# REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS

### FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

**FOR** 

SILVERBIRD GLOBAL LIMITED

TUESDAY



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## COMPANY INFORMATION FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

DIRECTORS:

F G Destin M Faldin G Karpovskii

REGISTERED OFFICE:

1 Kings Avenue

London N21 3NA

**REGISTERED NUMBER:** 

12585400 (England and Wales)

**AUDITORS:** 

AGK Partners

Chartered Accountants & Statutory Auditors

1 Kings Avenue London N21 3NA

## REPORT OF THE DIRECTORS FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

The directors present their report with the financial statements of the company for the period 4 May 2020 to 31 May 2021.

#### **INCORPORATION**

The company was incorporated on 4 May 2020.

#### PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of a platform that enables international merchants to open e-wallets, make cross-border payments and currency conversions.

#### **EVENTS SINCE THE END OF THE PERIOD**

Information relating to events since the end of the period is given in the notes to the financial statements.

#### **DIRECTORS**

S Faldin - appointed 4 May 2020

G Babilashvili - appointed 18 February 2021

F G Destin, M Faldin and G Karpovskii were appointed as directors after 31 May 2021 but prior to the date of this report.

G Babilashvili and S Faldin ceased to be directors after 31 May 2021 but prior to the date of this report.

All the directors who are eliqible offer themselves for election at the forthcoming first Annual General Meeting.

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### **AUDITORS**

The auditors, AGK Partners, will be proposed for re-appointment at the forthcoming Annual General Meeting.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

Maxim Faldin

M Faldin - Director

21 June 2022

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF SILVERBIRD GLOBAL LIMITED

#### **Opinion**

We have audited the financial statements of Silverbird Global Limited (the 'company') for the period ended 31 May 2021 which comprise the Statement of Profit or Loss and Other Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and Notes to the Statement of Cash Flows, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 May 2021 and of its loss for the period then ended:
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

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

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

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

#### Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

#### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF SILVERBIRD GLOBAL LIMITED

#### Responsibilities of directors

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

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

#### 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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

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

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations.
- we identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the IT development and financial services sector.
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation, data protection, anti-bribery and employment.
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

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

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities, including fraud and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC, relevant regulators and the company's legal advisors.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

## REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF SILVERBIRD GLOBAL LIMITED

#### Use of our report

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

Alex Christofi (Senior Statutory Auditor) for and on behalf of AGK Partners Chartered Accountants & Statutory Auditors 1 Kings Avenue London N21 3NA

22 June 2022

### STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

	Notes	£
CONTINUING OPERATIONS Revenue		- -
Administrative expenses		(357,780)
OPERATING LOSS		(357,780)
LOSS BEFORE INCOME TAX	4	(357,780)
Income tax	5	·
LOSS FOR THE PERIOD		(357,780)
OTHER COMPREHENSIVE INCOME		
TOTAL COMPREHENSIVE INCOME THE PERIOD	FOR .	(357,780)

#### SILVERBIRD GLOBAL LIMITED (REGISTERED NUMBER: 12585400)

## STATEMENT OF FINANCIAL POSITION 31 MAY 2021

	Notes	£
ASSETS NON-CURRENT ASSETS		
Intangible assets	6 7	99,295
investments	,	1,002,151
		1,101,446
CURRENT ASSETS	•	
Trade and other receivables	8 9 ′	673,191
Cash and cash equivalents	9	3,185,305
•		3,858,496
TOTAL ASSETS		4,959,942
EQUITY		
SHAREHOLDERS' EQUITY		0.400.044
Called up share capital Share premium	10 11	2,186,941 2,223,112
Retained earnings	11	(357,780)
TOTAL EQUITY		4,052,273
LIABILITIES		
NON-CURRENT LIABILITIES	40	700 400
Trade and other payables	12	720,426 ————
CURRENT LIABILITIES	,	
Trade and other payables	12	187,243 
TOTAL LIABILITIES		907,669
TOTAL EQUITY AND LIABILITIES	3	4,959,942

The financial statements were approved by the Board of Directors and authorised for issue on 21 June 2022 and were signed on its behalf by:



M Faldin - Director

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

	Called up share capital £	Retained earnings	Share premium £	Total equity £
Changes in equity Issue of share capital Total comprehensive income	2,186,941	(357,780)	2,223,112	4,410,053 (357,780)
Balance at 31 May 2021	2,186,941	(357,780)	2,223,112	4,052,273

## STATEMENT OF CASH FLOWS FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

	Notes	£
Cash flows from operating activities Cash generated from operations	1	439,515
Net cash from operating activities		439,515
Cash flows from investing activities Purchase of intangible fixed assets Purchase of fixed asset investments Net cash from investing activities		(99,295) (1,002,151) (1,101,446)
Cash flows from financing activities Amt owed to group undertaking Amount introduced by directors Share issue Share premium	·	(595,019) 32,202 2,186,941 2,223,112
Net cash from financing activities		3,847,236
Increase in cash and cash equivalents Cash and cash equivalents at beginning of period	2	3,185,305
Cash and cash equivalents at end of period	2	3,185,305

#### NOTES TO THE STATEMENT OF CASH FLOWS FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

### 1. RECONCILIATION OF LOSS BEFORE INCOME TAX TO CASH GENERATED FROM OPERATIONS

Loss before income tax Increase in trade and other receivables Increase in trade and other payables	£ (357,780) (78,172) 875,467
Cash generated from operations	439,515

#### 2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Statement of Cash Flows in respect of cash and cash equivalents are in respect of these Statement of Financial Position amounts:

Period	ended	31	May	2021
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	31.5.21	4.5.20
	£	£
Cash and cash equivalents	3,185,305	-
		-

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

#### 1. STATUTORY INFORMATION

Silverbird Global Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

#### 2. ACCOUNTING POLICIES

#### Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards and IFRIC interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention.

#### Significant estimates and judgements

In the application of the company's accounting policies, the director is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period. or in the period of the revision and future periods where the revision affects both current and future periods.

#### Impairment

The company's assessment of impairment in the carrying value of intangible fixed assets, investments, and amounts due from group companies involve management judgement.

#### Goina concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The directors regard the foreseeable future as no less than twelve months following the publication of the company's annual financial statements. The directors have considered the company's balance sheet position as at the year end, its working capital forecasts and projections, and the impact of the current COVID 19 crisis. Taking account of reasonably possible changes in trading performance and the current state of its operating market and are satisfied that the company has sufficient resources to remain in operational existence. Accordingly, they have adopted going concern basis in preparing these financial statements.

#### Cash and cash equivalents

Cash represents cash in hand and deposits held on demand with financial institutions. Cash equivalents are short-term, highly-liquid investments with original maturities of three months or less (as at their date of acquisition). Cash equivalents are readily convertible to known amounts of cash and subject to an insignificant risk of change in that cash value.

In the presentation of the Statement of Cash Flows, cash and cash equivalents also include bank overdrafts. Any such overdrafts are shown within borrowings under 'current liabilities' on the Statement of Financial Position.

#### Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses. The intangible asset are development costs with useful economic life of 5 years.

#### Financial instruments

Basic financial assets and liabilities, which include debtors, creditors, cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

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## NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

#### 2. ACCOUNTING POLICIES - continued

#### **Taxation**

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the statement of financial position date.

Deferred tax is recognised in respect of all timing differences between the recognition of income and expenses in the financial statements and their inclusion in tax assessments.

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

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference, except for revalued land and investment property where the tax rate that applies to the sale of the asset is used.

Current and deferred tax assets and liabilities are not discounted.

#### Research and development

Directly attributable expenses related to internally generated intangible assets is capitalised when following criteria are met:

- Company is able to generate probable future economic benefits from use or sale of intangible asset.
- Company has intention to complete the intangible asset so that it will be available for use or sale of the intangible asset.
- Company has availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
- Company has ability to use or sell the intangible asset.
- Company has technical feasibility of completing the intangible asset so that it will be available for use or sale of the intangible asset.
- Company has ability to reliably measure the expenditure attributable to the intangible asset during its development.

Technology under development is not depreciated until the asset is brought into commercial use.

#### Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

#### **Employee benefit costs**

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the income statement in the period to which they relate.

### Impairment of financial assets

Financial assets, other than those held at their value through profit and loss, are assessed for indicators of impairment at each reporting end 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 have been affected. If an asset is impaired, the impairment loss is the difference between the gaming amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

#### Investments

Investments in subsidiary companies are held at historical cost less any provision for impairment.

#### 3. EMPLOYEES AND DIRECTORS

Wages and salaries Social security costs Other pension costs	•	103,750 5,607 1,462
		110,819

## NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

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2		AND DIRECTORS	
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The average number of employees

The average number of	employees	during the	period was	as follows:

	£
Directors' remuneration	20.417

#### 4. LOSS BEFORE INCOME TAX

The loss before income tax is stated after charging:

£
Auditors' remuneration

Foreign exchange differences

\$,000
30,434

5. **INCOME TAX** 

#### Analysis of tax expense

No liability to UK corporation tax arose for the period.

#### 6. INTANGIBLE ASSETS

	Costs £
COST	
Additions	99,295
At 31 May 2021	99,295
NET BOOK VALUE	
At 31 May 2021	99,295

## 7. INVESTMENTS

·	Shares in group undertakings £
COST Additions	1,002,151
At 31 May 2021	1,002,151
NET BOOK VALUE At 31 May 2021	1,002,151

The company's investments at the Statement of Financial Position date in the share capital of companies include the following:

#### **Theropod Platform Limited**

Registered office: 1 Kings Avenue, London, United Kingdom, N21 3NA

Nature of business: Digital payment, cross-border platform

Class of shares: holding Ordinary 100.00

Aggregate capital and reserves 458,869
Loss for the period (516,231)

Development

## NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

#### 7. INVESTMENTS - continued

Silver	bird	Europ	e l	JAB
--------	------	-------	-----	-----

Registered office: Vilnius, Upes g.23-1, Lithuania

Nature of business: Digital payment, cross-border platform

Class of shares: holding Ordinary 100.00

Aggregate capital and reserves (2,919)
Loss for the period (5,070)

#### 8. TRADE AND OTHER RECEIVABLES

 Current:
 595,019

 Amounts owed by group undertakings
 595,019

 Other debtors
 75,648

 Prepayments
 2,524

 673,191

£

#### 9. CASH AND CASH EQUIVALENTS

E Bank accounts 3,185,305

#### 10. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

 Number:
 Class:
 Nominal value:
 £

 1,000,000
 £1 Ordinary
 £1
 1,000,000

 1,186,941
 £1 Seed Preferred
 £1
 1,186,941

 2,186,941
 2,186,941
 2,186,941

1,000,000 £1 Ordinary shares of £1 each were allotted and fully paid for cash at par during the period.

1,186,941 £1 Seed Preferred shares of £1 each were allotted as fully paid at an average premium of £1.873 per share during the period.

The seed preferred shares shall have rights to voting, rights to dividends and have priority over the ordinary shareholders upon distribution of assets in case of a liquidation.

#### 11. RESERVES

·	Retained earnings £	Share premium £	Totals £
Deficit for the period Seed Share premium	(357,780) -	2,223,112	(357,780) 2,223,112
At 31 May 2021	(357,780)	2,223,112	1,865,332

#### NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE PERIOD 4 MAY 2020 TO 31 MAY 2021

#### 12. TRADE AND OTHER PAYABLES

Current:	£
Trade creditors Other creditors	95,458 42,661
Accrued expenses	16,922
Directors' current accounts	32,202
	187,243
	•
Non-current: Convertible Note	720,426
Aggregate amounts	907,669

The convertible note has maturity date of 42 months from the date of issue i.e. 05 May 2021. It is interest free.

#### 13. RELATED PARTY DISCLOSURES

Included in debtors, amount falling due within one year, is an amount of £589,950 receivable from Theropod Platform Limited, a wholly owned subsidiary registered in the UK.

Also included in debtors, amount falling due within one year, is an amount of £5,070 receivable from Silverbird Europe UAB, a wholly owned subsidiary registered in Lithuania.

During the year, the company acquired consultancy services of £9,320 from a director of the company. The director resigned after year end but prior to reporting date.

#### 14. EVENTS AFTER THE REPORTING PERIOD

- The company raised additional capital of \$7.9m by issuing seed share capital on 15 February 2022.
- The company's application for Authorised E-money Institution was approved by the Financial Conduct Authority on 27 April 2022.