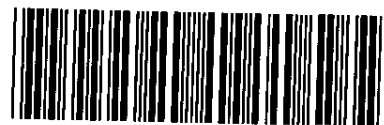


REGISTERED NUMBER: 07442104 (England and Wales)

Sandgate Systems Limited
Annual Report and Financial Statements
For the Period Ended 30 April 2022

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Sandgate Systems Limited (Registered number: 07442104)

**Contents of the Financial Statements
for the Period Ended 30 April 2022**

	Page
Company Information	1
Directors' Report	2
Income Statement	5
Statement of Comprehensive Income	6
Statement of Financial Position	7
Statement of Changes in Equity	8
Notes to the Financial Statements	9

Sandgate Systems Limited (Registered number: 07442104)

**Company Information
for the Period Ended 30 April 2022**

DIRECTORS:

K P Dady
E Mortimer-Zhika
M D Cox
D J Lockie

REGISTERED OFFICE:

4th Floor
Heathrow Approach
470 London Road
Slough
Berkshire
SL3 8QY

REGISTERED NUMBER:

07442104 (England and Wales)

Sandgate Systems Limited (Registered number: 07442104)

**Directors' Report
for the Period Ended 30 April 2022**

The Directors present their report with the unaudited financial statements of the Company for the 8 month period ended 30 April 2022.

PRINCIPAL ACTIVITIES

On 12 November 2021, Sandgate Systems Limited was acquired by IRIS Capital Limited and became a member of the IRIS Group (the "Group") which is one of the largest privately held software Groups in the UK. The Company operates within the IRIS Group of Companies headed by the Group's ultimate parent company, Perennial Newco 2 Ltd. The principal activity of the Company is the provision of HR and compliance software to schools.

FINANCIAL RISK MANAGEMENT

The Company's activities also expose it to a number of financial risks including credit risk, cash flow and liquidity risk.

Cash flow and liquidity risk

The Group manages its day-to-day cash flow requirements through free cash reserves (£123.2 million as at the year end) and the use of an available revolving credit facility of up to £40 million. At year end the balance drawn on this facility was £nil. This funding is made available to the Company through cash pooling arrangements and cash transfers within the Group.

Credit risk

The Company's principal financial assets are bank balances and cash, trade and other receivables.

The Company's credit risk is primarily attributable to amounts due from group undertakings. The amounts presented in the balance sheet are net of impairment. An allowance for impairment is made where there is an expected credit loss which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows. The Company 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. The expected loss rates are based on the payment profiles of sales and the corresponding historical credit losses experienced. The current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables are also considered.

GOING CONCERN

Covid-19 is clearly set to impact the business going forward and it is expected that the Company will see some impact on its financial performance, as companies in many of the markets it deals in have pushed back their investment decisions. Management have worked quickly to adapt to these changes, looking to minimise the impact felt by customers and employees. The Company has ensured its clients are kept up to date on the latest changes on government policies and its product and development teams have worked to adapt its products to these changes.

Liquidity is managed at Group level using long-term Group bank facilities. Cash generated by the entity is swept to a related IRIS Group company overnight. Access to this facility is made available as needed to ensure the business remains a going concern. The entity is expected to continue to contribute to the overall profitability of the Group. The company is reliant for its working capital on funds provided by other group undertakings. The related IRIS Group companies have confirmed that they will provide this support for twelve months from the date at signing these financial statements.

The Directors believe that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

**Directors' Report (Continued) for
the Period Ended 30 April 2022**

DIVIDENDS

No dividends were paid in the period (year ended 31 August 2021: £nil). The Directors do not recommend the payment of a final dividend (year ended 31 August 2021: £nil).

DIRECTORS

The Directors who served throughout the year, and up to the date of signing, were as follows:

R H Rowell (resigned 25 October 2021)
K P Dady (appointed 25 October 2021)
F Mortimer-Zhika (appointed 25 October 2021)
M D Cox (appointed 25 October 2021)
D J Lockie (appointed 25 October 2021)

DIRECTORS' INDEMNITIES

The Company has made qualifying third-party indemnity provisions for the benefit of certain of its Directors for the full financial period and these remain in force at the date of this report.

EMPLOYEES

The Company had 32 employees in the period to 30 April 2022 (year ended 31 August 2021: 55).

POLITICAL DONATIONS AND EXPENDITURE

The Company made no political donations and had no political expenditures during the period (year ended 31 August 2021: £nil).

RESEARCH AND DEVELOPMENT

The Company has a strong commitment to Research and Development, which allows for identification of, and adaptation to technological, compliance and market changes, thereby ensuring demands of customers are met and products are delivered on the latest technology platforms.

EVENTS AFTER THE REPORTING PERIOD

The Company does not have any adjusting or non-adjusting events to report after the reporting period.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Annual 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 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 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 year. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, 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 Company will continue in business.

Sandgate Systems Limited (Registered number: 07442104)

**Directors' Report (Continued) for
the Period Ended 30 April 2022**

The Directors are responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are also 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.

This report has been prepared taking advantage of the exemptions for small companies within Part 15 of the Companies Act 2006.

This report was approved by the Board of Directors and were signed on its behalf by:



.....
M D Cox - CFO

31/12/2022

**Income Statement
for the Period Ended 30 April 2022**

		Period ended 30/4/22 £	Year ended 31/08/21 £
	Note		
REVENUE	4	3,118,630	3,913,720
Cost of sales		<u>(984,760)</u>	<u>(1,527,849)</u>
GROSS PROFIT		2,133,870	2,385,871
Administrative expenses		<u>(1,562,455)</u>	<u>(1,699,729)</u>
OPERATING PROFIT	6	<u>571,415</u>	<u>686,142</u>
PROFIT BEFORE TAXATION		571,415	686,142
Income tax expense	7	<u>(58,446)</u>	<u>(107,937)</u>
PROFIT FOR THE FINANCIAL PERIOD/YEAR		<u><u>512,969</u></u>	<u><u>578,205</u></u>

The notes on pages 9 to 18 form part of these financial statements

Sandgate Systems Limited (Registered number: 07442104)

**Statement of Comprehensive Income
for the Period Ended 30 April 2022**

	Period ended 30/4/22 £	Year ended 31/08/21 £
PROFIT FOR THE FINANCIAL PERIOD/YEAR	512,969	578,205
OTHER COMPREHENSIVE INCOME	<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR	<u>512,969</u>	<u>578,205</u>

The notes on pages 9 to 18 form part of these financial statements

**Statement of Financial Position
as at 30 April 2022**

	Note	Period ended 30/04/22 £	Year ended 31/08/21 £
FIXED ASSETS			
Intangible assets	8	609,044	609,219
Tangible assets	9	148,040	195,917
Right-of use assets	10	<u>931,958</u>	<u>-</u>
		1,689,043	805,136
CURRENT ASSETS			
Trade and other receivables	11	2,240,971	831,277
Stocks		47,888	117,640
Cash at bank		<u>1,328,830</u>	<u>1,715,946</u>
		3,617,689	2,664,863
CREDITORS:			
Amounts falling due within one year	12	<u>(4,192,863)</u>	<u>(2,905,394)</u>
NET CURRENT ASSETS		<u>(575,174)</u>	<u>(240,531)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		1,113,869	564,605
NON-CURRENT LIABILITIES			
Deferred tax		(189,271)	(152,976)
NET ASSETS		<u>924,598</u>	<u>411,629</u>
CAPITAL AND RESERVES			
Called up share capital	13	200	200
Profit and loss reserves		<u>924,398</u>	<u>411,429</u>
TOTAL SHAREHOLDER'S FUNDS		<u>924,598</u>	<u>411,629</u>

The accounts have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 applicable to companies subject to the small companies' regime. For the year ended 30 April 2022, the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies. The members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The unaudited financial statements on pages 5 to 18 were approved and authorised for issue by the Board of Directors on 31/12/2022. and were signed on its behalf by:



.....
M D Cox - Director

The notes on pages 9 to 18 form part of these financial statements

**Statement of Changes in Equity
for the Period Ended 30 April
2022**

	Share Capital £	Retained earnings £	Total equity £
BALANCE AT 1 SEPTEMBER 2020	200	413,224	413,424
COMPREHENSIVE EXPENSE:			
Profit for the financial year	-	578,205	578,205
Dividends paid	-	(580,000)	(580,000)
TOTAL COMPREHENSIVE EXPENSE	-	(1,795)	(1,795)
BALANCE AT 31 AUGUST 2021	200	411,429	411,629
COMPREHENSIVE EXPENSE:			
Profit for the financial period	-	512,969	512,969
Other comprehensive expense	-	-	-
TOTAL COMPREHENSIVE EXPENSE	-	512,969	512,969
BALANCE AT 30 APRIL 2022	200	924,398	924,598

The notes on pages 9 to 18 form part of these financial statements

**Notes to the Financial Statements for
the Period Ended 30 April 2022**

1. GENERAL EXPLANATION

The Company's financial statements have been prepared in accordance with 'Financial Reporting Standard (FRS) 101 Reduced Disclosure Framework and the Companies Act 2006.

The Company's financial statements are presented in Sterling as that is the currency of the primary economic environment in which the Company operates.

The principal accounting policies applied in the preparation of these financial statements are set out in note 3. These policies have been consistently applied to all the years presented, unless otherwise stated.

2. STATUTORY INFORMATION

Sandgate Systems Limited is a private company, limited by shares, incorporated and domiciled in England and Wales. The Company's registered office address and its principal place of business is 4th Floor, Heathrow Approach, 470 London Road, Slough, Berkshire SL3 8QY.

3. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group;
- the requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairments of Assets.

Changes in accounting policies

The following pronouncements, issued by the IASB, which are effective for periods commencing on or after 1 January 2021, have been applied for the first time in the financial statements for the year ending 30 April 2022.

- Covid-19-Related Rent Concessions – amendments to IFRS 16, and
- Interest Rate Benchmark Reform – Phase 2 – amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16.

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

**Notes to the Financial Statements - continued
for the Period Ended 30 April 2022**

3. ACCOUNTING POLICIES - continued

Going concern

Liquidity is managed at Group level using long-term group bank facilities. Cash generated by the entity is swept to a related IRIS group company overnight. Access to this facility is made available as needed to ensure the business remains a going concern. The entity is expected to continue to contribute to the overall profitability of the Group. The company is reliant for its working capital on funds provided by other group undertakings. The related IRIS Group companies have confirmed that they will provide this support for twelve months from the date at signing these financial statements.

The Directors have considered the effects of the Covid-19 pandemic including the impact of recent trading results on the Group and Company budget for the year ending 30 April 2023 which includes lower growth assumptions that originally anticipated given the uncertainties in the current environment. The strong Group and Company liquidity position coupled with the limited reduction of revenues caused by Covid-19 due to the recurring and highly cash generative nature of the business model, mean the Group and Company are very stable from a profit perspective.

Having considered these risks and the current uncertain economic environment, the Directors believe that the Company has adequate resources to continue in operational existence as a trading company for the foreseeable future, a period of not less than 12 months from the date of this report. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements and in accordance with those parts of the Companies Act 2006 applicable to companies reporting under FRS 101.

Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales-related taxes. Revenue represents invoiced software licence fee income, support and maintenance income and services income subject to IFRS 15 income recognition.

In recognising revenue under IFRS 15, Management have followed the five-step model and considered identification of the contract with a customer; identification of performance obligations of each contract; transaction price; allocation of transaction price to performance obligation and recognition of revenue at the point the performance obligation has been satisfied.

Perpetual software licence fee income is recognised either in full where it is fully functional on delivery of the licence along with the issue of authorisation codes to activate the software or is deferred and recognised over the term of the contract where it is dependent on future updates to remain fully functional. Annual or period software licences fee income is recognised on a straight-line basis over the term of the contract. Support and maintenance income is deferred at the date of invoicing and released to the profit and loss account over the duration of the maintenance contract. The balance of maintenance income not released to the profit and loss account is carried in the balance sheet within contract liabilities. Services income is recognised in the month the services are performed. Transactional and Payment revenue is recognised on fulfilment of the service. Subscription and cloud-based Software as a Service (SaaS) income is recognised in the month the service is provided.

When revenue recognised in respect of a customer contract exceeds amounts received or receivable from a customer at that time, a contract asset is recognised. If amounts received or receivable from a customer exceed revenue recognised for a contract, for example if the Company receives an advance payment from a customer, a contract liability is recognised.

Interest income and expense

Interest income and expense are accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Notes to the Financial Statements - continued
for the Period Ended 30 April 2022

3. ACCOUNTING POLICIES - continued

Taxation

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax is measured on a non-discounted basis.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet 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.

Intangible fixed assets

Intangible assets are stated at fair value less accumulated amortisation and impairment losses. Amortisation is charged to the income statement on a straight-line basis over their estimated useful lives. Research costs are expensed as incurred. Development expenditure on an individual project is recognised as an intangible asset when the Company can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development, and
- The ability to use the intangible asset generated

Where the Directors are satisfied as to the technical, commercial and financial viability of individual projects, the identifiable expenditure is deferred and amortised over the period during which the Company is expected to benefit.

Amortisation relates to the period in which future cash flows are expected to arise which is expected to be:

Development costs	5 years straight line.
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**Notes to the Financial Statements - continued
for the Period Ended 30 April 2022**

3. ACCOUNTING POLICIES - continued

Impairment of assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired.

A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio, as well as observable changes in national or local economic conditions that correlate with default on receivables.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in the Income Statement.

Financial instruments

Financial assets and liabilities are recognised in the Statement of Financial Position when the Company becomes a party to the contractual provision of the instrument. Financial assets are unrecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is unrecognised when it is extinguished, discharged, cancelled or expires. The Company has no financial assets measured at fair value through profit or loss.

Trade receivables from contracts with customers

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional less provision for impairment. Because of their short term nature the carrying amount of trade receivables approximates to their fair value.

A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. The Company 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. The expected loss rates are based on the payment profiles of sales and the corresponding historical credit losses experienced. The current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables are also considered. We have assessed that there is no material adjustment to provisions required to reflect the lifetime expected loss.

Cash and cash equivalents

Cash and cash equivalents include cash at bank and in hand and short-term deposits with an original maturity period of three months or less. Bank overdrafts that are an integral part of a subsidiary's cash management are included in cash and cash equivalents where they have a legal right of set-off and there is an intention to settle net, against positive cash balances, otherwise bank overdrafts are classified as borrowings.

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

Notes to the Financial Statements (Continued)
for the Year Ended 30 April 2022

Critical accounting estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described below:

Trade and other receivables

There is uncertainty regarding customers who may not be able to pay as their invoices fall due. The Company 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, based on the payment profiles of sales and the corresponding historical credit losses experienced. In light of the Covid-19 pandemic, particular consideration was given by management to debt recovery and, given an increase in the number of customers requesting payment holidays, management increased their bad debt provision to reflect the higher risk to collectability and expected credit losses.

Amounts due from group undertakings

There is uncertainty regarding group undertakings who may not be able to pay as the balances when required. In reviewing the appropriateness of the estimated provisions in respect of recoverability of these amounts, consideration has been given to the economic climate in the respective markets, the performance of the group undertaking, the group undertakings balance sheet and the potential likelihood of default. The Company applies the IFRS 9 simplified approach to measuring expected credit losses in respect of amounts due from group undertakings.

4. REVENUE

Revenue and profit before taxation in respect of continuing operations arise from the principal activity of the Company. This represents a single class of business: the provision of HR and compliance software to schools. The majority of continuing operations are undertaken in the United Kingdom.

5. EMPLOYEES AND DIRECTORS

The Company has 32 direct employees other than Directors (2021: 55). The Directors did not receive remuneration for their services to the Company in the current or prior year. The remuneration paid by other group companies for their services as Directors of the Company has been apportioned as £nil (year ended 31 August 2021: £nil).

6. OPERATING PROFIT

The operating profit is stated after charging:

	Period ended 30/04/22 £	Year ended 31/08/21 £
Amortisation of intangible assets	<u>152,778</u>	<u>256,109</u>

The Company has exercised its exemption from audit and therefore the audit fee payable to the Company's auditors for the audit of these financial statements was £nil (2021: £nil).

Notes to the Financial Statements (Continued)
for the Year Ended 30 April 2022

7. INCOME TAX CHARGE

Analysis of income tax charge

	Period Ended 30/04/22	Year ended 31/08/21
	£	£
Current year – Corporation Tax	35,278	67,271
Prior Year – Corporation Tax	(13,127)	-
Deferred tax	<u>36,295</u>	<u>40,666</u>
Total income tax charge in income statement	<u>58,446</u>	<u>107,937</u>

Factors affecting the income tax charge

The income tax credit for the year is lower (2021: lower) than the standard rate of corporation tax in the UK of 19% (2021: 19%). The difference is explained below:

	Period ended 30/04/22	Year ended 31/08/21
	£	£
Profit before taxation	<u>571,415</u>	<u>686,142</u>
Profit before taxation multiplied by the standard rate of corporation tax in the UK of 19% (2021: 19%)	108,569	130,367
Effects of:		
Expenses not deductible for tax purposes	874	3,041
Prior Year Adjustment	(13,127)	-
R&D enhanced relief claimed	-	(25,471)
Remeasurement of deferred tax for changes in tax rates	45,426	-
Group relief	<u>(83,296)</u>	<u>-</u>
Total income tax charge in income statement	<u>58,446</u>	<u>107,937</u>

Deferred tax (asset)/liability

	Depreciation in excess of capital allowances £
At 1 September 2021	152,976
Charge to income statement	<u>36,295</u>
At 30 April 2022	<u>189,271</u>

The closing deferred tax liability as at 30 April 2022 has been calculated at 25% (2021: 19%) reflecting the tax rate at which the deferred tax liability is expected to be reversed in future periods. Deferred tax for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

Notes to the Financial Statements (Continued)
for the Year Ended 30 April 2022

7. INCOME TAX CHARGE (continued)

The March 2021 Budget announced an increase to the main rate of corporation tax to 25% from April 2023 which was substantively enacted on 24 May 2021. As the proposal to increase the rate to 25% has been substantively enacted at the balance sheet date, its effects are included in these financial statements.

8. INTANGIBLE ASSETS

COST

	Development Costs
	£
At 1 September 2020	1,255,348
Additions	<u>327,639</u>
At 31 August 2021	1,582,987
Additions	152,603
Disposals	<u>-</u>
At 30 April 2022	<u>1,735,590</u>
ACCUMULATED AMORTISATION	
At 1 September 2020	717,659
Charge for the year	<u>256,109</u>
At 31 August 2021	973,768
Charge for the period	152,778
Disposals	<u>-</u>
At 30 April 2022	<u>1,126,546</u>
NET BOOK VALUE	
At 30 April 2022	<u>609,044</u>
At 31 August 2021	<u>609,219</u>

All amortisation charges relating to continuing operations in the year have been charged through administrative expenses.

Notes to the Financial Statements (Continued)
for the Year Ended 30 April 2022

9. TANGIBLE ASSETS

	Short leasehold improvements	Fixtures and fittings	Computer equipment	Total
	£	£	£	£
COST				
At 1 September 2020	-	185,139	110,288	295,427
Additions	31,627	9,547	38,069	79,243
Disposals	-	(14,446)	-	(14,446)
At 31 August 2021	31,627	180,240	148,357	360,224
Additions	25,626	23,308	19,950	68,884
Disposals	-	(99,590)	-	(99,590)
At 30 April 2022	57,253	103,958	168,307	329,518
ACCUMULATED DEPRECIATION				
At 1 September 2020	-	64,460	46,900	111,360
Disposals	-	(11,765)	-	(11,765)
Charge for the period	611	35,715	28,386	64,712
At 31 August 2021	611	88,410	75,286	164,307
Disposals	-	(33,251)	-	(33,251)
Charge for the year	7,222	16,087	27,113	50,422
At 30 April 2022	7,833	71,246	102,399	181,478
NET BOOK VALUE				
At 30 April 2022	49,420	32,712	65,908	148,040
At 31 August 2021	31,016	91,830	73,071	195,917

Notes to the Financial Statements (Continued)
for the Year Ended 30 April 2022

10. RIGHT-OF-USE ASSETS

	Property leases £
COST	
At 31 August 2021	-
Additions	<u>1,016,655</u>
At 30 April 2022	<u>1,016,655</u>
ACCUMULATED DEPRECIATION	
At 31 August 2021	-
Charge for the period	<u>84,697</u>
At 30 April 2022	<u>84,697</u>
NET BOOK VALUE	
At 30 April 2022	<u>931,958</u>
At 31 August 2021	<u>-</u>

Following the adoption of IFRS 16 (see note 1), the Company created a right-of-use as at 1 September 2021 in relation to property leases held by the Company. The interest charge on right-of-use assets has been included in interest payable and similar expenses within note 8 and the charge for amortisation included in the table above. The amortisation charge in the year is included within administrative expenses.

11. TRADE AND OTHER RECEIVABLES

	30/4/22 £	31/08/21 £
Trade receivables	984,783	771,644
Prepayments and accrued income	75,670	59,633
Amounts owed by group undertakings	<u>1,180,518</u>	<u>-</u>
	<u>2,240,971</u>	<u>831,277</u>

Interest is charged on amounts due to group undertakings with a value of over £500,000 (2021: none) at 6.31% (2021: none). Amounts owed to group undertakings are unsecured and repayable on demand.

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30/4/22 £	31/08/21 £
Other tax and social security	276,764	273,962
Other creditors	65,371	27,426
Trade payables	53,146	174,987
Accruals	129,354	-
Hire Purchase Contracts	-	70,415
Contract liabilities	2,602,288	2,272,888
Lease liabilities	989,596	-
Corporation tax	<u>76,344</u>	<u>85,716</u>
	<u>4,192,863</u>	<u>2,905,394</u>

Notes to the Financial Statements (Continued)
for the Year Ended 30 April 2022

13. CALLED UP SHARE CAPITAL

Ordinary shares of £0.01 each allotted, issued and fully paid

	30/04/22 Number	30/04/22 £	31/08/21 Number	31/08/21 £
Ordinary shares	<u>200</u>	<u>200</u>	<u>200</u>	<u>200</u>

All shares are fully paid, have equal voting rights and carry no right to fixed income.

14. ULTIMATE PARENT COMPANY

On 12 November 2021, Sandgate Systems Limited was acquired by IRIS Capital Limited, the Company's immediate parent undertaking and a member of the IRIS Group. The smallest group to consolidate these financial statements is IRIS Debtco Limited. The ultimate parent undertaking and the largest group to consolidate these financial statements is Perennial Newco 2 Ltd. The consolidated financial statements of these undertakings are publicly available and may be obtained from Companies House.

According to the register maintained by the Company, a number of limited partnerships which are managed by Hg Pooled Management Limited ("HgCapital") (holding through a nominee company) held a significant interest in the ordinary shares of the Group's ultimate Parent Company, Perennial Newco 2 Ltd, at 30 April 2022 and subsequently to the date of approval of the financial statements. The Directors' deem there not to be an ultimate controlling party as none of the limited partners in the limited partnerships managed by HgCapital has an ownership of more than 20% of the issued share capital of the Company.

15. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemptions provided by IAS24 'Related Party Disclosures' and has not disclosed transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is party to the transaction is wholly owned by a member of that group.

16. EVENTS AFTER THE REPORTING PERIOD

There are no known adjusting or unadjusting events occurring between the balance sheet date and the date when the financial statements are authorised for issue.