
SHE SOFTWARE GROUP LIMITED

FINANCIAL STATEMENTS
INFORMATION FOR FILING WITH THE REGISTRAR
FOR THE YEAR ENDED 31 MARCH 2020



SHE SOFTWARE GROUP LIMITED
REGISTERED NUMBER: 07784576

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2020

	Note	2020 £	2019 £
Fixed assets			
Investments	5	4,079,258	2,293,371
		<u>4,079,258</u>	<u>2,293,371</u>
Current assets			
Debtors: amounts falling due after more than one year	6	2,649,440	1,023,938
Debtors: amounts falling due within one year	6	24,894	842,881
Cash at bank and in hand	7	4,517,708	2,218,473
		<u>7,192,042</u>	<u>4,085,292</u>
Creditors: amounts falling due within one year	8	(24,867)	(136,954)
Net current assets		<u>7,167,175</u>	3,948,338
Total assets less current liabilities		<u>11,246,433</u>	<u>6,241,709</u>
Net assets		<u><u>11,246,433</u></u>	<u><u>6,241,709</u></u>
Capital and reserves			
Called up share capital	9	17,465	14,468
Share premium account	10	10,900,593	5,980,900
Other reserves	10	7,050	7,050
Share based payment reserve	10	116,491	82,398
Profit and loss account	10	204,834	156,893
		<u>11,246,433</u>	<u>6,241,709</u>

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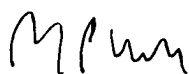
STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 MARCH 2020

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

The Company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

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



10 July 2020

Matthew Paul Elson
Director

SHE SOFTWARE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Regent House, 316 Beulah Hill, London, SE19 3HF.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Exemption from preparing consolidated financial statements

The Company, and the Group headed by it, qualify as small as set out in section 383 of the Companies Act 2006 and the parent and Group are considered eligible for the exemption to prepare consolidated accounts.

2.3 Going concern

The company is a holding company and as such provides support to the trading subsidiaries. The directors have formed an assessment of the going concern of this company in line with that of the going concern of SHE Software Group as a whole. The directors of the group ordinarily review and update cash flow and trading forecasts to ensure the group has sufficient resources to enable it to meet its liabilities as they fall due for a period of at least twelve months from the date signing of the financial statements. The directors have considered a number of potential scenarios over the coming twelve months, including reductions in sales from those originally forecast as a result of Covid-19, and a sensitised forecast on the back of the current global crises shows that the company has adequate working capital to continue trading over this period.

The directors believe that the group has a strong diverse customer base with a number of customers on renewal contracts that are already in place meaning that further sales will be generated and create cash inflows for the business. The group has shown its ability to grow during 2019 and the first quarter of the 2020 financial year, and despite the uncertainty and challenges of Covid-19 the directors believe that the group will continue on an upward trajectory after this crisis has abated.

Therefore, with a healthy cash balance at group level, access to Covid-19 government support; the availability of additional cash from other lenders if required; the ability of the team to operate and work more remotely; and forecasted trading expectations, the directors are satisfied that the group will have adequate resources to continue as a going concern for the foreseeable future.

2.4 Interest income

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

SHE SOFTWARE GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

2. Accounting policies (continued)

2.5 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to the Statement of Comprehensive Income over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each Statement of Financial Position date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to Statement of Comprehensive Income over the remaining vesting period.

Where equity instruments are granted to persons other than employees, the Statement of Comprehensive Income is charged with fair value of goods and services received.

2.6 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.7 Debtors

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

2.8 Cash and cash equivalents

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

2.9 Creditors

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

SHE SOFTWARE GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020**

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

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities at the balance sheet date and the amounts reported for revenue and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgments and estimates have had the most significant effect on amounts recognised in the financial statements.

Share based payment transactions

In line with FRS102 share based payment transactions are accounted for at fair value. The financial statements include share options fair valued as at the date of grant. Managements judgment is require to determine an appropriate fair value in line with accounting standards. In determining the fair value management consider the various valuation models and relevant market conditions.

4. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2019 - £NIL).

The average monthly number of employees, including directors, during the year was 0 (2019 - 0).

5. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 April 2019	2,293,371
Additions	1,785,887
At 31 March 2020	<u><u>4,079,258</u></u>

During the year to 31 March 2020 SHE Software Group Limited acquired additional share capital to a value of £1,455,050 in SHE Software Limited.

SHE SOFTWARE GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020**

6. Debtors

	2020	2019
	£	£
Due after more than one year		
Amounts owed by group undertakings	2,649,440	1,023,938
	<u>2,649,440</u>	<u>1,023,938</u>
	2020	2019
	£	£
Due within one year		
Amounts owed by group undertakings	2,509	815,941
Other debtors	22,385	26,940
	<u>24,894</u>	<u>842,881</u>
	<u>24,894</u>	<u>842,881</u>

7. Cash and cash equivalents

	2020	2019
	£	£
Cash at bank and in hand	4,517,708	2,218,473
	<u>4,517,708</u>	<u>2,218,473</u>

8. Creditors: Amounts falling due within one year

	2020	2019
	£	£
Trade creditors	8,698	5,400
Amounts owed to group undertakings	-	115,385
Accruals and deferred income	16,169	16,169
	<u>24,867</u>	<u>136,954</u>
	<u>24,867</u>	<u>136,954</u>

SHE SOFTWARE GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020**

9. Share capital

	2020 £	2019 £
Allotted, called up and fully paid		
49,828 (2019 - 49,830) A Ordinary shares of £0.10 each	4,983	4,983
5,536 (2019 - 5,540) B Ordinary shares of £0.10 each	554	554
2,029 (2019 - 2,030) C Ordinary shares of £0.10 each	203	203
32,820 D Preferred shares of £0.10 each	3,282	-
547 E Preferred shares of £0.10 each	55	-
83,876 (2019 - 87,280) Ordinary shares of £0.10 each	8,388	8,728
	<u>17,465</u>	<u>14,468</u>

During the year, 27,300 preferred shares of £0.10 each were issued fully paid for cash at £183.15 each, 2,500 ordinary shares of £0.10 each were issued fully paid for cash at £20 each and 167 ordinary shares of £0.10 each were issued fully paid cash at £54 each.

During the year 6,067 ordinary shares of £0.10 each were re-designated as D preferred shares.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings for the company.

The holders of preferred shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings for the company.

On a winding up of the company or on exit the preferred shareholders have a right to receive, in priority to any other classes of shares, a sum equal to the original price of the shares. This is subject to the type of distribution refer to section 4.3 of the Articles of Association for more details.

10. Reserves

Share premium account

This reserve records the amount above the nominal value received for shares sold, less transaction costs.

Other reserves

This reserve is a capital contribution reserve created by capital contributions.

Profit and loss account

The profit and loss account represents the accumulated profits and losses of the company less distributions made to shareholders

SHE SOFTWARE GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020**

11. Share based payments

The following share options remained outstanding at the year end:

	Weighted average exercise price (pence) 2020	Number 2020	<i>Weighted average exercise price (pence) 2019</i>	<i>Number 2019</i>
Outstanding at the beginning of the year	4704	10,104	4008	10,404
Granted during the year	11814	3,895	0	-
Exercised during the year	2000	(613)	0	-
Expired during the year	5400	(833)	5400	(300)
Outstanding at the end of the year	3725	12,553	4704	10,104

Share options were granted by SHE Software Group Limited to employees of SHE Software Limited, SHE Software NZ and SHE Software Inc.

The option period of the share options ends 10 years after the date of the option agreement. The vesting period varies but is generally within one year from the date of grant. At the year-end 5,988 share options had vested. These options can be exercised at any point subject to the vesting conditions. The options are settled in equity once exercised.

The fair value of the equity-settled share options granted is estimated at the date of grant using entity-specific observable market data. During the year the expense recognised within the subsidiary companies SHE Software Limited, SHE Software Inc and SHE Software NZ in respect of share based payment transactions totalled £34,093 (2019: £17,674).

12. Controlling Party

The company was under the control of Mr M P Elson throughout the current and previous year. Mr M P Elson is the managing director.

13. Auditor's information

The auditor's report on the financial statements for the year ended 31 March 2020 was unqualified.

The audit report was signed on 13/07/2020 by Stephen G Hughes (Senior Statutory Auditor) on behalf of French Duncan LLP.