Discontinued operations

There are no discontinued operations during the period ended 29 July 2023.

VAS operating division

On 1 August 2021, the divestment of the VAS operating business was completed to the management team of that division. The division was reported in the prior year as a discontinued operation. Financial information relating to the discontinued operation for the prior period to the date of disposal is set out below.

Financial performance and cash flow information

The financial performance and cash flow information presented are for the four months ended 31 July 2021.

	For the period from 01 April 2021 to 31 July 2021 £000
Comprehensive income	
Revenue	2,833
Expenses	(6,097)
Loss before tax	(3,264)
Tax credit	136
Loss on sale of the subsidiary after income tax	(13,813)
Loss from discontinued operation	**(16,941)**
Other comprehensive income	
Exchange differences on translation of discontinued operations	4,491
Other comprehensive income from discontinued operations	**4,491**

	For the period from 01 April 2021 to 31 July 2021 £000
Cash flows	
Net cash outflow from operating activities	(15,444)
Net decrease in cash generated by the subsidiary	**(15,444)**

Details of sale

	As at 31 July 2021 £000
Consideration received or receivable	
Cash	3,000
Deferred consideration (note 13)	3,000
Total disposal consideration	6,000
Carrying amount of net assets sold	15,322
Reclassification of foreign currency translation reserve	4,491
Loss on sale of the subsidiary after income tax	**(13,813)**

Carrying amounts of assets and liabilities as at the date of sale

	As at 31 July 2021 £000
Property, plant and equipment	685
Intangible assets	736
Cash	15,945
Trade and other receivables	4,374
Total assets	21,740
Trade and other payables	(6,418)
Net assets	**15,322**

North American subsidiaries

On 9 April 2021, the Group sold four US subsidiaries (IMImobile LLC, IMImobile North America LLC, IMImobile US and Impact Mobile USA LLC) to other subsidiaries of the Cisco group for a total consideration of £92.9 million.

These subsidiaries were reported in the prior year as a discontinued operation. Financial information relating to the discontinued operation for the prior period to the date of disposal is set out below.

Financial performance and cash flow information

The financial performance and cash flow information presented are for the 7 working days ended 9 April 2021:

	For the period from 01 April 2021 to 09 April 2021 £000
Comprehensive income	
Revenue	962
Expenses	(969)
Loss before tax	(7)
Tax credit	972
Gain on sale of the subsidiary after income tax	93,088
Profit from discontinued operation	**94,053**

Other comprehensive income

	For the period from 01 April 2021 to 09 April 2021 £000
Exchange differences on translation of discontinued operations	(310)
Other comprehensive income from discontinued operations	**(310)**

Cash flows

	2022 £000
Net cash inflow from operating activities	973
Net increase in cash generated by the subsidiary	**973**

Details of sale

	As at 09 April 2021 £000
Consideration received or receivable	
Loan note	92,863
Total disposal consideration	92,863
Carrying amount of net assets sold	85
Reclassification of foreign currency translation reserve	(310)
Gain on sale of the subsidiary after income tax	**93,088**

Carrying amounts of assets and liabilities as at the date of sale

	As at 09 April 2021 £000
Property, plant and equipment	729
Intangible assets	21,804
Goodwill	24,798
Cash	3,580
Trade and other receivables	6,662
Total assets	57,573
Trade and other payables	(57,488)
Net assets	**85**

10. Goodwill

Goodwill is monitored by management at the CGU level by region and delivery model. The following is a summary of goodwill allocation for each CGU, all of which relate to the cloud communication products operating division:

	Opening £000	Disposals £000	Foreign exchange movement £000	Impairment £000	Closing £000
29 July 2023					
Europe large enterprise	15,013	-	-	-	15,013
Textlocal	4,790	-	-	-	4,790
Healthcare	6,382	-	-	-	6,382
North America	9,844	-	-	(9,844)	-
Total	36,029	-	-	(9,844)	26,185

	Opening £000	Disposals £000	Foreign exchange movement £000	Impairment £000	Closing £000
31 March 2022					
Europe large enterprise	15,013	-	-	-	15,013
Textlocal	10,073	-	-	(5,283)	4,790
Healthcare	6,382	-	-	-	6,382
South Africa	2,022	-	144	(2,166)	-
North America	34,289	(24,798)	353	-	9,844
Total	67,779	(24,798)	497	(7,449)	36,029

The recoverable amount of all CGUs has been determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are based on a long term growth rate of 1% (31 March 2022: 1%), this does not exceed the long term average growth rate for the market in which the CGUs operate. The discount rates used are pre-tax and reflect specific risks relating to the relevant CGU.

CGUs serve a common group of customers such that the key assumptions used for value-in-use calculations for all CGUs are as follows:

At 29 July 2023	Cash flow growth rate	Discount rate	Headroom £'000
Europe large enterprise	2%	7.2%	53,498
Textlocal	5%	7.2%	17,051
Healthcare	2%	7.2%	1,231
North America	1%	6.8%	-

At 31 March 2022	Cash flow growth rate	Discount rate	Headroom £'000
Europe large enterprise	4%	10.4%	13,001
Textlocal	4%	10.4%	-
Healthcare	12%	10.4%	15,758
South Africa	-%	-%	-
North America	8%	9.7%	37,994

Value in use is calculated for the various CGUs based on approved business plans and forecasts taking into account certain variables for each CGU. In the current period, management impaired the goodwill related to the business in North America as a result of ongoing revenue integration activities with Cisco group companies and the resultant forward-looking commercial impact towards the business in this region.

Below is a description of the principal variables that have been considered for each CGU with significant goodwill.

Cash flow growth rate
Cash flow growth rate is expressed as the compound annual growth rates in the initial five years for all cash-generating units of the business plans and forecasts used for impairment testing.

Impairment tests are performed using the projected cash flows based on Board approved forecasts and strategic plans over a five-year period. Cash flow projections from the sixth year are calculated using an expected constant growth rate.

Discount rate
The discount rates used are disclosed above and take into account the market risk rate associated with the company. A discount factor is calculated using the discount rate and applied to future projected cash flows.

Sensitivity analysis

The principal variables used across the cash-generating units would need to change to the following levels before impairment would be required:

At 29 July 2023	**Cash flow growth rate**	**Discount rate**
Europe large enterprise	(19%)	31%
Textlocal	(17%)	31%
Healthcare	(2%)	9%
North America	-%	-%

At 31 March 2022	**Cash flow growth rate**	**Discount rate**
Europe large enterprise	(8%)	18%
Textlocal	4%	10%
Healthcare	(7%)	28%
South Africa	-%	-%
North America	(14%)	38%

A change in long term growth rates is not deemed to be reasonably possible to cause an impairment in either year.

11. Other intangible assets

Cost	**Trade name £000**	**Customer relationships £000**	**Capitalised development costs £000**	**Software £000**	**Trademarks and licenses £000**	**Total £000**
At 1 April 2021	**2,717**	**31,678**	**26,224**	**12,027**	**115**	**72,761**
Disposals	-	-	(20,685)	(5,657)	-	(26,342)
Discontinued operations						
- VAS operating division	-	-	(1,443)	-	-	(1,443)
- North American subsidiaries	(1,441)	(17,220)	(4,084)	(6,015)	(101)	(28,861)
Exchange differences	12	151	(12)	8	-	159
At 31 March 2022	**1,288**	**14,609**	**-**	**363**	**14**	**16,274**
Impairment	(326)	(5,736)	-	-	(14)	(6,076)
At 29 July 2023	**962**	**8,873**	-	**363**	**-**	**10,198**
Accumulated amortisation						
At 1 April 2021	**969**	**12,348**	**7,560**	**4,749**	**12**	**25,638**
Amortisation charge	174	1,824	287	194	-	2,479
Disposals	-	-	(6,597)	(3,131)	-	(9,728)
Discontinued operations						
- VAS operating division	-	-	(707)	-	-	(707)
- North American subsidiaries	(363)	(4,685)	(540)	(1,469)	-	(7,057)
Exchange differences	(21)	(318)	(3)	6	2	(334)
At 31 March 2022	**759**	**9,169**	-	**349**	**14**	**10,291**
Amortisation charge	235	2,473	-	14	-	2,722
Impairment	(219)	(3,852)	-	-	(14)	(4,085)
Exchange differences	(8)	(137)	-	-	-	(145)
At 29 July 2023	**767**	**7,653**	**-**	**363**	-	**8,783**
Carrying value:						
At 31 March 2022	**529**	**5,440**	-	**14**	**-**	**5,983**
At 29 July 2023	**195**	**1,220**	**-**	-	**-**	**1,415**

Capitalised development costs is the only category of intangible assets which are internally generated. This is the case for all assets within this category.

In the prior year, the Group's capitalised development costs and software were sold to other subsidiaries of the Cisco group for a total consideration of £352,860,000 resulting in a gain on disposal of £336,654,000, including the release of associated deferred tax (see note 20).

12. Property, plant, equipment and right-of-use assets

	Right-of-use Assets £000	Leasehold Improvements £000	Furniture & Fixtures £000	Office Equipment £000	Computers & Servers £000	Total £000
Cost or valuation:						
At 1 April 2021	**3,058**	**1,542**	**433**	**523**	**17,598**	**23,154**
Disposal	(2,457)	-	(27)	(5)	(4,173)	(6,662)
Discontinued operations						
- VAS operating division	-	(1,441)	(167)	(372)	(7,043)	(9,023)
- North American subsidiaries	-	-	(45)	-	(912)	(957)
Exchange differences	12	(30)	(2)	(8)	(404)	(432)
At 31 March 2022	**613**	**71**	**192**	**138**	**5,066**	**6,080**
Disposal	(613)	(7)	(72)	-	(1,039)	(1,731)
At 29 July 2023	**-**	**64**	**120**	**138**	**4,027**	**4,349**
Accumulated depreciation:						
At 1 April 2021	**1,929**	**1,513**	**334**	**464**	**15,119**	**19,359**
Charge for the year	486	89	51	46	679	1,351
Disposal	(1,974)	-	(20)	(5)	(4,091)	(6,090)
Discontinued operations						
- VAS operating division	-	(1,440)	(151)	(361)	(6,386)	(8,338)
- North American subsidiaries	-	-	(45)	-	(183)	(228)
Exchange differences	5	(98)	(10)	(12)	(473)	(588)
At 31 March 2022	**446**	**64**	**159**	**132**	**4,665**	**5,466**
Charge for the year	25	3	21	6	243	298
Disposal	(471)	(7)	(60)	-	(929)	(1,467)
At 29 July 2023	**-**	**60**	**120**	**138**	**3,979**	**4,297**
Net book value:						
At 31 March 2022	**167**	**7**	**33**	**6**	**401**	**614**
At 29 July 2023	**-**	**4**	**-**	**-**	**48**	**52**

The Group's property, plant and equipment making up discontinued operations in the prior year had a netbook value at sale of £685,000 in the VAS operating division and £729,000 in the North American subsidiaries.

13. Deferred consideration receivable

	As at 29 July 2023 £000	As at 31 March 2022 £000
Due from disposal of VAS business (note 9)	3,000	3,000

Amounts due from the disposal of VAS business are non-interest bearing and are repayable 1 August 2024.

14. Cash and cash equivalents

	As at 29 July 2023 £000	As at 31 March 2022 £000
Unrestricted cash and cash equivalents	35,155	22,152

15. Trade receivables and contract assets

	As at 29 July 2023 £000	As at 31 March 2022 £000
Trade receivables		
- revenue to be collected on behalf of the Group	28,806	22,015
- pass through revenues to be collected on behalf of third parties	-	104
- expected credit loss allowance	(1,471)	(369)
Contract assets		
- revenue to be collected on behalf of the Group	10,890	8,596
- pass through revenues to be collected on behalf of third parties	-	11
- expected credit loss allowance	(20)	-
Trade receivables and contract assets - net	38,205	30,357

Credit quality of customers is assessed by taking into account the current financial position of the customer, past experience and forward-looking factors, including economic outlook. The historical level of customer default is low and, as a result, the credit quality of period end trade receivables is considered to be high. Trade receivables are considered past due once they have passed their contracted due date. The Group review trade receivables past due but not impaired on a regular basis and in determining the recoverability of the trade receivables, the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date.

Included in the Group's trade receivables balance are debtors with a carrying amount of £14,907,000 (31 March 2022: £8,573,000) which are past due at the reporting date, for which the Group has not provided as there has not been a significant change in credit quality and the Group believes that the amounts are still recoverable. Of the total balance, £7,309,000 (31 March 2022: £3,234,000) is past due by fewer than 30 days. The average age of trade receivables and contract assets, excluding pass through revenues, is 77 days (31 March 2022: 87 days).

Movements in the allowance for expected credit losses are as follows:

	As at 29 July 2023 £000	As at 31 March 2022 £000
As at 1 April	369	1,908
Charged to the income statement	1,192	624
Debts written off	(47)	(79)
On disposal	-	(2,029)
Foreign exchange	(23)	(55)
As at period end	1,491	369

The movement in the expected credit loss allowance has been included in operating costs in the consolidated income statement.

The Group at the period-end held trade receivables and contract assets as follows:

	As at 29 July 2023 £000	As at 31 March 2022 £000
UK Pounds Sterling	27,565	22,267
Canadian Dollar	6,419	5,276
Euro	1,860	498
Indian Rupee	886	1,292
United Arab Emirates Dirham	710	151
South African Rand	629	738
US Dollar	136	135
	38,205	30,357

16. Other receivables

	As at 29 July 2023 £000	As at 31 March 2022 £000
Prepayments	200	827
Refundable deposits	151	542
Other receivables	505	1,032
	856	2,401

17. Related party transactions

The Group has entered into various transactions with related parties in the normal course of its business. Prices and terms of payment are approved by the Board. Significant related party transactions and balances are as follows:

Balances included in the consolidated Statement of Financial Position

	Note	As at 29 July 2023 £000	As at 31 March 2022 £000
Due from related parties	a)	62,050	65,710
Due to related parties	b)	73,436	57,332

IAS24 allows disclosure exemption of transactions between wholly owned subsidiaries that are eliminated on consolidation.

Balances included in the consolidated income statement

	Note	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Amounts paid to key management personnel	c)	-	202

a) This represents balances due from Cisco subsidiaries. They are unsecured and repayable on demand.

Of the total balance, £61.3m (31 March 2022: £61.9m) comprise loans accruing interest at a variable 3-month GBP LIBOR rate plus 0.45%, of which £21.0m is fully settled during fiscal year 2024. Following the cessation of LIBOR, these loans started accruing interest at a variable 3-month SONIA rate plus 0.45% beginning the financial year 2024. Another balance of £0.5m accrued interest consisting of a base rate (currency-specific) plus a credit margin (entity-specific). The remaining balance of £0.2m (31 March 2022: £3.8m) is interest free.

b) This represents balances due to ultimate parent, Cisco Systems, Inc. and its subsidiaries. They are unsecured and repayable on demand.

Of the total balance, £0.7 m (31 March 2022: 39.8m) comprises a loan accruing interest at a variable 3-month GBP LIBOR rate plus 1.1%. Following the cessation of LIBOR, this loan started accruing interest at a variable 3-month SONIA rate plus 1.1% beginning the financial year 2024. Another balance of £63.7m, which includes £61.5m payable to the ultimate parent, accrued interest consisting of a base rate (currency-specific) plus a credit margin (entity-specific). The remaining balance of £9.0m (31 March 2022: £17.5m) is interest free.

c) The compensation of the Directors of the Group, considered to be key management personnel, was as follows:

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Short-term employee benefits	-	194
Post-employment benefits	-	8
	-	202

18. Trade and other payables

	As at 29 July 2023 £000	As at 31 March 2022 £000
Trade payables		
- cost of sales to be paid on behalf of the Group	9,090	8,093
- pass through revenues to be paid to third parties	-	15
Accrued expenses		
- cost of sales to be paid on behalf of the Group	7,527	9,529
- pass through revenues to be paid to third parties	-	49
VAT payable	3,774	2,096
Other payables	217	57
	20,608	19,839

Trade payables balances are non-interest bearing and are settled within 30-60 days.

19. Lease liabilities

	Buildings £000
At 1 April 2021	1,241
Disposals	(83)
Discontinued operations	(417)
Principal repayments	(615)
Interest	19
At 31 March 2022	145
Disposals	(145)
At 29 July 2023	-

	Buildings £000
At 31 March 2022	
Current	103
Non-current	42
	145

20. Deferred tax

	Gross £000	Offset £000	As reported £000
29 July 2023			
Deferred tax assets	649	(354)	295
Deferred tax liabilities	(354)	354	-
Total	295	-	295
31 March 2022			
Deferred tax assets	324	(321)	3
Deferred tax liabilities	(1,553)	321	(1,232)
Total	(1,229)	-	(1,229)

The gross movement on the deferred tax account is as follows:

	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
At 1 April	(1,229)	(7,001)
Income statement credit	1,524	2,676
On disposal of IP	-	408
On disposal of discontinued operations	-	2,699
Share-based payment recognised in equity	-	(11)
At period end	295	(1,229)

The following are the deferred tax liabilities and assets recognised by the Group and movements thereon during the respective period:

Deferred tax assets:	Allowance for bad debts £000	Property, Plant and Equipment £000	Intangible assets £000	Losses £000	Other short-term temporary differences £000	Total £000
At 1 April 2022	3	305	-	13	3	324
(Charge) / credit to the income statement	268	68	-	(13)	2	325
At 29 July 2023	**271**	**373**	-	-	**5**	**649**

Deferred tax liabilities:	Allowance for bad debts £000	Property, Plant and Equipment £000	Intangible assets £000	Losses £000	Other short-term temporary differences £000	Total £000
At 1 April 2022	-	**(3)**	**(1,550)**	-	-	**(1,553)**
Credit to the income statement	-	3	**1,196**	-	-	**1,199**
At 29 July 2023	-	-	**(354)**	-	-	**(354)**

Other short-term temporary differences comprise a number of items, none of which is individually significant to the Group's Statement of Financial Position.

At the balance sheet date, the Group has losses of £8,041,000 on which there are unrecognised deferred tax assets of £2,061,000 (31 March 2022: £2,168,000). No deferred tax asset has been recognised in respect of these temporary differences as the Group considers that there will not be enough taxable profits in the entities concerned such that any additional asset could be considered recoverable.

No deferred tax liability is recognised on gross temporary differences of £20,890,000 (31 March 2022: £21,868,000) relating to the unremitted earnings of overseas subsidiaries as the Group is able to control the timing of the reversal of these temporary differences and it is probable that they will not reverse in the foreseeable future. The temporary differences at 29 July 2023 represent only the unremitted earnings of those overseas subsidiaries where remittance to the UK of those earnings may still result in a tax liability, principally as a result of a dividend withholding taxes levied by the overseas tax jurisdictions in which these subsidiaries operate.

21. Share capital, share premium and reserves

Allotted, called up and fully paid	Share Capital £000	Share Premium £000	Total £000
At 29 July 2023	9,294	69,277	78,571

	Number of Ordinary shares
At 29 July 2023	92,944,249

Ordinary shares

The Group's capital consists of a single class of equity share.

The amount classified as equity share capital represents the nominal value of allotted, called up and fully paid ordinary shares at a par value of £0.10. Each holder of ordinary shares is entitled to one vote per share.

Translation reserve

The translation reserve is used to record cumulative translation differences on the assets and liabilities of foreign operations. The cumulative translation differences are recycled to the income statement on disposal of the foreign operation.

Capital restructuring reserve

The capital restructuring reserve was created as part of the capital restructuring of the Group following admission to AIM. The share capital and share premium were restated based on the 3:1 conversion of ordinary shares, with a corresponding entry in the restructuring reserve. The restructuring reserve also reflects the conversion of preference shares to ordinary shares and the creation of a non-controlling interest in the Group that has subsequently been eliminated.

Capital contribution reserve

A payment of £1,750,000 was received from Cisco Systems International BV in April 2021 towards the settlement of the IMImobile South Africa put/call option. Cisco Systems International BV have confirmed there will be no repayment against this payment so it has been treated as a capital contribution.

Retained earnings

Retained earnings represents the cumulative earnings of the Group attributable to equity shareholders.

22. Notes to the Consolidated Cash Flow Statement

Cash generated from operations

	Notes	For the period from 01 April 2022 to 29 July 2023 £000	For the period from 01 April 2021 to 31 March 2022 £000
Cash flows from operating activities:			
(Loss) Profit before taxation from:			
Continuing operations		(10,462)	341,133
Discontinued operations		-	76,004
		(10,462)	417,137
Adjustments:			
Net finance (income)/costs	7	(631)	29
Depreciation of property, plant and equipment	12	298	1,351
Amortisation of intangible assets	11	2,577	2,479
Impairment	10 , 11	11,835	7,449
Net loss on disposal of assets		139	-
Gain on disposal	4	-	(415,929)
Operating cash flow before movements in working capital:		3,756	12,516
Increase in receivables		(4,754)	(4,085)
Increase in payables		56,678	37,380
Decrease in provision for defined benefit gratuity plan		-	(61)
Cash generated from operations		**55,680**	**45,750**

Net cash

This section sets out an analysis of net cash and the movements in net cash for each of the periods presented.

	29 July 2023 £000	31 March 2022 £000
Cash and cash equivalents	35,155	22,152
Lease liability	-	(145)
	35,155	**22,007**

	Cash and cash equivalents £000	Lease liabilities £000	Total £000
At 1 April 2022	22,152	(145)	22,007
Cash flows	13,003	-	13,003
Disposal of leases	-	145	145
At 29 July 2023	**35,155**	**-**	**35,155**

23. Dividends

No dividends were declared during the period. During the year ended 31 March 2022, dividends of £384,203,100 were paid to Cisco Worldwide Holdings Limited.

24. Financial risk management

The Group's financial instruments comprise cash and cash equivalents and items such as trade payables and trade receivables which arise directly from its operations. The main purpose of these financial instruments is to provide finance for the Group's operations.

The Group's operations expose it to a variety of financial risks including credit risk, liquidity risk, interest rate risk, equity price risk and foreign currency exchange rate risk. It is the objective of the Group to minimise these risks where possible by maintaining and operating a robust control environment. Given the size of the Group, the Directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the Board. The policies set by the Board of Directors are implemented by the Group's finance department.

The Group currently does not use derivative financial instruments to manage its exposure to these risks.

Financial instruments

The following table combines information about:

- classes of financial instruments based on their nature and characteristics;
- the carrying amounts of financial instruments;
- fair values of financial instruments (except financial instruments when carrying amount approximates their fair value); and
- fair value hierarchy levels of financial assets and financial liabilities for which fair value was disclosed.

Fair value hierarchy levels 1 to 3 are based on the degree to which the fair value is observable:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Note	Financial assets at amortised cost as at 29 July 2023 £000	Financial assets at amortised cost as at 31 March 2022 £000	Financial liabilities at FVTPL as at 29 July 2023 £000	Financial liabilities at FVTPL as at 31 March 2022 £000	Financial liabilities at amortised cost as at 29 July 2023 £000	Financial liabilities at amortised cost as at 31 March 2022 £000	Fair value hierarchy
Cash and cash equivalents	14	35,155	22,152	-	-	-	-	Level 1
Trade receivables and contract assets	15	38,205	30,357	-	-	-	-	Level 1
Trade and other payables (except VAT)	18	-	-	-	-	(16,834)	(17,743)	Level 1
Due from related parties	17	62,050	65,710	-	-	-	-	Level 1
Due to related parties	17	-	-	-	-	(73,436)	(57,332)	Level 1
Lease liabilities								
- current	19	-	-	-	-	-	(103)	Level 2
- non-current	19	-	-	-	-	-	(42)	Level 2
Provision for contingent consideration								
- current		-	-	-	(28)	-	-	Level 3

The provision for contingent consideration primarily relates to the acquisitions of the previously held subsidiary, 3C, and fair value is based on expected achievement against milestone targets, discounted to present value.

Liquidity risk

As regards liquidity, the Group's policy throughout the period has been to ensure continuity of funding. The Group manages liquidity risk by maintaining adequate reserves by continuously monitoring forecast and actual cash flows. The Group has not entered into any derivative transactions in the current or prior period.

All trade payables (note 18) are due to be paid within twelve months of the balance sheet date. The average trade creditor days for the Group, expressed as a number of days, was 34 (31 March 2022: 63).

Currency risk

The Group's policy in relation to transactional currency risk is to conduct the majority of its sales in the local or pegged currency of each entity (see note 2). Within each statutory entity, there is an amount of trading with overseas customers which are settled in foreign currencies. The Group monitors its exposure to currency by regularly reviewing its cash balances and matching these with future and forecast requirements.

The Group at the period-end held cash at bank amounts as follows:

	As at 29 July 2023 £000	As at 31 March 2022 £000
UK Pounds Sterling	15,844	10,252
Canadian Dollar	10,354	5,253
South African Rand	4,901	3,442
Euro	1,518	880
US Dollar	1,324	1,849
Indian Rupee	1,154	327
United Arab Emirates Dirham	53	88
Nigerian Naira	7	47
Australian Dollar	-	14
	35,155	22,152

Foreign currency exchange rate risk

The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. As well as naturally mitigating this risk by offsetting its cost base in the same currencies where possible, currency exposure arising from the net assets of the Group's foreign operations is managed through cash balances denominated in the relevant foreign currencies.

The Group is mainly exposed to the Canadian Dollar, South African Rand, Euro, US Dollar and Indian Rupee currencies.

The following table details the Group's sensitivity to a 10% increase or decrease in Sterling against the relevant foreign currencies. 10% is the sensitivity rate which represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. A positive number below indicates an increase in profit where Sterling strengthens 10% against the relevant currency. For a 10% weakening of Sterling against the relevant currency, there would be an equal and opposite impact on the profit and other equity, and the balances below would be negative or positive.

	As at 29 July 2023 £000	As at 31 March 2022 £000
Currency impact of:		
Canadian Dollar	(941)	(2,517)
South African Rand	(446)	(112)
Euro	(138)	1
US Dollar	(120)	(276)
Indian Rupee	(105)	(66)

Interest rate risks

Historically the Group has financed its operations through a mix of equity and debt to help minimise its exposure. In the prior year, the Group fully repaid its bank borrowings following the acquisition of the Group by Cisco. Current interest rates are managed by the Cisco Group treasury department.

Credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date can be found within note 15. The Group implements policies that require appropriate credit checks on potential customers before sales are made. The directors will revisit the appropriateness of these policies should the Group's operations change in size or nature.

Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns to its shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. For the purpose of capital risk management, the total capital resources consist of the following components:

	As at 29 July 2023 £000	As at 31 March 2022 £000
Cash and cash equivalents	35,155	22,152
IFRS 16 lease liability	-	(145)
Net cash	35,155	22,007
Equity	69,072	77,687

IMIMOBILE LIMITED COMPANY FINANCIAL STATEMENTS

Company Statement of Financial Position

As at 29 July 2023

	Note	As at 29 July 2023 £000	As at 31 March 2022 £000
Non-current assets			
Investments	27	50,338	70,531
Deferred consideration receivable	28	3,000	3,000
Total non-current assets		53,338	73,531
Current assets			
Cash and cash equivalents		916	2,502
Trade and other receivables	29	30,567	73,278
Investment in trading securities		212	-
Total current assets		31,695	75,780
Current liabilities			
Trade and other payables	30	(38,809)	(81,206)
Withholding tax creditor		(14)	-
Total current liabilities		(38,823)	(81,206)
Net current assets		(7,128)	(5,426)
Net assets		46,210	68,105
Equity attributable to the owners of the parent			
Called up share capital	21	9,294	9,294
Share premium account	21	69,277	69,277
Share-based payment reserve	21	-	29,287
Capital contribution reserve	21	1,750	1,750
Accumulated losses	26	(34,111)	(41,503)
Total equity		46,210	68,105

The Company reported a loss for the financial period ended 29 July 2023 of £21,895,000 (Period ended 31 March 2022: 344,313,000) including dividend income of £nil (Period ended 31 March 2022: £389,696,000), received from its subsidiaries and impairment in investments of £19,734,000 (Period ended 31 March 2022: £45,059,000).

The accompanying notes are an integral part of the Company financial statements.

The financial statements of IMImobile Limited (Company number: 08802718) were approved by the Board and authorised for issue on 29 April 2024.

Signed on behalf of the Board

James Goodfield

James Goodfield
Director

Company Statement of Changes in Equity

For the Period from 01 April 2022 to 29 July 2023

	Share capital £000	Share premium £000	Share-based payment reserve £000	Capital contribution reserve £000	Accumulated losses £000	Total equity £000
Balance at 1 April 2021	**9,278**	**68,826**	**29,287**	**-**	**(1,613)**	**105,778**
Profit for the year	-	-	-	-	344,313	344,313
Proceeds from share issue	16	451	-	-	-	467
Capital contribution	-	-	-	1,750	-	1,750
Dividends paid	-	-	-	-	(384,203)	(384,203)
Balance at 31 March 2022	**9,294**	**69,277**	**29,287**	**1,750**	**(41,503)**	**68,105**
Loss for the period	-	-	-	-	(21,895)	(21,895)
Sweep share-based payment reserve into retained earnings	-	-	(29,287)	-	29,287	-
Balance at 29 July 2023	**9,294**	**69,277**	**-**	**1,750**	**(34,111)**	**46,210**

The accompanying notes are an integral part of the Company financial statements.

Notes to the Company financial statements
For the Period from 01 April 2022 to 29 July 2023

25. Significant accounting policies and key sources of estimation uncertainty

Basis of preparation

The stand-alone financial statements of IMImobile Limited have been prepared in compliance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS101) as issued by the Financial Reporting Council. The financial statements have been prepared under the historical cost convention on a going concern basis, and in accordance with the Companies Act 2006 as applicable to companies using FRS 101.

The preparation of financial statements in compliance with FRS101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies. The areas involving a high degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in the accounting policies.

Basis of accounting

As permitted by Section 408 of the Companies Act 2006, the Company has elected not to present its own profit and loss account for the period. As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to presentation of a cash flow statement, standards not yet effective and related party transactions as disclosed in the group financial statements.

Further details of the Directors' considerations in relation to going concern are included in the Strategic Report, the Directors' Report and note 1.

The principal accounting policies applied in preparation of the Company Statement of Financial Position are set out below.

IMImobile Limited is the parent company for the IMImobile Group and does not generate its own revenues.

Investments

Investments in subsidiaries are held at cost less any accumulated impairment losses. Share-based payment charges are included as a capital contribution within the relevant investment in subsidiaries.

Impairment reviews of investments are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of each investment is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

Foreign currencies

The Company financial statements are presented in UK Pounds Sterling ("the presentational currency" and "the functional currency").

Foreign currency transactions are translated into the presentational currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Cash and cash equivalents

Cash and short-term deposits in the balance sheet comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Trade and other receivables

The majority of trade and other receivables are amounts due from subsidiaries. The Company has applied the IFRS 9 simplified approach to measuring expected credit losses using a lifetime expected credit loss provision for Group receivables. Receivable balances are assessed based on each entity's ability to repay amounts owed.

Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Company share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Going concern

The Company's business activities, together with factors likely to affect its future development, performance and position are set out in the Strategic Report, Directors' Report and note 1.

Key sources of estimation uncertainty

Impairment reviews

Management undertake periodic tests for impairment of investments if events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairment testing is an area involving management judgement, requiring assessment as to whether the carrying value of investments can be supported by the net present value of future cash flows. In calculating the net present value of the future cash flows, certain assumptions are required to be made in respect of highly uncertain matters.

Management consider the cash flow growth rate, expressed as the compound annual growth rates in the initial five years of the business plans and forecasts, to be the key source of estimation uncertainty. The growth rates used across the Company's material investments would need to decrease as follows before impairment would be required:

	Cash flow growth rate:	
	Used in impairment review	**At which impairment would be required**
IMImobile Europe Limited	2%	(19%)
Txtlocal Limited	5%	(17%)
IMImobile Intelligent Networks Limited	2%	(19%)
Healthcare Communications UK Limited	2%	-
IMImobile Software Limited	1%	-

IMImobile Cloud Communications (India) Private Limited is held at fair value less cost of disposal, so the cash flow growth rate is not a key source of estimation uncertainty in its impairment review.

26. Accumulated losses

Accumulated losses represents the cumulative earnings and losses of the Company, net of any dividends declaration.

The auditors' remuneration for audit and other services is disclosed within note 4 to the consolidated financial statements.

The Company has no employees.

27. Investments

The Company has investments in the following subsidiaries:

	Opening	Disposal	Impairment	Foreign exchange movement	Closing
	£000	£000	£000	£000	£000
29 July 2023					
IMImobile Europe Limited	8,485	-	-	-	8,485
Txtlocal Limited	4,800	-	-	-	4,800
IMImobile Intelligent Networks Limited	5,133	-	-	-	5,133
Healthcare Communications UK Limited	11,908	-	(3,400)	-	8,508
IMImobile Software Limited	16,704	-	(16,245)	(459)	-
Rostrvm Solutions Limited	1,397	-	-	-	1,397
IMImobile Canada ULC	89	-	(89)	-	-
IMI Mobile VAS Limited FZE	22,000	-	-	-	22,000
IMImobile Cloud Communications (India) Private Limited	15	-	-	-	15
	70,531	-	(19,734)	(459)	50,338

	Opening	Disposal	Impairment	Foreign exchange movement	Closing
	£000	£000	£000	£000	£000
31 March 2022					
IMI Mobile Private Limited	6,000	(6,000)	-	-	-
IMImobile Europe Limited	26,757	-	(18,272)	-	8,485
Txtlocal Limited	13,554	-	(8,754)	-	4,800
IMImobile Intelligent Networks Limited	16,192	-	(11,059)	-	5,133
IMImobile South Africa Pty Limited	150	-	(150)	-	-
IMImobile African Holdings Limited	3,367	-	(3,533)	166	-
IMImobile South Africa 1 Limited	225	-	(225)	-	-
IMImobile South Africa 2 Limited	56	-	(56)	-	-
IMImobile Limited FZE	2	(2)	-	-	-
IMImobile North America LLC	38,587	(38,587)	-	-	-
Healthcare Communications UK Limited	11,908	-	-	-	11,908
IMImobile Software Limited	16,016	-	-	688	16,704
Rostrvm Solutions Limited	4,407	-	(3,010)	-	1,397
IMImobile Canada ULC	89	-	-	-	89
IMImobile US	386	(386)	-	-	-
IMI Mobile VAS Limited FZE	22,000	-	-	-	22,000
IMImobile Cloud Communications (India) Private Limited	15	-	-	-	15
	159,711	(44,975)	(45,059)	854	70,531

The investment in IMImobile African Holdings Limited includes a long-term loan of ZAR 69,000,000 which is considered to be part of the net investment in the subsidiary. This investment was fully impaired in the previous year.

The Company made a long-term loan of CAD 27,747,000 to IMImobile Software Limited to be used in the acquisition of Impact Mobile, which is considered to be part of the net investment in the subsidiary.

See note 2 for the class of shares held, the proportion of the nominal value of the class of shares held and the registered offices of the subsidiaries.

28. Deferred consideration receivable

	As at 29 July 2023	As at 31 March 2022
	£000	£000
Due from disposal of VAS business (note 9)	3,000	3,000

Amounts due from the disposal of VAS business are non-interest bearing and are repayable 1 August 2024.

29. Trade and other receivables

	As at 29 July 2023 £000	As at 31 March 2022 £000
Due from subsidiary – Tap2Bill Limited	15,070	8,301
Due from subsidiary - IMImobile Europe Limited	11,322	45,320
Due from subsidiary – IMImobile International Limited	2,428	2,425
Due from subsidiary - IMImobile African Holdings Limited	892	1,156
Due from subsidiary - IMImobile South Africa 1 Limited	313	362
Due from subsidiary - Lenco International Limited	137	154
Due from subsidiary - IMImobile Intelligent Networks Limited	-	12,252
Due from subsidiary – IMImobile SAT Limited	-	348
Due from subsidiary – Rostrvm Solutions Limited	-	20
Due from related party – Cisco Systems, Inc.	252	914
Due from related party – IMImobile LLC	-	870
Due from related party - IMImobile North America LLC	-	601
Due from related party - IMImobile Limited FZE	-	113
Prepayments	153	205
Other receivables	-	237
	30,567	73,278

Amounts due from subsidiaries are non-interest bearing and are repayable on demand.

Amounts due from related parties are non-interest bearing and repayable on demand.

The Company has applied the IFRS 9 simplified approach to measuring expected credit losses. The above balances have been assessed based on each entity's ability to repay amounts owed and no expected credit loss has been recognised.

30. Trade and other payables

	As at 29 July 2023 £000	As at 31 March 2022 £000
Due to subsidiary - IMI Mobile VAS Limited FZE	22,000	23,302
Due to subsidiary – Txtlocal Limited	9,053	12,574
Due to subsidiary - IMImobile Software Limited	2,785	2,785
Due to subsidiary – Healthcare Communications UK Limited	1,000	28
Due to subsidiary - IMImobile Intelligent Networks Limited	500	-
Due to subsidiary - Lenco Technology Group Limited	158	173
Due to subsidiary – IMImobile Canada ULC	-	906
Due to related party - 3CInteractive LLC	1,594	-
Due to related party - Cisco Systems International BV	740	39,797
Due to related party – IMImobile US	-	635
Due to related party - Cisco International Limited	-	552
Other payables	979	454
	38,809	81,206

Amounts due to subsidiaries are non-interest bearing and are repayable on demand.

Amounts due to related parties are repayable on demand.

Of the amounts due to related parties, £0.7m due to Cisco Systems International BV (31 March 2022: 39.8m) comprises a loan accruing interest at a variable 3-month GBP LIBOR rate plus 1.1%. Balance of £1.6m accrued interest consisting of a base rate (currency-specific) plus a credit margin (entity-specific). The remaining balances are non-interest bearing.

31. Parent undertaking and controlling party

The Company's immediate parent company is Cisco Systems Holdings UK Limited, a company incorporated in the United Kingdom.

The ultimate parent is Cisco Systems, Inc., a company incorporated in the USA, with registered address of Corporation Service Company, 251 Little Falls Drive, Wilmington DE 19808-1674, USA. This is the smallest and largest group into which the financial statements of the Company are consolidated. The financial statements of Cisco Systems, Inc. can be obtained from Investor Relations Department, 170 West Tasman Drive, San Jose, California, 95134-1706, USA, and available upon request from www.cisco.com, under Investor Relations.

In the opinion of the Directors, the ultimate controlling party is Cisco Systems, Inc.