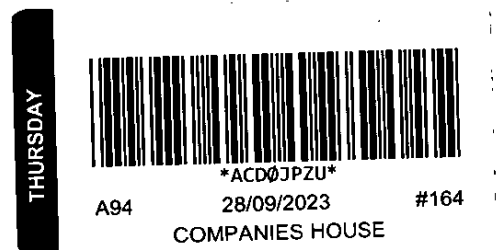


Registration number: 03331176

YouDevise Limited  
Annual Report and Unaudited Financial Statements  
for the Year Ended 31 December 2022



## **YouDevise Limited**

### **Contents**

Company Information	1
Strategic Report	2
Director's Report	3 to 4
Income Statement	5
Statement of Comprehensive Income	6
Statement of Financial Position	7 to 8
Statement of Changes in Equity	9
Statement of Cash Flows	10
Notes to the Unaudited Financial Statements	11 to 34

## **YouDevise Limited**

### **Company Information**

#### **Directors**

Kunal Gullapalli

Paul Evans (appointed 1 September 2023)

#### **Company secretary**

Neil Griffin (appointed 1 September 2023)

#### **Registered office**

10 Queen Street Place  
London  
EC4R 1BE

## YouDevise Limited

### Strategic Report for the Year Ended 31 December 2022

The director presents the strategic report for the year ended 31 December 2022.

#### Fair review of the business

The company's key financial and other performance indicators during the year were as follows:

Turnover increased to £53.5m from £5.0m and operating profit increased to £49.4m from £1.0m in the prior period due to the sale of the company's US subsidiary, YouDevise Inc.

#### Principal risks and uncertainties

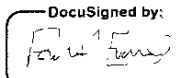
The management of the business and execution of the company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the company are considered to relate to consolidation of the customer base, employee retention and the regulatory environment.

The company aims to mitigate risks associated with consolidation of the customer base by investing in its products to enhance appeal to existing and new customers, and adding new products to sell to existing customers and customers in new market segments.

Risks associated with employee retention are addressed by offering competitive remuneration, a flexible working environment and providing training and professional development opportunities.

The company has less control over the regulatory environment but aims to minimise risk by offering a broad portfolio of products that are not dependent on one individual market segments.

Approved by the Board on <sup>27 September 2023</sup> and signed on its behalf by:

DocuSigned by:  
  
.....F91C7D02EDF74FE.....

Paul Evans  
Director

## **YouDevise Limited**

### **Director's Report for the Year Ended 31 December 2022**

The director presents the report and the unaudited financial statements for the year ended 31 December 2022.

#### **Director of the company**

The directors, who held office during the year or during the period from the end of the year to the date of this report, was as follows:

Kunal Gullapalli

Paul Evans (appointed 1 September 2023)

#### **Principal activity**

The principal activity of the company is the provision of financial information services, analysis and data to the advisory, corporate and financial communities.

The directors believe that the company will continue in these activities for the foreseeable future.

#### **Employment of disabled persons**

The company is committed to employment policies, which follow best practice, based on equal opportunities for all employees, irrespective of sex, race, colour, disability or marital status. The company gives full and fair consideration to applications for employment for disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the company. If members of staff become disabled the company continues employment, either in the same or an alternative position, with appropriate retraining being given if necessary.

#### **Employee involvement**

The company systematically provides employees with information on matters of concern to them, consulting them or their representatives regularly, so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the company is encouraged, as achieving a common awareness on the part of all employees of the financial and economic factors affecting the company plays a major role in maintaining its competitive advantage.

#### **Future developments**

The company will continue to invest in technology and product development to introduce a number of new product initiatives to provide new revenue streams and adapt to changing customer demands.

## YouDevise Limited

### Director's Report for the Year Ended 31 December 2022 (continued)

#### Creditor payment policy

The company aims to pay all its suppliers within a reasonable period of their invoices being received and in any case within the suppliers' own payment periods.

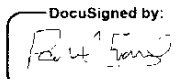
#### Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its consolidated financial statements.

#### Director's liabilities

During the year and as at date of approval of the financial statements, the Company maintained insurance covering officers of the Company against liabilities arising in relation to the Company. This is a qualifying third party indemnity provision for the purposes of Companies Act 2006.

Approved by the Board on <sup>27 September 2023</sup> ..... and signed on its behalf by:

DocuSigned by:  
  
.....F91C7D02E9E74EE.....

Paul Evans  
Director

## YouDevise Limited

### Income Statement for the Year Ended 31 December 2022

	Note	2022 £ 000	2021 £ 000
Revenue	4	53,492	4,954
Cost of sales		(1,341)	(1,670)
<b>Gross profit</b>		<b>52,151</b>	3,284
Administrative expenses		(2,784)	(2,270)
<b>Operating profit</b>	5	<b>49,367</b>	1,014
<b>Profit before tax</b>		<b>49,367</b>	1,014
Income tax (expense)/receipt	8	(8)	49
<b>Profit for the year</b>		<b>49,359</b>	1,063

The above results were derived from continuing operations.

## YouDevise Limited

### Statement of Comprehensive Income for the Year Ended 31 December 2022

	2022 £ 000	2021 £ 000
Profit for the year	49,359	1,063
Total comprehensive income for the year	49,359	1,063

The notes on pages 11 to 34 form an integral part of these financial statements.

## YouDevise Limited

### (Registration number: 03331176) Statement of Financial Position as at 31 December 2022

	Note	31 December 2022 £ 000	31 December 2021 £ 000
<b>Assets</b>			
<b>Non-current assets</b>			
Intangible assets	10	806	1,991
Investments in subsidiaries, joint ventures and associates	11	1	1
Deferred tax assets	8	21	-
		<u>828</u>	<u>1,992</u>
<b>Current assets</b>			
Trade and other receivables	12	70,009	17,734
Cash and cash equivalents	13	2,601	1,857
		<u>72,610</u>	<u>19,591</u>
Total assets		<u>73,438</u>	<u>21,583</u>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Share capital	14	(194)	(194)
Share premium		(5,566)	(5,566)
Capital redemption reserve		(6)	(6)
Retained earnings		(48,290)	1,069
Total equity		<u>(54,056)</u>	<u>(4,697)</u>
<b>Non-current liabilities</b>			
Deferred tax liabilities	8	-	(10)
<b>Current liabilities</b>			
Trade and other payables	16	(13,862)	(12,191)
Income tax liability		-	(1)
Deferred income		(3,379)	(2,571)
Other current financial liabilities		(2,029)	(1,672)
Accruals		(112)	(441)
		<u>(19,382)</u>	<u>(16,876)</u>
Total liabilities		<u>(19,382)</u>	<u>(16,886)</u>
Total equity and liabilities		<u>(73,438)</u>	<u>(21,583)</u>

The notes on pages 11 to 34 form an integral part of these financial statements.

**YouDevise Limited**

**(Registration number: 03331176)**

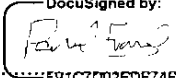
**Statement of Financial Position as at 31 December 2022 (continued)**

For the financial year ending 31 December 2022 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Director's responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The director acknowledges their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board on <sup>27 September 2023</sup> ..... and signed on its behalf by:

DocuSigned by:  
  
.....F91C7D02EDF74FE.....  
Paul Evans  
Director

The notes on pages 11 to 34 form an integral part of these financial statements.

**YouDevise Limited**

**Statement of Changes in Equity for the Year Ended 31 December 2022**

	Share capital £ 000	Share premium £ 000	Capital redemption reserve £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2022	194	5,566	6	(1,069)	4,697
Profit for the year	-	-	-	49,359	49,359
Total comprehensive income	-	-	-	49,359	49,359
At 31 December 2022	194	5,566	6	48,290	54,056

	Share capital £ 000	Share premium £ 000	Capital redemption reserve £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2021	194	5,566	6	(2,132)	3,634
Profit for the year	-	-	-	1,063	1,063
Total comprehensive income	-	-	-	1,063	1,063
At 31 December 2021	194	5,566	6	(1,069)	4,697

The notes on pages 11 to 34 form an integral part of these financial statements.

## YouDevise Limited

### Statement of Cash Flows for the Year Ended 31 December 2022

	Note	2022 £ 000	2021 £ 000
<b>Cash flows from operating activities</b>			
Operating profit		49,367	1,014
Adjustments to cash flows from non-cash items			
Depreciation and amortisation	5	1,188	1,874
Income tax (paid)/received		(40)	1
		50,515	2,889
<b>Working capital adjustments</b>			
Increase in trade and other receivables	12	(52,275)	(3,337)
Increase in trade and other payables	16	1,699	1,859
Increase/(decrease) in deferred income, including government grants		808	(766)
Net cash flow from operating activities		747	645
<b>Cash flows from investing activities</b>			
Acquisition of intangible assets	10	(3)	(551)
Net increase in cash and cash equivalents		744	94
Cash and cash equivalents at 1 January		1,857	1,763
Cash and cash equivalents at 31 December		2,601	1,857

The notes on pages 11 to 34 form an integral part of these financial statements.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022**

#### **1 General information**

The company is a private company limited by share capital, incorporated and domiciled in United Kingdom.

The address of its registered office is:

10 Queen Street Place

London

EC4R 1BE

#### **2 Accounting policies**

##### **Statement of compliance**

The company financial statements have been prepared in accordance with International Financial Reporting Standards in conformity with the requirements of the Companies Act 2006 ("adopted IFRS's").

##### **Summary of significant accounting policies and key accounting estimates**

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

##### **Basis of preparation**

The financial statements have been prepared in accordance with adopted IFRSs and under historical cost accounting rules.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies.

The company is a provider of financial information, analysis and data to the advisory, corporate and financial communities.

##### **Going concern**

The financial statements have been prepared on a going concern basis.

##### **Changes in accounting policy**

None of the standards, interpretations and amendments effective for the first time from 1 January 2022 have had a material effect on the financial statements.

None of the standards, interpretations and amendments which are effective for periods beginning after 1 January 2023 and which have not been adopted early, are expected to have a material effect on the financial statements.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Revenue recognition**

Revenue represents subscriptions to the information services and income from research reports and events. The cash relating to subscriptions is received in advance, with standard payment terms of 14 days from invoice date. Revenue is recognised in the income statement evenly over the duration of subscriptions as the Company satisfies its performance obligations and control of the information passes to the subscriber. For periods where the Company has not fulfilled its performance obligations, amounts are accrued on the balance sheet as contract liabilities. Revenue from research reports and events is recognised in the same accounting period in which the report is published or event is held. Standard contract terms do not allow for refunds or cancellations and do not contain warranties or related obligations.

##### **Segment reporting**

The company primarily provides financial information via subscription based services to its customers. For segment reporting purposes, the company has been treated as operating in one segment.

##### **Foreign currency transactions and balances**

###### *Functional and presentation currency*

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in British Pounds (GBP), which is the company's functional currency.

###### *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. 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.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Tax**

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

##### **Property, plant and equipment**

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Computers and office equipment includes purchased software from third parties.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

The carrying value of an asset is written down to its recoverable amount if the carrying value of the asset is greater than its estimated recoverable amount.

##### **Depreciation**

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

<b>Asset class</b>	<b>Depreciation method and rate</b>
Computers and office equipment	Straight line 3 to 8 years
Fixtures and fittings	Straight line 5 years

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Intangible assets**

###### *Goodwill*

Goodwill represents the excess of the consideration transferred over the fair value of the identifiable net assets acquired.

Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. An impairment loss is recognised to the extent that the carrying value of goodwill exceeds the recoverable amount. The recoverable amount is the higher of fair value less costs to sell and value in use.

###### *Internally generated software*

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable software products controlled by the Group are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred.

Computer software development costs recognised as assets are amortised over their estimated useful lives not exceeding three years. Amortisation expense is recognised in "administrative expenses" in the Income Statement.

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 2 Accounting policies (continued)

##### Amortisation

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their expected useful economic life as follows:

Asset class	Amortisation method and rate
Internally generated software development costs	Straight line 3 years

##### Investments

Investments in securities are classified on initial recognition as available-for-sale and are carried at fair value, except where their fair value cannot be measured reliably, in which case they are carried at cost, less any impairment.

Unrealised holding gains and losses other than impairments are recognised in other comprehensive income. On maturity or disposal, net gains and losses previously deferred in accumulated other comprehensive income are recognised in income.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

##### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call 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.

##### Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

##### Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a separate entity and has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans contributions are paid publicly or privately administered pension insurance plans on a mandatory or contractual basis. The contributions are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as an asset.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Financial instruments**

##### **Financial assets**

##### **Initial recognition and measurement**

The company determines the classification of its financial assets on initial recognition. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the company has applied the practical expedient, the company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

##### **Subsequent measurement**

For purposes of subsequent measurement, financial assets held by the company are classified in the following categories:

- Financial assets at amortised costs - the company measures financial assets at amortised cost if both of the following conditions are met; (i) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows, and (ii) based on the contractual terms the expected cashflows are solely payments of principal and interest on the outstanding principal. After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR.
- Financial assets at fair value through profit or loss - these include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Derivatives, including embedded derivatives which are accounted for as separate derivatives other than those designated at fair value through profit or loss; are classified as held for trading. Financial assets at fair value through profit or loss are carried in the Statement of Financial Position at fair value with net changes in fair value presented in the Statement of Comprehensive Income.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Impairment of financial assets**

The company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the company expects to receive, discounted at an approximation of the original effective interest rate.

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

The company considers default to occur when contractual payments are outstanding greater than 360 days past due based on historical experience, however given the company applies a simplified approach in calculating ECLs for trade receivables and contract assets, the definition of default has no impact on the quantification of the provision. Trade receivables are written off when there is no reasonable expectation of recovering the contractual cashflows, which is based on an assessment of the company's intention and ability to successfully recover balances through enforcement activities.

##### **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e., removed from the company's Statement of Financial Position) when:

- The rights to receive cash flows from the asset have expired; or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

##### **Financial Liabilities**

##### **Initial recognition and measurement**

The company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

##### **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

- Loans and borrowings - after initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Comprehensive Income.
- Financial liabilities at fair value through profit or loss - these include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. This includes derivatives not in a hedging relationship and embedded derivatives that meet the separation criteria in IFRS 9, as outlined above. Financial liabilities at fair value through profit or loss are carried in the Statement of Financial Position at fair value with net changes in fair value presented in the Statement of Comprehensive Income.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Derecognition of financial liabilities**

A liability is generally derecognised when the contract that gives rise to it is settled, sold, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in the Statement of Comprehensive Income.

##### **Classification of financial instruments**

An instrument or its components, are classified on initial recognition as a financial asset, financial liability or equity in accordance with the substance of the contractual arrangements and the requirements of IAS 32. The initial carrying value of a compound instruments are allocated between the financial liability components and equity components, by first valuing the financial liability on a stand-alone basis and allocating the residual value to the equity component. Transaction costs are allocated between the components on a relative fair value basis.

##### **Government grants**

Grants from the government are recognised at their fair value in profit or loss where there is a reasonable assurance that the grant will be received and the company has complied with all attached conditions. Grants received where the company has yet to comply with all attached conditions are recognised as a liability (and included in deferred income within trade and other payables) and released to income when all attached conditions have been complied with.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **3 Critical accounting judgements and key sources of estimation uncertainty**

The preparation of financial statements in conformity with IFRSs requires management to make judgements and estimates that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimates are revised and in any future years affected.

#### **• Judgements:**

In applying the Company's accounting policies, management has applied judgement in the following areas that have a significant impact on the amounts recognised in the financial statements.

**Income and deferred tax:** The tax on profits is determined according to complex tax laws and regulations. Where the effect of these laws and regulations is unclear, judgements are used in determining the liability for the tax to be paid. Deferred tax assets and liabilities require management judgement in determining the amounts to be recognised, with consideration given to the timing and level of future taxable income. The main areas of judgement in the Company's tax calculation are reassessment of uncertain tax provisions and reassessment of the recognition and recoverability of deferred tax assets.

#### **• Estimates:**

There are no significant areas which involve estimates.

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 4 Revenue

The analysis of the company's revenue for the year from continuing operations is as follows:

	2022 £ 000	2021 £ 000
Subscription and events	4,979	4,954
Other revenue	48,513	-
	<u>53,492</u>	<u>4,954</u>

Other revenue of \$48.5m was recognised in the year on the sale of YouDevise Inc to I-Logic Technologies Bidco Limited, an indirect parent holding company.

#### 5 Operating profit

Arrived at after charging/(crediting)

	2022 £ 000	2021 £ 000
Employee benefits expense	140	497
Depreciation expense	-	2
Amortisation expense	1,188	1,872
Foreign exchange losses	(1,652)	(110)
Other expenses	4,449	1,679
Total cost of sales and administrative expenses	<u>4,125</u>	<u>3,940</u>

#### 6 Staff costs

The aggregate payroll costs (including director's remuneration) were as follows:

	2022 £ 000	2021 £ 000
Wages and salaries	120	405
Social security costs	(17)	47
Pension costs, defined contribution scheme	37	44
Other employee expense	-	1
	<u>140</u>	<u>497</u>

The average number of persons employed by the company (including the director) during the year, analysed by category was as follows:

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 6 Staff costs (continued)

	2022 No.	2021 No.
Content creation	-	1
Commercial	-	2
Administration and support	1	1
	<u>1</u>	<u>4</u>

#### 7 Net foreign exchange gain/loss

The exchange differences charged to the income statement are included as follows:

	31 December 2022 £ 000	31 December 2021 £ 000
Administrative expenses	(1,652)	(110)
	<u>(1,652)</u>	<u>(110)</u>

#### 8 Income tax

Tax charged/(credited) in the income statement

	2022 £ 000	2021 £ 000
<b>Current taxation</b>		
UK corporation tax	-	-
UK corporation tax adjustment to prior periods	39	12
	<u>39</u>	<u>12</u>
<b>Deferred taxation</b>		
Arising from origination and reversal of temporary differences	(34)	(58)
Arising from changes in tax rates and laws	2	1
Adjustments in respect of prior years	1	(4)
Total deferred taxation	<u>(31)</u>	<u>(61)</u>
Tax expense/(receipt) in the income statement	<u>8</u>	<u>(49)</u>

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK of 19% (2021 - 19%).

The differences are reconciled below:

**YouDevise Limited**

**Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022  
(continued)**

**8 Income tax (continued)**

	<b>2022</b>	<b>2021</b>
	<b>£ 000</b>	<b>£ 000</b>
Profit before tax	49,367	1,014
Corporation tax at standard rate	9,480	193
Income not taxable	(9,218)	-
Increase in tax from adjustment for prior periods	40	8
Decrease arising from group relief tax reconciliation	(188)	(251)
Deferred tax expense relating to changes in tax rates or laws	(6)	1
Arising from changes in tax rates and laws	2	-
Total tax charge/(credit)	8	(49)

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 8 Income tax (continued)

##### Deferred tax

The analysis of deferred tax assets and deferred tax liabilities is as follows:

	Asset £ 000	Liability £ 000	Net deferred tax £ 000
<b>2022</b>			
Accelerated tax depreciation	18	-	18
Accruals	3	-	3
Amortisation	-	-	-
	21	-	21

	Asset £ 000	Liability £ 000	Net deferred tax £ 000
<b>2021</b>			
Accelerated tax depreciation	20	-	20
Accruals	2	-	2
Amortisation	-	(32)	(32)
	22	(32)	(10)

Substantially all of the deferred tax assets and liabilities are expected to be recovered after more than one year.

Deferred tax movement during the year:

	At 1 January 2022 £	Recognised in income £	At 31 December 2022 £
Accelerated tax depreciation	20	(2)	18
Amortisation	(32)	32	-
Accruals	2	1	3
Net tax assets/(liabilities)	(10)	31	21

Deferred tax movement during the prior year:

	At 1 January 2021 £	Recognised in income £	At 31 December 2021 £
Accelerated tax depreciation	27	(7)	20
Amortisation	(98)	66	(32)
Accruals	-	2	2
Net tax assets/(liabilities)	(71)	61	(10)

The UK corporation tax rate of 19% is set to increase to 25% from 1 April 2023. The legislation to effect this change was enacted before the balance sheet date and deferred tax has been calculated accordingly.

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 9 Property, plant and equipment

	<b>Computers and Office equipment £ 000</b>	<b>Total £ 000</b>
<b>Cost or valuation</b>		
At 1 January 2021	533	533
At 31 December 2021	533	533
At 1 January 2022	533	533
At 31 December 2022	533	533
<b>Depreciation</b>		
At 1 January 2021	531	531
Charge for year	2	2
At 31 December 2021	533	533
At 1 January 2022	533	533
At 31 December 2022	533	533
<b>Carrying amount</b>		
At 31 December 2022	-	-
At 31 December 2021	-	-
At 1 January 2021	2	2

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 10 Intangible assets

	Goodwill £ 000	Internally generated software development costs £ 000	Total £ 000
<b>Cost or valuation</b>			
At 1 January 2021	2,315	18,391	20,706
Additions	-	551	551
At 31 December 2021	2,315	18,942	21,257
At 1 January 2022	2,315	18,942	21,257
Additions	-	3	3
At 31 December 2022	2,315	18,945	21,260
<b>Amortisation</b>			
At 1 January 2021	2,315	15,079	17,394
Amortisation charge	-	1,872	1,872
At 31 December 2021	2,315	16,951	19,266
At 1 January 2022	2,315	16,951	19,266
Amortisation charge	-	1,188	1,188
At 31 December 2022	2,315	18,139	20,454
<b>Carrying amount</b>			
At 31 December 2022	-	806	806
At 31 December 2021	-	1,991	1,991
At 1 January 2021	-	3,312	3,312

**YouDevise Limited**

**Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022  
(continued)**

**11 Investments**

<b>Subsidiaries</b>	<b>£ 000</b>
<b>Cost or valuation</b>	
At 1 January 2021	1
At 31 December 2021	1
At 1 January 2022	1
At 31 December 2022	1
<b>Provision</b>	
<b>Carrying amount</b>	
At 31 December 2022	1
At 1 January 2021	1

Details of the subsidiaries as at 31 December 2022 are as follows:

<b>Name of subsidiary</b>	<b>Nature of Business</b>	<b>Registered office</b>	<b>Ownership interest</b>	
			<b>2022</b>	<b>2021</b>
youDevise (Hong Kong) Limited	Provider of information services	Suite 1602-06, 181 Queen's Road Central Hong Kong	100%	100%

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 12 Trade and other receivables

	<b>31 December 2022 £ 000</b>	<b>31 December 2021 £ 000</b>
Trade receivables	1,832	1,463
Provision for impairment of trade receivables	(68)	(19)
Net trade receivables	1,764	1,444
Amounts receivable from parent undertakings	2,167	1,738
Amounts receivable from fellow subsidiary undertakings	17,559	14,548
Amounts owed from parent undertaking	48,513	-
Prepayments	59	60
Other receivables	(53)	(56)
	70,009	17,734

Trade receivables are stated at fair value, net of provisions for expected losses.

Amounts receivable from parent and fellow subsidiary undertakings carry no interest, are unsecured and repayable on demand.

Amounts owed from parent undertaking refer to a loan extended to an indirect parent undertaking on the sale of YouDevise Inc. The loan carried an interest rate of 8.2%, is unsecured and repayable on demand.

The ageing analysis of trade receivables is as follows:

	<b>31 December 2022 £ 000</b>	<b>31 December 2021 £ 000</b>
Within due date	1,093	840
Up to 3 months	625	480
3 to 6 months	10	21
6 months plus	104	122
	1,832	1,463
Less: Provision for impairment of trade receivables	(68)	(19)
Trade receivables - net	1,764	1,444

The trade and other receivables classified as financial instruments are disclosed below. The company's exposure to credit and market risks, including maturity analysis, relating to trade and other receivables is disclosed in the financial risk review note.

The carrying amounts of the Group's trade and other receivables are denominated in the following currencies:

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 12 Trade and other receivables (continued)

	<b>31 December 2022</b>	<b>31 December 2021</b>
	<b>£</b>	<b>£</b>
UK pound	52,001	890
US dollar	18,008	16,844
	70,009	17,734

Movements on the company's provision for impairment of trade receivables are as follows:

	<b>31 December 2022</b>	<b>31 December 2021</b>
	<b>£ 000</b>	<b>£ 000</b>
Opening balance	(19)	(4)
Additional provision for impairment of receivables	(49)	(15)
	(68)	(19)

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 12 Trade and other receivables (continued)

##### Expected credit losses on trade receivables

Customer credit risk is managed subject to the company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables and contract assets are regularly monitored. Trade receivables are non-interest bearing and are generally issued with credit terms of 0 - 30 days.

An impairment analysis is performed at each reporting date using the provision matrix below to measure the ECL. The provision rates are based on days past due and the calculation of the ECL reflects reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Loss rates are based on actual credit loss experience over a period of 2 years. These rates are multiplied by scalar factors to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and the company's view of economic conditions over the expected lives of the receivables.

Set out below is the information about the credit risk exposure on the company's trade receivables and contract assets using a provision matrix:

At 31 December 2022	Current	30 - 360	Over 360	Total
Expected credit loss rate (%)	0.1%	0.8%	59.6%	
Gross carrying amount	1,093	635	104	1,832
Expected credit loss	(1)	(5)	(62)	(68)
Net carrying amount	1,092	630	42	1,764
Past due but not impaired	-	630	42	672

The creation and release of provision for impaired receivables have been included in 'administrative expenses' in the income statement. Other movements represent amounts previously recognised in accruals and other payables.

The other classes within trade and other receivables do not contain impaired assets.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivables mentioned above. The Group does not hold any collateral as security.

The provision for impaired trade receivables relates to those receivables that under the expected credit loss model represent a fair estimation of the recoverability of balances.

#### 13 Cash and cash equivalents

	31 December 2022 £ 000	31 December 2021 £ 000
Cash at bank	2,601	1,857

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 14 Share capital

##### Allotted, called up and fully paid shares

	31 December 2022		31 December 2021	
	No.	£' 000	No.	£' 000
Ordinary A shares of £0.10 each	1,513,120	151	1,513,120	151
Ordinary B shares of £0.10 each	425,917	42	425,917	42
	1,939,037	194	1,939,037	194

The holders of Ordinary shares are entitled to share equally in the distributable profits of the company subject to distributions being approved by the directors of the company.

#### 15 Pension and other schemes

##### Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £36,370 (2021 - £44,037).

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 16 Trade and other payables

	<b>31 December 2022 £ 000</b>	<b>31 December 2021 £ 000</b>
Trade payables	71	21
Amounts due to related undertakings	13,525	12,034
Social security and other taxes	303	136
Other payables	(37)	-
	13,862	12,191

The company's exposure to market and liquidity risks, including maturity analysis, related to trade and other payables is disclosed in the financial risk review note.

Amounts due to related undertakings carry no interest, are unsecured and repayable on demand.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **17 Financial Instruments**

##### **Financial risk**

The company's operations expose it to various financial risks that include credit risk and liquidity risk. The company has a risk management program in place which seeks to limit the impact of these risks on the financial performance of the company. This note presents information about the company's exposure to each of the above risks and the company's objectives, policies and processes for measuring and managing the risk.

The Board of Directors has the overall responsibility for the establishment and oversight of the company's risk management framework. The Board has reviewed the process for identifying and evaluating the significant risks affecting the business and the policies and procedures by which these risks will be managed effectively.

##### **Credit risk**

###### **Exposure to credit risk**

Credit risk arises from credit extended to customers and associates arising on outstanding receivables and outstanding transactions as well as cash and cash equivalents and deposits with banks and financial institutions.

###### **Trade and other receivables**

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. There is no significant concentration of credit risk by dependence on individual customers or geographically. The company has a large exposure to the financial services industry and the credit risk profile of the company could be adversely affected by significant changes in that industry.

The company has detailed procedures for assessing and managing the credit risk related to its trade receivables based on experience, customer's track record and historic default rates. The company actively follows up on all overdue debtors. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses.

###### **Financial instruments, cash and short-term bank deposits**

Financial instruments, cash and short-term bank deposits are invested with institutions with the highest credit rating with limits on amounts held with individual banks or institutions at any one time.

The carrying amount of financial assets, net of impairment provisions represents the company's maximum credit exposure. The maximum exposure to credit risk at year end is the carrying value of the assets.

## YouDevise Limited

### Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)

#### 17 Financial Instruments (continued)

##### Liquidity risk

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

The following are the contractual maturities of the financial liabilities and long term employment benefits, excluding the impact of netting agreements:

	Carrying value £	No set maturity £	Less than one year £	One to five years £	Over five years £
<b>At 31 December 2022</b>					
Accounts payable and other payables	13,862	13,525	337	-	-
	<u>13,862</u>	<u>13,525</u>	<u>337</u>	<u>-</u>	<u>-</u>

#### 18 Related party transactions

##### Key management personnel

Key management personnel are deemed to be the board of directors of the company. The board has responsibility for planning, directing and controlling the activities of the company. During the year none of the directors were remunerated by the company.

##### Expenditure with and payables to related undertakings

	Parent £ 000	Fellow Subsidiary Undertakings £ 000
<b>2022</b>		
Purchase of services	-	(3,369)
Amounts payable to related undertakings	-	(13,525)
Amounts receivable from related undertakings	<u>2,167</u>	<u>17,559</u>
<b>2021</b>		
Purchase of services	(12)	(1,622)
Amounts payable to related undertakings	-	(12,034)
Amounts receivable from related undertakings	<u>-</u>	<u>14,548</u>

Services are purchased from related undertakings on normal commercial terms and conditions and mainly purchased on a cost plus, percentage of revenue or profit share basis.

Amounts payable to related undertakings arise mainly from the provision of services between entities. The payables bear no interest.

## **YouDevise Limited**

### **Notes to the Unaudited Financial Statements for the Year Ended 31 December 2022 (continued)**

#### **19 Parent and ultimate parent undertaking**

The Company's immediate parent is Mergermarket Bidco Limited, a company incorporated in the UK. The company's ultimate parent undertaking and controlling party is Bessel Capital SARL, a company incorporated in Luxembourg.

Andrea Pignataro is the ultimate beneficial owner of Bessel Capital SARL holding >25% of the share capital.

#### **Relationship between entity and parents**

The parent of the largest group in which these financial statements are consolidated is I-Logic Technologies Bidco Limited, incorporated in UK.

The address of I-Logic Technologies Bidco Limited is:  
10 Queen Street Place, London, EC4R 1BE

#### **20 Non adjusting events after the financial period**

There were no post year end events to report.