Computime Holdings Limited

Annual Report and Consolidated Financial Statements

2021

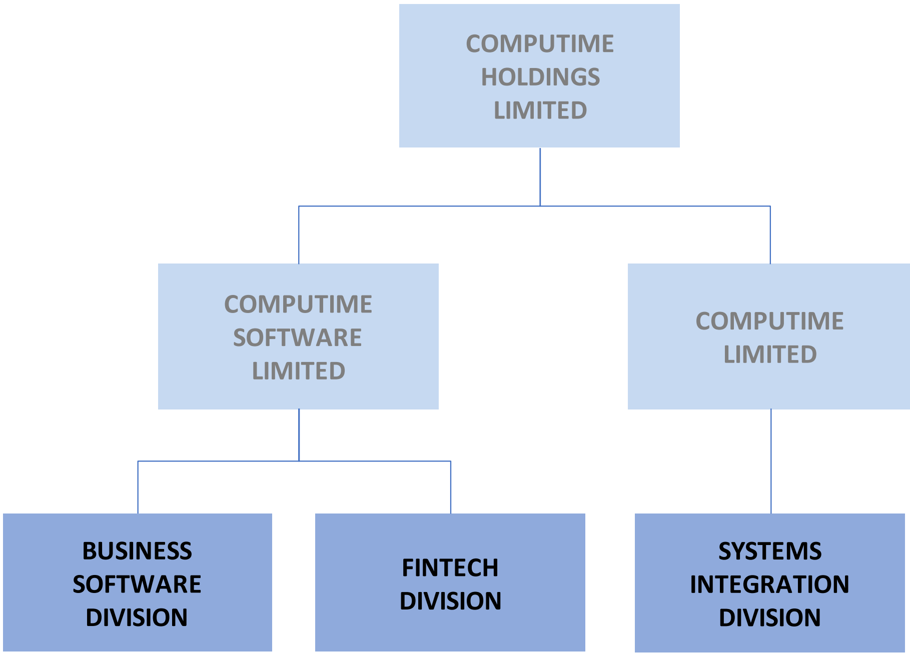
COMPANY REGISTRATION NUMBER - **C 74592**
REGISTERED ADDRESS - **170, PATER HOUSE, PSAILA STR., B'KARA, MALTA**
COUNTRY OF INCORPORATION - **MALTA**

Directors' report

The directors present their report and the audited financial statements of Computime Holdings Limited (the 'Company') and the consolidated financial statements of the Group of which it is the parent (the "financial statements") for the year ended 31st December 2021.

Principal activities

Computime Holdings Limited is the parent company of the Computime Group which includes Computime Limited and Computime Software Limited, (collectively the "Group"). The Group's principal activity is the provision of business-to-business quality ICT solutions in Malta and overseas. The Group operates three business divisions: the Business Software and the FinTech divisions (both operated by Computime Software Limited – C32444), and the Systems Integration division (operated by Computime Limited – C4760).



BUSINESS SOFTWARE DIVISION

Value added reselling of global brands in the ERP (Enterprise Resource Planning), EAM (Enterprise Asset Management) and accounting software markets, as well as custom business software development. The Group has amassed extensive experience in the provision of solutions across these sectors following decades of project engagements in Malta, Europe, North Africa and Asia.

FINTECH DIVISION

Banking regulatory solutions under the BRS brand, and AML transaction monitoring solutions under the ComplyRadar brand. Both BRS and ComplyRadar have been developed in-house and Computime Software Limited currently owns the respective IP rights for both products.

Directors' report - continued

Principal activities - continued

SYSTEMS INTEGRATION DIVISION

Provision of enterprise systems integration solutions with three key business lines:

- The *Information Security* team provides cybersecurity technical advisory, design and implementation of information security solutions for the enterprise market. The range of services includes security audits, vulnerability assessments, VPN implementations, perimeter and desktop security solutions, password management systems, intrusion prevention solutions, event management, content filtering and other solutions.

- The *Networking* team provides the design and implementation of enterprise level IP networks that offer the reliability, interoperability, security, mobility and manageability that large organisations require. The team also offers support and maintenance of such networks and equipment.

- The *Systems* team provides the design and implementation of various server technologies, virtualisation solutions as well as cloud solutions for Microsoft Azure and Office365, business continuity and disaster recovery.

Business review

The Group's revenue for the year ended 31st December 2021 amounts to €15.1 million (2020: €13.9 million). The revenue figure is analysed by segment in Note 18 to the financial statements. The revenue recognition policy for the various segments is disclosed in Note 2.18 to the financial statements. Operating profit for the year increased by 46% to €1.9 million. Profit before tax increased by 49% to €1.8 million.

The Business Software division registered significant growth, with revenue 15% higher than last year. This growth was driven by a number of important projects in the ERP and EAM lines of business. The ERP team provides design, implementation and support of ERP (Enterprise Resource Planning) solutions through the Acumatica platform, a cloud-based globally renowned ERP software. The EAM team provides design, implementation and support of EAM (Enterprise Asset Management) solutions powered by IBM Maximo, a robust software solution for asset-intensive industries such as utilities, oil & gas, heavy manufacturing and transportation.

Positive results were registered also in the FinTech division, with revenue growing by 24% and operating profit by 38% when compared to last year. BRS remains the key profit driver for this division and has now established itself as a local market leader in banking regulatory solutions. The customer base grew further during the year and new modules were added to the product portfolio. ComplyRadar, an AML transaction monitoring solution addressing the banking, financial services and i-gaming markets, is the second and most recent offering from the Group's FinTech division. The management team continued to implement the business development plan with a special focus on the internationalisation of the product in specific markets outside Malta. Inroads have already been made and 30% of the revenue in the current financial year came from international markets

Directors' report - continued

Business review - continued

It has been another positive year for the Systems Integration division with all three lines of business meeting or exceeding their yearly targets. A number of important projects were successfully delivered by the *Networking* team, which has established itself as a leader in its sector, having implemented over the years some of the most important IP network projects in Malta.

The drive to increase further the recurrent revenue base was reinforced during the year under review, with total recurrent revenue now standing at 68% of total divisional revenue (2020: 63%). Recurrent revenue comes in the form of: (a) renewable software / hardware subscriptions (related to systems integration solutions and cloud business), (b) maintenance agreements (fixed fee agreements to support networks and solutions over a period), and (c) managed services (MSP). It is an important indicator of business stability and testament to the Group's excellent risk-return investment profile.

The Directors' and management's commitment to be an employer of choice in the local ICT sector is reflected in a number of initiatives, employee welfare activities and training programs implemented during this year as well. Following last year's challenging operational adjustments brought about by the COVID-19 pandemic, the Group built on this experience and most of the workforce continued working in hybrid mode during the current year – mixing remote working from home with physical presence at the company's premises subject to strict health, hygiene and safety standards. The senior management continued to adopt a flexible and employee-oriented approach in this regard, without imposing any rigid one-size-fits-all policies. This trust was highly welcomed by employees and repaid by their unwavering commitment to drive the business forward and to service the customer at the best of their abilities.

As in year 2020, the Group did not avail itself of any government aid in terms of rent concessions and/or wage supplements related to COVID-19.

Future developments

BUSINESS SOFTWARE AND FINTECH DIVISIONS

Revenue and profit outlook for year 2022 remains strong in various lines of business, in ERP, EAM and especially in the FinTech division. The Group will continue to invest in improving its own IP products – BRS and ComplyRadar, with a fully dedicated development team focusing on designing new functionality in line with the roadmap approved by management. On ComplyRadar alone, 7 new functionalities are planned for development during the first six months of year 2022.

Business development efforts will focus on the internationalisation plan for ComplyRadar, with a fully dedicated team of sales executives focusing on developing relationships and looking for opportunities in specific international markets. In addition to this direct method, the Group is also building strategic relationships with international partners that can resell the product in their territory.

Directors' report - continued

Future developments - continued

SYSTEMS INTEGRATION DIVISION

Initial indications are showing a steady and positive start to year 2022, with a strong pipeline across all three business lines. In the *Networking* business line, an important large-scale networking project is lined up for implementation during the second and third quarters of the year. This is expected to be one of the largest networking projects implemented in Malta over the past years and will lead to another excellent year for the team and the Group. Similarly, the *Information Security* and *Systems* teams have a number of projects already lined up or in the final stages of closing the opportunity.

The Group's marketing team is planning a very busy year for marketing activities focusing on Systems Integration business, as the COVID-19 restrictions are gradually being lifted. Key technology partners like HPE, Microsoft, Cisco and Check Point, support the Group in implementing such activities and events.

The Group is committed to continue investing in widening the division's technology portfolio, and in upgrading its internal processes, on both the operational and business development fronts. Global supply chain issues are expected to continue impacting the business during 2022, although the Group is now better prepared to deal with such problems. The issues emerged during 2021 as a result of the global semiconductor shortage which has plagued the IT hardware and electronics industries. The Group will continue working closely with its partners and customers to find the best possible outcome for every project implementation underway.

Results and dividends

The statement of comprehensive income is set out on page 13. During the year ended 31 December 2021, the directors declared a dividend of €495,000 (2020: €1,490,000).

The directors propose that the balance within the retained earnings of the Group amounting to €2,479,219 (2020: €1,790,192) and the Company amounting to €371,056 (2020: €378,445) be carried forward to the next financial year.

Risk management and exposures

The Board as a whole, consider the nature and the extent of the risk management framework and the risk profile that is acceptable to the Board. The Group's executive team is entrusted to manage business risk in line with this framework and profile.

The Group's activities expose it to a variety of financial risk such as market risk, credit risk and liquidity risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group's principal risks and uncertainties are disclosed in Note 4 "Financial risk management" to the financial statements.

Directors' report - continued

Events after the reporting period

The directors do not have anything to report in terms of material events that occurred after the reporting period.

Directors

The members of the Board of Directors for the year under review were:

- Mr. Anthony Mahoney (Chairman)
- Mr. Andrew Borg (Group Chief Executive Officer)
- Mr. Louis Bellizzi
- Mr. Mario Mizzi
- Mr. John Wood

The Company's Articles of Association do not require any directors to retire.

Senior management team

The Group's business is managed by the Executive team. The Group Chief Executive Officer heads the team and is accountable to the Board of Directors for all business operations.

- Mr. Andrew Borg (Group Chief Executive Officer)
- Mr. Neil Bianco (Group Chief Commercial Officer)
- Mr. Alistair Mangion (Group Chief Financial Officer)
- Mr. Stephen Vella (CTO – Systems Integration division)
- Dr. Vincent Vella (CTO – Business Software and FinTech divisions)

Directors' report - continued

Statement of directors' responsibilities for the financial statements

The directors are required by the Maltese Companies Act, (Cap. 386) to prepare financial statements which give a true and fair view of the state of affairs of the Group as at the end of each reporting period and of the profit or loss for that period.

In preparing the financial statements, the directors are responsible for:

- ensuring that the financial statements have been drawn up in accordance with International Financial Reporting Standards as adopted by the EU;
- selecting and applying appropriate accounting policies;
- making accounting estimates that are reasonable in the circumstances; and
- ensuring that the financial statements are prepared on the going-concern basis unless it is inappropriate to presume that the Group and the Company will continue in business as a going concern.

The directors are also responsible for designing, implementing and maintaining internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and that comply with the Maltese Companies Act, (Cap. 386). They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The auditors, Grant Thornton Malta, have indicated their willingness to continue in office, and a resolution for their re-appointment will be proposed at the Annual General Meeting.

On behalf of the board

Mr. John Wood
Director

Mr. Louis Bellizzi
Director

170, Pater House
Psaila Street
Birkirkara BKR 9077
Malta

21 June 2022

Independent auditor's report

To the shareholders of Computime Holdings Limited

Report on the audit of the consolidated financial statements

Opinion

We have audited the consolidated financial statements of Computime Holdings Limited set out on pages 11 to 47 which comprise the consolidated statement of financial position as at 31 December 2021, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the financial position of the company as at 31 December 2021, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU), and have been properly prepared in accordance with the requirements of the Companies Act, Cap. 386 (the "Act").

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements of the Accountancy Profession (Code of Ethics for Warrant Holders) Directive issued in terms of the Accountancy Profession Act, Cap. 281 that are relevant to our audit of the consolidated financial statements in Malta. We have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The directors are responsible for the other information. The other information comprises the directors' report shown on pages 2 to 7 which we obtained prior to the date of this auditor's report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

With respect to the directors' report, we also considered whether the directors' report includes the disclosures required by Article 177 of the Act.

Based on the work we have performed, in our opinion:

- The information given in the directors' report for the financial year for which the consolidated financial statements are prepared is consistent with the consolidated financial statements, and the directors' report has been prepared in accordance with the Act

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the directors' report and other information that we obtained prior to the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of those charged with governance for the consolidated financial statements

The directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS as adopted by the EU and are properly prepared in accordance with the provisions of the Act, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

The directors are responsible for overseeing the company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

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

As part of an audit in accordance with the ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit

Report on other legal and regulatory requirements

We also have responsibilities under the Companies Act, Cap. 386 to report to you if, in our opinion:

- adequate accounting records have not been kept;
- the consolidated financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report to you in respect of these responsibilities.

The engagement partner on the audit resulting in this independent auditor's report is Sharon Causon.

Causon

Sharon Causon (Partner) for and on behalf of

GRANT THORNTON
Certified Public Accountants

Grant Thornton
Fort Business Centre
Triq L-Intornjatur, Zone 1
Central Business District
Birkirkara CBD 1050
Malta

21 June 2022

Statements of financial position

		Group As at 31 December		Company As at 31 December	
	Notes	2021 €	2020 €	2021 €	2020 €
ASSETS					
Non-current assets					
Property, plant and equipment	5	162,310	199,712	-	-
Intangible assets	6	6,043,853	5,969,604	-	-
Right-of-use assets	7	961,355	1,076,610	-	-
Investment in subsidiaries	8	-	-	6,036,644	6,036,644
Financial assets at fair value through other comprehensive income	9	35,648	36,688	-	-
Deferred tax assets	10	49,885	42,549	-	-
Total non-current assets		**7,253,051**	**7,325,163**	**6,036,644**	**6,036,644**
Current assets					
Inventories	11	302,438	197,019	-	-
Trade and other receivables	12	4,238,742	2,978,258	5,000	5,000
Cash and cash equivalents	13	4,772,954	4,299,282	379,028	382,178
Total current assets		**9,314,134**	**7,474,559**	**384,028**	**387,178**
Total assets		**16,567,185**	**14,799,722**	**6,420,672**	**6,423,822**

Statements of financial position – continued

	Notes	Group As at 31 December 2021 €	Group As at 31 December 2020 €	Company As at 31 December 2021 €	Company As at 31 December 2020 €
EQUITY AND LIABILITIES					
EQUITY					
Share capital	14	6,026,500	6,026,500	6,026,500	6,026,500
Other reserves	15	81,739	82,779	-	-
Retained earnings		2,479,219	1,790,192	371,056	378,445
Total equity		**8,587,458**	**7,899,471**	**6,397,556**	**6,404,945**
LIABILITIES					
Non-current liabilities					
Lease liabilities	7	907,984	1,000,122	-	-
Total non-current liabilities		**907,984**	**1,000,122**	**-**	-
Current liabilities					
Derivative financial liabilities	16	-	29,713	-	-
Lease liabilities	7	92,139	70,331	-	-
Trade and other payables	17	6,764,276	5,407,590	23,116	18,877
Current tax liabilities		215,328	392,495	-	-
Total current liabilities		**7,071,743**	**5,900,129**	**23,116**	**18,877**
Total liabilities		**7,979,727**	**6,900,251**	**23,116**	**18,877**
Total equity and liabilities		**16,567,185**	**14,799,722**	**6,420,672**	**6,423,822**

The notes on pages 17 to 47 are an integral part of these consolidated financial statements.

The consolidated financial statements on pages 11 to 47 were authorised for issue by the board on 21 June 2022 and were signed on its behalf by:

Mr. John Wood
Director

Mr. Louis Bellizzi
Director

Statements of comprehensive income

		Group		Company	
		Year ended 31 Dec		Year ended 31 Dec	
	Notes	2021 €	2020 €	2021 €	2020 €
Revenue	18	15,106,099	13,862,496	-	-
Direct costs	19	(7,766,078)	(7,248,331)	-	-
Operational and administrative expenses	19	(5,514,351)	(5,318,048)	(7,366)	(4,309)
Fair value gain / (loss) on derivative financial instruments	16	29,713	(25,086)	-	-
Operating profit/(loss)		**1,855,383**	**1,271,031**	**(7,366)**	**(4,309)**
Other income	21	24,078	27,088	761,538	2,428,488
Net finance costs	22	(48,924)	(66,123)	(23)	(28)
Profit before tax		**1,830,537**	**1,231,996**	**754,149**	**2,424,151**
Tax expense	23	(646,510)	(502,394)	(266,538)	(838,488)
Profit for the year		**1,184,027**	**729,602**	**487,611**	**1,585,663**
Other comprehensive income:					
Items that will not be reclassified to profit or loss					
Changes in the fair value of equity investments at fair value through other comprehensive income	9	(1,040)	(6,800)	-	-
Total other comprehensive income		**(1,040)**	**(6,800)**	**-**	**-**
Total comprehensive income		**1,182,987**	**722,802**	**487,611**	**1,585,663**

The notes on pages 17 to 47 are an integral part of these consolidated financial statements.

Statement of changes in equity

Group

	Notes	Share capital €	Other reserves €	Retained earnings €	Total €
Balance at 1 January 2020		**6,026,500**	**89,579**	**2,550,590**	**8,666,669**
Comprehensive income					
Profit for the year		-	-	729,602	729,602
Other comprehensive income	15	-	(6,800)	-	(6,800)
Total comprehensive income		-	(6,800)	729,602	722,802
Transactions with owners					
Dividends paid	24	-	-	(1,490,000)	(1,490,000)
Total transactions with owners		-	-	(1,490,000)	(1,490,000)
Balance at 31 December 2020		**6,026,500**	**82,779**	**1,790,192**	**7,899,471**
Comprehensive income					
Profit for the year		-		1,184,027	1,184,027
Other comprehensive income	15	-	(1,040)	-	(1,040)
Total comprehensive income		-	(1,040)	1,184,027	1,182,987
Transaction with owners					
Dividends paid	24	-	-	(495,000)	(495,000)
Total transactions with owners		-	-	(495,000)	(495,000)
Balance at 31 December 2021		**6,026,500**	**81,739**	**2,479,219**	**8,587,458**

Statement of changes in equity - continued

Company

	Notes	Share capital €	Retained earnings €	Total €
Balance at 1 January 2020		**6,026,500**	**282,782**	**6,309,282**
Comprehensive income				
Profit for the year		-	1,585,663	1,585,663
Total comprehensive income		-	1,585,663	1,585,663
Transactions with owners				
Dividends paid	24	-	(1,490,000)	(1,490,000)
Total transactions with owners		-	(1,490,000)	(1,490,000)
Balance at 31 December 2020		**6,026,500**	**378,445**	**6,404,945**
Comprehensive income				
Profit for the year		-	487,611	487,611
Total comprehensive income		-	487,611	487,611
Transactions with owners				
Dividends paid	24	-	(495,000)	(495,000)
Total transactions with owners		-	(495,000)	(495,000)
Balance at 31 December 2021		**6,026,500**	**371,056**	**6,397,556**

The notes on pages 17 to 47 are an integral part of these consolidated financial statements.

Statements of cash flows

		Group Year ended 31 Dec		Company Year ended 31 Dec	
	Notes	2021 €	2020 €	2021 €	2020 €
Cash flows from operating activities					
Cash generated from/(used in) operations	25	2,065,741	3,492,923	(3,127)	(2,411)
Other income received		24,078	27,088	761,538	2,428,488
Net finance cost		(48,924)	(66,123)	(23)	(28)
Income tax paid		(831,011)	(494,785)	(266,538)	(838,488)
Net cash generated from operating activities		**1,209,884**	**2,959,103**	**491,850**	**1,587,561**
Cash flows from investing activities					
Purchases of property, plant and equipment	5	(71,683)	(44,838)	-	-
Purchases of intangible assets	6	(99,199)	-	-	-
Net cash used in investing activities		**(170,882)**	**(44,838)**	**-**	**-**
Cash flows from financing activities					
Repayment of lease liabilities		(70,330)	(103,351)	-	-
Dividends paid		(495,000)	(1,490,000)	(495,000)	(1,490,000)
Net cash used in financing activities		**(565,330)**	**(1,593,351)**	**(495,000)**	**(1,490,000)**
Net movement in cash and cash equivalents		**473,672**	**1,320,914**	**(3,150)**	**97,561**
Cash and cash equivalents at beginning of year		4,299,282	2,978,368	382,178	284,617
Cash and cash equivalents at end of year	13	**4,772,954**	**4,299,282**	**379,028**	**382,178**

The notes on pages 17 to 47 are an integral part of these consolidated financial statements.

Notes to the financial statements

1. Reporting entity

Computime Holdings Limited (the "Company") is a limited liability company domiciled and incorporated in Malta and is the parent company of Computime Group which includes the Company and the subsidiaries as disclosed in Note 8, collectively the "Group".

2. Summary of significant accounting policies

The principal accounting policies adopted 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.

2.1 Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU and the requirements of the Maltese Companies Act (Cap. 386).

These financial statements have been prepared under the historical cost convention, except for the Group's financial assets classified as financial assets at fair value through other comprehensive income and the derivatives financial instruments which are measured at fair value.

The preparation of financial statements in conformity with IFRSs as adopted by the EU requires the use of certain accounting estimates. It also requires directors to exercise their judgement in the process of applying the Group's accounting policies (see Note 3 – Critical accounting estimates and judgements).

New or revised standards or interpretations

New standards adopted as at 1 January 2021

Some accounting pronouncements which have become effective from 1 January 2021 and have therefore been adopted do not have a significant impact on the Group's and the Company's financial results or position.

Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Group and the Company

At the date of authorisation of these financial statements, certain new standards, amendments and interpretations to existing standards have been published by the IASB but are not yet effective and have not been adopted early by the Group and the Company.

Management anticipates that all of the relevant pronouncements will be adopted in the Group's and the Company's accounting policies for the first period beginning after the effective date of the pronouncement. No new standards, amendments and interpretations are expected to be relevant to the Group's and the Company's financial statements.

2. Summary of significant accounting policies – continued

2.2 Consolidation

Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group applies the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree, and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed (identifiable net assets) in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

Goodwill is initially measured as the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired. If this is less than the fair value of the identifiable net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the Company's separate financial statements, investments in subsidiaries are accounted for by the cost method of accounting, i.e., at cost less impairment. Cost includes directly attributable costs of the investment. Provisions are recorded where, in the opinion of the directors, there is an impairment in value. Where there has been an impairment in the value of an investment, it is recognised as an expense in the period in which the diminution is identified.

The results of subsidiaries are reflected in the Company's separate financial statements only to the extent of dividends receivable. On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to profit or loss.

2. Summary of significant accounting policies – continued

2.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates (“the functional currency”). The financial statements are presented in euro (“€”), which is both the functional and presentation currency of the Group.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss. Foreign exchange gains and losses are presented in the statement of profit or loss on a net basis. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are not re-translated at the end of the reporting period.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the income statement within ‘finance income or cost’. All other foreign exchange gains and losses are presented in the income statement within ‘operational and administrative expenses’.

2.4 Property, plant and equipment

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

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

Depreciation is calculated using the straight-line method to allocate the cost of the assets to their residual values over their estimated useful lives, as follows:

Computer and networking equipment	33.33%
Website equipment	33.33%
Furniture, fixtures and fittings	12.5%
Other equipment	10 - 12.5%
Electrical installations and improvements	10%
Motor vehicles	20%
Tools and testing equipment	20%

The assets’ residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount (note 2.6). Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within ‘Other gains / (losses) - net’ in the income statement.

2. Summary of significant accounting policies - continued

2.5 Intangible assets

(a) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in 'intangible assets'. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose identified according to operating segment.

(b) Others

All other intangible assets are stated at historical cost less accumulated amortisation. Historical cost includes expenditure that is directly attributable to the acquisition or development of the assets. Amortisation is calculated using the straight-line method to allocate the cost of the assets to their residual values over their estimated useful lives, as follows:

Website development	16.67%
Computer software (3rd parties)	16.67%
Software development (own IP)	25.00%

The Group recognises an intangible asset for the development of own IP software. Only development costs in the form of employee benefits are capitalised. Expenditure on research is charged to the income statement during the period in which it is incurred. An asset for software development is recognised only when: (a) there is the technical feasibility of completing the software for sale; (b) the Group is able to and intends to sell the developed software; (c) the Group can demonstrate the existence of a market for the software; and (d) the Group has the available technical, financial and other resources required to complete the development and sell the asset.

2.6 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.7 Leases

The Group is a lessee under a number of arrangements, primarily relating to immovable property. At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

2. Summary of significant accounting policies - continued

2.7 Leases - continued

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the respective Group entity's incremental borrowing rate is used, being the rate that the entity would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received; and
- any initial direct costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

2. Summary of significant accounting policies - continued

2.8 Financial assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income (OCI) or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in either profit or loss or OCI. The Group's financial assets in equity instruments are classified as financial assets at fair value through other comprehensive income. The Group also have derivative financial instruments which are classified as financial instruments at fair value through profit or loss.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

2. Summary of significant accounting policies - continued

2.8 Financial assets - continued

(c) Measurement – continued

Debt Instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies its financial assets in debt instruments into the following category:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets are included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other income. Impairment losses are presented under 'operational and administrative expenses' in the income statement.

Equity instruments

The Group subsequently measures all equity investments at fair value. The Group's management has made an irrevocable election on initial recognition to present fair value gains and losses on equity investments in OCI and thus there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss when the Group's right to receive payments is established.

Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, or application of an earnings multiple to the estimated earnings of investment companies unless there are indications that another valuation technique should be applied.

Derivative financial instruments

Derivatives instruments are initially recognised at fair value on the date a derivative contract is entered into, and they are subsequently remeasured to their fair value at the end of each reporting period.

The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument and, if so, the nature of the item being hedged.

The Group's derivatives instruments include forward currency contracts. The Group does not apply hedge accounting with respect to the forward currency contracts and the derivatives are subsequently measured at fair value through profit or loss.

2. Summary of significant accounting policies - continued

2.8 Financial assets - continued

(d) Impairment of financial assets

The Group recognises the expected credit losses ("ECLs") associated with its debt instruments carried at amortised cost on a forward-looking basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk. It measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Group considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally-understood definition of 'investment grade'. The Group considers this to be Baa3 or higher per Moody's or BBB- or higher per Standard & Poor's or Fitch.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables, see Note 4.1 for further details.

Measurement of ECL

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Write-off

Financial assets are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, or a market expectation/announcement that a counterparty will default on its payment obligations.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

2. Summary of significant accounting policies - continued

2.9 Trade and other receivables

Trade receivables are amount due from customers for good sold or services performed in the ordinary course of business. Trade receivables are presented as current assets unless collection is expected after more than one year. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at fair value. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less provision for impairment (Note 2.8). The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in profit or loss. When a receivable is uncollectible, it is written off against the allowance account for trade and other receivables. Subsequent recoveries of amounts previously written off are credited against profit or loss.

2.10 Inventory

Inventory is valued at the lower of cost, determined on the first-in-first-out basis, and net realisable value. Cost consists of all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and cost necessary to make the sale.

2.11 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at face value. In the statement of cash flows, cash and cash equivalents includes cash in hand and deposits held at call with banks.

2.12 Financial liabilities

The Group recognises a financial liability in its statement of financial position when it becomes a party to the contractual provisions of the instrument.

The Group’s financial liabilities are recognised initially at fair value, being the fair value of consideration received, net of transaction costs that are directly attributable to the acquisition or the issue of the financial liability. These liabilities are subsequently measured at amortised cost. The Group derecognises a financial liability from its statement of financial position when the obligation specified in the contract or arrangement is discharged, is cancelled or expires.

2.13 Trade and other payables

Trade payables comprise obligations to pay for services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2. Summary of significant accounting policies - continued

2.14 Offsetting financial instruments

Financial assets and financial liabilities are offset, and the net amount reported in the statement of financial position when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.15 Share capital

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

2.16 Current and deferred tax

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

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

Deferred tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred 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 assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2. Summary of significant accounting policies - continued

2.17 Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented under trade and other payables in the statement of financial position.

2.18 Revenue recognition

Revenue includes all revenues from the Group's ordinary business activities, with the major sources being renewable software subscriptions, maintenance of software and hardware, and implementation of ICT infrastructural and systems integration solutions.

The Group assessed at contract inception the goods or services promised in a contract with a customer and each promise to transfer to the customer the good or service is identified as a performance obligation. Promises in a contract can be explicit or implicit if the promises create a valid expectation to provide a good or service based on the customary business practices, published policies, or specific statements.

A contract asset is recognised if the Group recorded revenue for fulfilment of a contractual performance obligation before the customer paid consideration or is billed. A contract liability is recognised when the customer paid consideration, or a receivable from the customer is due, before the Group fulfils a contractual performance obligation and hence before the Group has recognised revenue.

The Group's revenue recognition policies for specific performance obligations are set out below.

(a) Renewable software subscriptions

Renewable software subscriptions are for a fixed fee and remain valid only for the contracted period of time. Such subscriptions include licences to use the Group's Intellectual Property ("IP") as well as third-party IP for which the Group acts as a reseller. The Group provides software upgrades and/or update for its own IP and customer helpdesk support throughout the licence period for both its own IP and third-party IP.

The Group identifies three performance obligations under such contracts, which are recognised separately, as follows:

- delivery of licence – recognised at a point in time,
- upgrades or updates on a when-and-if basis – recognised over time, and
- helpdesk support – recognised over time

2. Summary of significant accounting policies – continued

2.18 Revenue recognition – continued

(b) Maintenance agreements

Maintenance agreements are offered by the Group as fixed term (usually for one calendar year) support agreements with the sale of 3rd party software licenses when these are sold on a perpetual basis, and with the sale of hardware / infrastructural solutions. The Group identifies one performance obligation under such agreements, which is the provision of helpdesk support throughout the term of the agreement. Revenue and related costs are recognised over time.

(c) Services

Revenue from providing services is recognised in the accounting period in which the services are rendered.

The services offered by the Group comprise services negotiated on (i) a fixed fee arrangement which includes the design, implementation, software development/configuration and the commissioning of hardware, and (ii) services generally negotiated on a time and materials ("T&M") arrangement which include support services.

For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided, because the customer receives and uses the benefits simultaneously. This is determined based on the actual labour hours spent relative to the total expected labour hours. For such contracts, the customer pays the fixed amount based on a payment schedule. If the services rendered by the Company exceed the payment, a contract asset is recognised. If the payments exceed the services rendered, a contract liability is recognised.

Under the Group's support and other services arrangements on a T&M basis, each man hour of service provided to a customer gives it a contractual right to bill for those hours. The Group recognises revenue in the income statement in accordance with the pattern with which its contractual right to bill its customers arises.

(d) Software (perpetual licenses)

For such revenues, customers purchase 3rd party software licenses from the Group. The promise generally includes both the supply and the delivery of such software licenses. Revenue is recognised at a point in time when the transfer of control over the software is passed on to the customer upon its delivery.

(e) Hardware

For such revenues, customers purchase hardware from the Group. The promise generally includes both the supply and the delivery of such hardware. Revenue is recognised at a point in time when the transfer of control over the hardware is passed on to the customer upon its delivery.

2. Summary of significant accounting policies – continued

2.18 Revenue recognition – continued

(f) Others

Others include provision of training and related services for which revenue are recognised at a point in time when such services are rendered to the customers.

2.19 Direct costs

Direct costs are costs related directly in fulfilling a contract that the Group can specifically identify, and which generate or enhance resources of the Group that will be used in satisfying performance obligations in the future.

2.20 Dividend distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances.

In the opinion of the directors, the accounting estimates and judgements made in the course of preparing these financial statements are not difficult, subjective or complex to a degree, which would warrant their description as critical in terms of the requirements of IAS 1.

4. Financial risk management

4.1 Financial risk factors

The Group's activities potentially expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including foreign exchange risk and cash flow and fair value interest rate risk). The management of the Group's and the Company's financial risk is based on a financial policy approved by the directors and exposes the Group and the Company to a low level of risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's and the Company's financial performance.

(a) Credit risk

Credit risk is the risk of a financial loss to the Group if a counterparty to a financial instrument fails to meet its contractual obligations. It mainly arises on trade and other receivables and on cash and cash equivalents. The Group exposure to credit risk at the end of the reporting period is analysed as follows:

	Group		**Company**	
	2021 €	**2020 €**	**2021 €**	**2020 €**
Cash at bank and in hand (Note 13)	4,772,954	4,299,282	379,028	382,178
Trade receivables (Note 12)	2,570,017	2,013,641	-	-
Amounts due from related parties (Note 12)	5,000	5,000	5,000	5,000
Contract assets* (Note 12)	1,275,043	534,517	-	-
Other receivables (Note 12)	10,503	28,807	-	-
Maximum exposure to credit risk	**8,633,517**	**6,881,247**	**384,028**	**387,178**

**While a contract asset is not considered as a financial asset under IFRS 9, the impairment rules in IFRS 9 also apply to the Company's contract assets. The impairment of contract assets is measured, presented and disclosed on the same basis as financial assets that are within the scope of IFRS 9.*

Impairment of financial assets

The Group and the Company has three types of financial assets that are subject to the expected credit loss model:

- trade receivables with respect to normal operating activities,
- contract assets relating to services for fixed fee arrangements, and
- amounts due from related parties.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

(1) Trade receivables and contract assets

The Group applies the simplified approach set out in IFRS 9 to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due.

4. Financial risk management – continued

4.1 Financial risk factors – continued

(a) Credit risk - continued

(1) Trade receivables and contract assets - continued

The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximate of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 24 months before 31 December 2021 or 1 January 2021 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

On that basis, the loss allowances as at 31 December 2021 and 31 December 2020 was determined as follows for both trade receivables and contract assets:

		Past due				
	Current	**Not more than 30 days**	**More than 30 days**	**More than 90 days**	**High-risk territories**	**Total**
31 December 2021						
Expected loss rate	0.5%	2%	3% - 4%	6%	6%	
Gross carrying amount – trade receivables	2,178,789	222,006	78,563	54,287	61,200	2,594,845
Gross carrying amount – contract assets	1,281,450	-	-	-	-	1,281,450
Loss allowances	**17,302**	**4,440**	**2,564**	**3,257**	**3,672**	**31,235**
31 December 2020						
Expected loss rate	0.5%	2%	3% - 4%	6%	5%/6%	
Gross carrying amount – trade receivables	1,587,552	107,740	55,712	192,672	98,965	2,042,641
Gross carrying amount – contract assets	534,516	-	-	-	-	534,516
Loss allowances	**7,648**	**2,155**	**1,698**	**11,560**	**5,939**	**29,000**

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in repayment plan with the Group, and a failure to make contractual payments for a period of greater than 90 days past due.

4. Financial risk management – continued

4.1 Financial risk factors – continued

(a) Credit risk - continued

(2) Receivables from related entities and other receivables

The amounts due from related parties expire within a few months and are considered to be insignificant for the purpose of the ECL model.

(b) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group and the Company is exposed to liquidity risk in relation to meeting future obligations associated with its financial liabilities, which comprise trade and other payables. Liquidity risk is monitored to meet the Group's and the Company's obligations.

The approach to managing liquidity is to ensure, as far as possible, that the Group and the Company 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 Group's and the Company's reputation. This risk management process includes the regular forecasting of cash flows by the Group's and the Company's management.

The main financial liabilities of the Group and the Company represent trade payables and amounts owed to other related parties as disclosed in Note 17 to the financial statements.

(c) Market risk

(i) Foreign exchange risk

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities, which are denominated in a currency that is not the Group's and the Company's functional currency.

The directors believe that the Group's and the Company's currency risk is not significant in relation to the Group's and the Company's transactions.

(ii) Cash flow and fair value interest rate risk

Interest rate risk arises from the effects of fluctuations in the prevailing levels of markets interest rates on fair values of financial assets and liabilities and future cash flows.

The directors do not consider the Group's and the Company's exposure to risk associated with the effects of fluctuations in the prevailing levels of the market interest rates on its financing position and cash flows to be substantial in view of the nature of the assets and liabilities.

The Group and the Company are neither exposed to any major interest-related risks, which could have an impact on the value to be attributed to financial assets and liabilities, nor to any interest related cash-flow risks due to the fact that all liabilities are interest free or carry a fixed rate of interest.

4. Financial risk management – continued

4.2 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern whilst maximising the return to shareholders through the optimisation of debt and equity balances. Strategies are expected to remain unchanged in the foreseeable future. The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets.

The Group's equity, as disclosed in the statement of financial position, constitutes its capital. The Group maintains the level of capital by reference to its financial obligations and commitments arising from operational requirements. In view of the nature of the Group's activities, the capital level as at the end of the reporting period is deemed adequate by the directors.

4.3 Fair values of financial and non-financial instruments

Financial instruments that are measured in the statement of financial position at fair value are analysed by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The Group's financial assets and liabilities measured at fair value in the statement of financial position are grouped into the fair value hierarchy as follows:

Group	**2021**	**2020**	**2021**	**2020**	**2021**	**2020**
	€	**€**	**€**	**€**		**€**
Assets	***Level 1***		***Level 2***		***Level 3***	
Financial assets at fair value through other comprehensive income						
Equity securities (note 9)	**31,280**	32,320	**-**	-	**4,368**	4,368
Total	**31,280**	32,320	**-**	-	**4,368**	4,368
Liabilities						
Financial assets at fair value through profit or loss						
Derivatives (note 16)	**-**	-	**-**	29,713	**-**	-
Total	**-**	-	**-**	29,713	**-**	-

At 31 December 2021 and 2020 the carrying amounts of cash at bank, receivables, payables and accrued expenses reflected in the financial statements are reasonable estimates of fair value in view of the nature of these instruments or the relatively short period of time between the origination of the instruments and their expected realisation.

5. Property, plant and equipment

Group

	Computer and networking equipment	Website equipment	Furniture, fixtures and fittings	Other equipment	Electrical installations and improvements	Motor vehicles	Tools and testing equipment	Total
	€	€	€	€	€	€	€	€
At 1 January 2020								
Cost	818,558	6,404	414,868	391,495	117,626	34,146	62,885	1,845,982
Accumulated depreciation	(679,272)	(6,404)	(390,505)	(304,155)	(114,513)	(34,146)	(60,614)	(1,589,609)
Net book amount	**139,286**	**-**	**24,363**	**87,340**	**3,113**	**-**	**2,271**	**256,373**
Year ended 31 December 2020								
Opening net book amount	139,286	-	24,363	87,340	3,113	-	2,271	256,373
Additions	24,103	-	18,493	2,242	-	-	-	44,838
Depreciation charge	(68,838)	-	(9,196)	(23,004)	(461)	-	-	(101,499)
Closing net book amount	94,551	-	33,660	66,578	2,652	-	2,271	199,712
At 31 December 2020								
Cost	842,661	6,404	433,361	393,737	117,626	34,146	62,885	1,890,820
Accumulated depreciation	(748,110)	(6,404)	(399,701)	(327,159)	(114,974)	(34,146)	(60,614)	(1,691,108)
Net book amount	**94,551**	**-**	**33,660**	**66,578**	**2,652**	**-**	**2,271**	**199,712**

5. Property, plant and equipment – continued

Group

	Computer and networking equipment	Website equipment	Furniture, fixtures and fittings	Other equipment	Electrical installations and improvements	Motor vehicles	Tools and testing equipment	Total
	€	€	€	€	€	€	€	€
Year ended 31 December 2021								
Opening net book amount	94,551	-	33,660	66,578	2,652	-	2,271	199,712
Additions	68,722	-	-	2,961	-	-	-	71,683
Depreciation charge	(78,073)	-	(7,980)	(22,572)	(460)	-	-	(109,085)
Closing net book amount	85,200	-	25,680	46,967	2,192	-	2,271	162,310
At 31 December 2021								
Cost	911,383	6,404	433,361	396,698	117,626	34,146	62,885	1,962,503
Accumulated depreciation	(826,183)	(6,404)	(407,681)	(349,731)	(115,434)	(34,146)	(60,614)	(1,800,193)
Net book amount	**85,200**	**-**	**25,680**	**46,967**	**2,192**	**-**	**2,271**	**162,310**

6. Intangible assets

Group

	Goodwill €	Website development €	Computer software 3rd party €	Software development Own IP €	Total €
At 1 January 2020					
Cost	5,969,095	12,000	47,282	-	6,028,377
Accumulated amortisation	-	(12,000)	(46,623)	-	(58,623)
Net book amount	**5,969,095**	**-**	**659**	**-**	**5,969,754**
Year ended 31 December 2020					
Opening net book amount	5,969,095	-	659	-	5,969,754
Amortisation	-	-	(150)	-	(150)
Closing net book amount	5,969,095	-	509	-	5,969,604
At 31 December 2020					
Cost	5,969,095	12,000	47,282	-	6,028,377
Accumulated amortisation	-	(12,000)	(46,773)	-	(58,773)
Net book amount	**5,969,095**	**-**	**509**	**-**	**5,969,604**
Year ended 31 December 2021					
Opening net book amount	5,969,095	-	509	-	5,969,604
Additions	-	-	-	99,199	99,199
Amortisation	-	-	(150)	(24,800)	(24,950)
Closing net book amount	5,969,095	-	359	74,399	6,043,853
At 31 December 2021					
Cost	5,969,095	12,000	47,282	99,199	6,127,576
Accumulated amortisation	-	(12,000)	(46,923)	(24,800)	(83,723)
Net book amount	**5,969,095**	**-**	**359**	**74,399**	**6,043,853**

7. Leases

(a) Amounts recognised in the balance sheet

The balance sheet shows the following amounts relating to leases:

	Group	
	2021	**2020**
	€	**€**
Right-of-use assets as at 31 December		
Immovable properties	961,355	1,076,610
	961,355	**1,076,610**
Lease liabilities as at 31 December		
Current	92,139	70,331
Non-current	907,984	1,000,122
	1,000,123	**1,070,453**

There were no additions to the right-of-use assets during the year ended 31 December 2021 (2020: €1,115,964).

(b) Amounts recognised in the statement of comprehensive income

The statement of comprehensive income shows the following amounts relating to leases:

	Group	
	2021	**2020**
	€	**€**
Depreciation charge of right-of-use assets		
Immovable properties	115,255	108,659
Interest expense (included in finance cost)	49,894	18,928

The depreciation charge is presented within 'Operational and administrative expenses' in the statement of comprehensive income.

The total cash outflow for leases in 2021 was €120,225 (2020: €122,279).

(c) The Group's leasing activities

The Group leases immovable properties. Lease terms are negotiated on an individual basis. The Group's lease arrangements are typically made for periods of 5 years di fermo, with remaining periods of 5-15 years di rispetto.

7. **Leases** – continued

Future lease payments at 31 December 2021 and 2020 were as follows:

	Not later than one year €	Later than one year but not later than five years €	Later than five years €	Total €
31 December 2021				
Lease payments	137,550	569,463	506,599	1,213,612
Finance charges	(45,411)	(132,195)	(35,883)	(213,489)
Net present values	**92,139**	**437,268**	**470,716**	**1,000,123**
31 December 2020				
Lease payments	113,774	557,971	655,639	1,327,384
Finance charges	(43,443)	(152,837)	(60,651)	(256,931)
Net present values	**70,331**	**405,134**	**594,988**	**1,070,453**

The Group's accounting policies for leases are disclosed in Note 2.7 to these financial statements.

8. **Investment in subsidiaries**

	Company	
	2021 €	**2020 €**
Year ended 31 December		
Opening and closing net book amount	6,036,644	6,036,644
At 31 December		
Cost	6,036,644	6,036,644
Provision for impairment	-	-
Closing net book amount	**6,036,644**	**6,036,644**

The subsidiaries at 31 December 2021 and 2020 are shown below:

Subsidiary	**Country of incorporation**	**Class of shares held**	**Percentage of shares held by the Group**	
			2021 %	2020 %
Computime Limited	Malta	Ordinary shares	**100**	100
Computime Software Limited	Malta	Ordinary shares	**100**	100
Computime (UK) Limited	United Kingdom	Ordinary shares	**100**	100

The percentage of shares held by the Group is held directly by Computime Holdings Limited, with the exception of Computime (UK) Limited; 100% of Computime (UK) Limited is held by Computime Limited, one of the Group's companies. Computime (UK) Limited is currently a non-trading dormant company.

9. Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income (FVOCI) comprise equity securities which are not held for trading, and which the Group has irrevocably elected at initial recognition to recognise in this category. These are strategic investments, and the Group considers this classification to be more relevant.

Equity investments at FVOCI comprise the following individual investments:

	Group	
	2021	**2020**
	€	**€**
Listed securities		
Go Plc	26,880	28,320
Malta Properties Plc	4,400	4,000
Unlisted securities		
STC International Limited	4,368	4,368
	35,648	**36,688**

During the year, the Group recognised a fair value loss of €1,040 (2020: fair value loss of €6,800) in other comprehensive income with respect to these investments. On disposal of these equity investments, any related balance within the FVOCI reserve is reclassified to retained earnings.

10. Deferred tax

Deferred tax is calculated on all temporary differences under the liability method using the tax rate that is expected to apply to the period when the assets/liabilities are settled, based on the tax rates expected in the tax jurisdictions concerned. The principal tax rate used is 35% (2020: 35%), which is the effective tax rate for the Company's profits earned in Malta.

The movement in deferred tax balances is analysed as follows:

Group	**Balance at 1 January**	**Recognised in profit or loss**	**Balance at 31 December**
	€	€	€
31 December 2021			
Deferred tax assets	42,549	7,336	49,885
31 December 2020			
Deferred tax assets	64,204	(21,655)	42,549

11. Inventory

	Group	
	2021	**2020**
	€	**€**
Spares held for maintenance contracts	17,962	34,658
Finished goods and goods for resale	284,476	162,361
	302,438	**197,019**

12. Trade and other receivables

	Group		Company	
	2021	**2020**	**2021**	**2020**
	€	**€**	**€**	**€**
Current				
Trade receivables	2,570,017	2,013,641	-	-
Amounts due from other related parties	5,000	5,000	5,000	5,000
Other receivables	10,503	28,807	-	-
Contract assets	1,275,043	534,517	-	-
Other assets	292,326	332,974	-	-
Prepayments	85,853	63,319	-	-
	4,238,742	**2,978,258**	**5,000**	**5,000**

Amounts due from related parties are unsecured, interest-free and repayable on demand.

Further detail on the Group's and the Company's exposure to credit risk with respect to its trade and other receivables are disclosed in Note 4.1(a).

13. Cash and cash equivalents

For the purposes of the statements of financial position and cash flows, cash and cash equivalents comprise the following:

	Group		Company	
	2021	**2020**	**2021**	**2020**
	€	**€**	**€**	**€**
Cash at bank and other intermediaries	4,772,954	4,299,282	379,028	382,178

14. Share capital

At 31 December 2021, the authorised share capital of the Company comprised 26,500 ordinary shares (2020: 26,500) of €1 each and 6,000 preference shares (2020: 6,000) of €1,000 each.

	2021 €	2020 €
Issued and fully paid		
26,500 Ordinary shares of €1 each	26,500	26,500
6,000 Preference shares of €1,000 each	6,000,000	6,000,000
	6,026,500	**6,026,500**

15. Other reserves

Group	**FVOCI Revaluation Reserve** **€**	**General reserve** **€**	**Total reserves** **€**
At 1 January 2020	19,698	69,881	89,579
Movement in value of equity instruments measured at fair value through other comprehensive income	(6,800)	-	(6,800)
At 31 December 2020	12,898	69,881	82,779
At 1 January 2021	12,898	69,881	82,779
Movement in value of equity instruments measured at fair value through other comprehensive income	(1,040)	-	(1,040)
At 31 December 2021	**11,858**	**69,881**	**81,739**

16. Derivative financial instruments

The Group's derivative instruments comprise of foreign currency forward contracts classified as held for trading. The fair value of the derivative financial instruments at the reporting date are as follows:

	Group	
	2021	**2020**
	€	**€**
Financial liabilities at fair value through profit or loss:		
Derivative instruments held for trading	-	29,713

During the year, the Company recognised an amount of €29,713 (2020: loss of €25,086) on derecognition of derivative financial instruments, in the statement of comprehensive income.

17. Trade and other payables

	Group		Company	
	2021	**2020**	**2021**	**2020**
	€	**€**	**€**	**€**
Current				
Trade payables	956,864	751,721	1,652	-
Amounts owed to other related parties	-	121	-	-
Amounts owed to subsidiaries	-	-	17,144	15,944
Other payables	19,328	11,919	-	-
Contract liabilities	3,716,587	3,060,887	-	-
Accruals	1,365,294	987,046	4,320	2,933
Indirect taxes and social security	706,203	595,896	-	-
	6,764,276	**5,407,590**	**23,116**	**18,877**

Amounts due to related parties are unsecured and interest free and repayable on demand.

18. Revenue

The Group's revenue is analysed as follows:

	Group	
	2021	**2020**
	€	**€**
Software subscriptions and maintenance agreements	9,715,819	8,528,318
Professional services	2,575,012	2,379,827
Sale of hardware and software (perpetual)	2,815,268	2,954,351
	15,106,099	**13,862,496**

The Group's revenue is further analysed as follows:

	Group	
	2021	**2020**
	€	**€**
By timing of transfer of goods or services		
Over time	5,333,566	5,001,017
At a point in time	9,772,533	8,861,479
	15,106,099	**13,862,496**

The Group's policies with respect to revenue recognition are disclosed in Note 2.18 to these consolidated financial statements.

Contract assets and contract liabilities related to contracts with customers are disclosed in Note 12 and Note 17 respectively.

The Group also recognised an asset in relation to costs to fulfil long-term contract. This is presented under other assets within trade and other receivables (Note 12). The asset is amortised on a straight-line basis over the term of the specific contract it relates to, consistent with the pattern of recognition of the associated revenue.

19. Expenses by nature

	Group		Company	
	2021 €	2020 €	2021 €	2020 €
Purchases and other direct costs	7,766,078	7,248,331	-	-
Professional fees	179,576	82,980	6,166	3,109
Employee benefit expenses (note 20)	4,347,869	4,211,121	-	-
Directors' emoluments (note 24)	266,803	302,515	-	-
Depreciation of property, plant and equipment (note 5)	109,085	101,499	-	-
Amortisation of intangible assets (note 6)	24,950	150	-	-
Amortisation of right-of-use assets (note 7)	115,255	108,659	-	-
Establishment costs	74,959	81,606	-	-
Marketing and business development	63,290	156,114	-	-
Insurance costs	67,710	55,878	-	-
Impairment of receivables and bad debts	2,235	(5,008)	-	-
Other administrative expenses	262,619	222,534	1,200	1,200
	13,280,429	**12,566,379**	**7,366**	**4,309**

Auditor's fees

Fees charged by the auditor for services rendered during the financial years ended 31 December 2021 and 2020 relate to the following:

	Group		Company	
	2021 €	2020 €	2021 €	2020 €
Annual statutory audit	22,950	22,950	2,950	2,950
	22,950	**22,950**	**2,950**	**2,950**

20. Employee benefit expense

	Group	
	2021 €	2020 €
Wages and salaries	4,505,463	4,410,938
Other staff costs	109,209	102,698
	4,614,672	**4,513,636**

20. Employee benefit expense – continued

The average number of persons employed during the year:

	Group	
	2021 No.	2020 No.
Management, administrative and operating	**99**	98

21. Other income

	Group		Company	
	2021 €	2020 €	2021 €	2020 €
Dividend income	2,958	5,968	761,538	2,428,488
Rental income	21,120	21,120	-	-
	24,078	**27,088**	**761,538**	**2,428,488**

22. Net finance cost

	Group		Company	
	2021 €	2020 €	2021 €	2020 €
Bank charges	19,333	10,563	23	28
Differences on exchange	(23,880)	35,137	-	-
Lease interest expense	49,894	18,928	-	-
Bank interest expense	3,666	1,559	-	-
Interest receivable	(89)	(64)	-	-
	48,924	**66,123**	**23**	**28**

23. Tax expense

The tax expense for the year comprises the following:

	Group		Company	
	2021 €	2020 €	2021 €	2020 €
Current tax expense	653,846	480,739	266,538	838,488
Deferred tax (income) expense	(7,336)	21,655	-	-
	646,510	**502,394**	**266,538**	**838,488**

23. Tax expense – continued

The tax on the Group's and the Company's results before tax differs from the theoretical amount that would arise using the basic tax rate as follows:

	Group		Company	
	2021	**2020**	**2021**	**2020**
	€	**€**	**€**	**€**
Profit before tax	**1,830,537**	**1,231,996**	**754,149**	**2,424,151**
Tax on profit at 35%	640,688	431,199	263,952	848,453
Tax effect of:				
Expenses not deductible for tax purposes	68,169	87,444	2,586	1,518
Income subject to different tax rates	(4,253)	(11,890)	-	-
Dividends taxed at source with a final tax	-	-	-	(11,483)
Capital allowances absorbed	(40,358)	(33,547)	-	-
Unrecognised deferred tax in prior year	-	20,598	-	-
Other differences	(10,400)	7,533	-	-
Deferred tax movement on temporary differences	(7,336)	1,057	-	-
Tax expense	**646,510**	**502,394**	**266,538**	**838,488**

24. Related party transactions

Computime Holdings Limited forms part of the Computime Group, which comprises Computime Holdings Limited and its subsidiaries. The Company is owned by the following shareholders (all companies registered in Malta):

Zaatar Limited (C 74207) – 35%
Emmendel Holdings Limited (C 74598) – 25%
JIK Limited (C 74215) – 20%
ABV Limited (C 74210) – 20%

All companies forming part of the Computime Group are related parties. Transactions between these companies would typically include management fees and other such items which are normally encountered in a group context.

The following significant operating transactions, which were carried out principally with related parties forming part of the Computime Group, have a material effect on the operating results and financial position of the Company:

	Company	
	2021	**2020**
	€	**€**
Dividend income from subsidiaries (Gross)	761,538	2,428,488

24. Related party transactions – continued

Year-end balances with related parties, arising principally from the transactions referred to previously, are disclosed in notes 12 and 17 to these consolidated financial statements. Key management personnel compensation, consisting of directors' remuneration, has been disclosed in note 20.

During the year, the Company declared and paid dividends amounting to €495,000 (2020: €1,490,000) to its shareholders.

25. Cash generated from/(used in) operations

Reconciliation of profit for the year to cash generated from/(used in) operations:

	Group		Company	
	2021	**2020**	**2021**	**2020**
	€	**€**	**€**	**€**
Operating profit/(loss) for the year	**1,855,383**	**1,271,031**	**(7,366)**	**(4,309)**
Adjustments for:				
Amortisation of intangible assets (Note 6)	24,950	150	-	-
Depreciation of property, plant and equipment (Note 5)	109,085	101,499	-	-
Amortisation of right-of-use assets (Note 7)	115,255	108,659		
Movement in provisions for impairment of Receivables	2,235	(5,008)	-	-
Fair value gains / losses on derivative financial instruments	(29,713)	25,086	-	-
Changes in working capital:				
Trade and other receivables	(1,262,722)	1,373,963	-	-
Trade and other payables	1,356,687	658,293	4,239	1,898
Inventories	(105,419)	(40,750)	-	-
Cash generated from operations	**2,065,741**	**3,492,923**	**(3,127)**	**(2,411)**

26. Comparative information

Certain comparative figures disclosed in the main components of these consolidated financial statements have been reclassified to conform with the current year's presentation format for the purpose of fairer presentation.

27. Events after the reporting period

There have been no events after the reporting date that will require disclosure in the consolidated financial statements.

28. Statutory information

Computime Holdings Limited is a limited liability company and is incorporated in Malta, with its registered address at 170, Pater House, Psaila Street, Birkirkara BKR 9077, Malta. The Company is the Parent company of the Computime group.