

REGISTERED NUMBER: 02138301 (England and Wales)

**STRATEGIC REPORT, REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021
FOR
MINTEC LIMITED**

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MINTEC LIMITED

**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

	Page
Company Information	1
Strategic Report	2 to 3
Report of the Directors	4 to 5
Report of the Independent Auditors	6 to 9
Statement of Comprehensive Income	10
Statement of Financial Position	11
Statement of Changes in Equity	12
Notes to the Financial Statements	13 to 27

MINTEC LIMITED

**COMPANY INFORMATION
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

DIRECTORS:

Mr S T Smith
Mr S H Wicks

REGISTERED OFFICE:

Gloucester House
Unit Q, Bourne End Business Park
Cores End Road
Bourne End
Buckinghamshire
SL8 5AS

REGISTERED NUMBER:

02138301 (England and Wales)

AUDITORS:

BDO LLP
Level 12, Thames Tower
Station Road
Reading
Berkshire
RG1 1LX

MINTEC LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2021

The directors present their strategic report for the year ended 30 September 2021.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The principal trading activity of Mintec Limited is to provide information and analysis through a SaaS-based platform that is important in our clients' business processes and workflows. Mintec enables the world's largest food retailers, food manufacturers, CPG, health & beauty and hospitality brands to implement more efficient and sustainable procurement strategies, by providing the data and tools to track better the price of their food ingredients and associated costs and by bringing clarity and insight to opaque markets. Mintec serves commodity markets which are often opaque, that is, where pricing information which organisations need to operate effectively is hard to find. Mintec delivers products and services which are part of our customers' workflow.

Mintec has a long-standing European and UK customer base and during the previous year expanded into the North American market by incorporating Mintec Inc. in the USA. The principal activity of Mintec Inc is selling Mintec Limited products in the North American market. The customer subscriptions have annual renewal anniversaries.

A key market driver is the market's increased demand for price transparency to manage exposure to volatility.

Mintec has invested further in its price discovery capabilities, as we continue to develop new benchmarks and enhance our methodology.

This year Mintec acquired Mintec Europe A/S (previously Kairos Commodities A/S) on 10 August 2021, the leading commodity forecasting business ensuring Mintec customers have everything they need in one place. Integrating Mintec Europe A/S into our award-winning SaaS platform, Mintec Analytics, will offer the most advanced 'one-stop shop' for global procurement and risk managers. The addition of Mintec Europe A/S to the Mintec business enables organisations across the value chain to obtain a comprehensive view of key commodity markets and their future price evolution, providing market professionals with critical intelligence to support their procurement, budgeting and risk management strategies. It was also decided to rename Kairos Commodities A/S to Mintec Europe A/S to consolidate the branding and to unify the operations in Denmark and UK.

KEY PERFORMANCE INDICATORS

The directors consider the following to be the key performance indicators of the company:

	2021	2020	
Turnover	£10.2m	£9.1m	12%
Profit after taxation	£2.5m	£1.5m	53%

PRINCIPAL RISKS AND UNCERTAINTIES

General economic uncertainty

Regarding the Coronavirus (COVID-19), cost of living, rising cost of employment and interest increases, this has had a worldwide global health and economic impact. The company provides pricing data on commodities to food and food-related industries and, as food is a necessary spend for end-consumers, the demand for service is expected to remain healthy during periods of uncertainty. We believe that the company is in a good financial position, and we remain confident that the company and the group will continue to grow.

Competitor risks

Mintec continues to win new customers and expand services to existing customers. The Agri-data market is seen as a lucrative trading market after carbon and metal-based commodities. As such the directors anticipate competition in the market but that Mintec is well positioned for continued strong performance due to the competitive differentiation in its software and data offering.

MINTEC LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2021

Financial Instruments

The company has a normal level of exposure to price, credit, liquidity and cash flow risks arising from trading activities which are largely conducted in sterling. The company does not enter into any formal hedging arrangements.

Future Developments and Research and Development

Mintec is actively developing new business in North America and sees this market as potential growth in the coming years. To support this strategy, Mintec has launched a whole-owned subsidiary in the USA to support this activity in developing and servicing customers in North America.

Mintec continues to develop the Mintec Analytics platform with enhanced and new features off the back of customer feedback and will have integrated the commodity forecasts into Mintec Analytics by 8 October 2021. Further Forecasts have been developed and released since the Kairos Commodities A/S acquisition. On 13 January 2022, Mintec reviewed 14 proprietary prices that received the Type 2 IOSCO assurance and a further 7 prices that received Type 1 IOSCO assurance across plant proteins, nuts, oils, spices, softs, meat and dairy. Mintec remains focussed on expanding its price reporting capabilities and prices in the coming months.

ON BEHALF OF THE BOARD:



.....
Mr S T Smith - Director

Date: 1 November 2022

MINTEC LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 SEPTEMBER 2021

The directors present their report with the financial statements of the company for the year ended 30 September 2021.

DIVIDENDS

No dividends will be distributed for the year ended 30 September 2021 (2020: £nil).

EVENTS SINCE THE END OF THE YEAR

At the year end, there was a non-controlling interest of 1.31% in a subsidiary undertaking, Mintec Europe A/S (previously Kairos Commodities A/S. On 24 January 2022 full ownership of Mintec Europe A/S (previously Kairos Commodities A/S) was obtained by the parent entity. It has been deemed immaterial to present the non-controlling interest held at the year end within the financial statements.

In November 2021 Mintec Ltd, a subsidiary company, sold its freehold property for a price of £2,100,000 and subsequently entered into a lease agreement on that same property.

On 31 January 2022 the Mintec Group confirmed it secured further investment from Five Arrows Principal Investments and Synova Capital, and created a new ultimate parent company, Wizard Topco Ltd, to enable it to continue its ambitious growth plans. As part of the transaction a loan for £47.75m was taken out on 25 March 2022 and terminates 25 March 2029 with Golub Capital. Interest accrues at margin (4.75%) plus SONIA.

In preparing the financial statements the Directors have made an assessment at the balance sheet date in respect of the deferred contingent consideration for the acquisition of Mintec Europe A/S. The Directors assessment made at the balance sheet date is that £1,761,000 is the most probable amount payable and this has been recorded in these financial statements. The Directors current assessment is that the probable amount payable will reach £5,000,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 October 2020 to the date of this report.

Mr S T Smith
Mr S H Wicks

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

The company has put in place qualifying third party indemnity provisions for all of the directors of Mintec Limited.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

MINTEC LIMITED

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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

AUDITORS

The auditor, BDO LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:



.....
Mr S T Smith - Director

Date: 1 November 2022

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF MINTEC LIMITED

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2021 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Mintec Limited ("the Company") for the period ended 30 September 2021 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF MINTEC LIMITED

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Strategic report and Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and Directors' report has been prepared in accordance with applicable legal requirements.

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue 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 (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF MINTEC LIMITED

Identifying and assessing potential risks related to irregularities, including fraud

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- Obtaining an understanding of the legal and regulatory framework that the Company operates in, focusing on those laws and regulations that had a significant effect on the financial statements or that had a fundamental effect on the operations of the Company, namely:
 - Companies Act 2006
 - The accounting framework
 - Relevant tax legislation
- Enquiring of management and those charged with governance, including obtaining and reviewing supporting documentation, concerning the company's policies and procedures relating to
 - Identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - Detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud; and
 - The internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations.
- Discussing amongst the engagement team how and where fraud might occur in the financial statements and any potential indicators of fraud. As part of this discussion, we identified potential for fraud in revenue recognition, specifically in relation to revenue existence, as well as the potential for management override of controls, specifically in relation to the posting of journal adjustments and the inappropriate use of estimates.

Audit response to risks identified

Our procedures to respond to risks identified include the following:

- Reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with relevant laws and regulations.
- Performing a detailed review of the Company's year-end adjusting entries.
- Discussion with those charged with governance and review of supporting documentation to identify any instances of non-compliance with laws and regulations.
- In addressing the risk for fraud in revenue recognition, testing the appropriateness of the revenue recognition policies and the application of these policies and performing specific procedures over the existence and cut-off of revenue.
- In addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

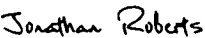
Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF MINTEC LIMITED

Use of our report

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

DocuSigned by:


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Jonathan Roberts (Senior Statutory Auditor)
for and on behalf of BDO LLP
Level 12, Thames Tower
Station Road
Reading
Berkshire
RG1 1LX

01 November 2022

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

MINTEC LIMITED**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

	Notes	2021 £	2020 £
TURNOVER	3	10,154,052	9,060,463
Cost of sales		<u>2,269,715</u>	<u>1,854,206</u>
GROSS PROFIT		7,884,337	7,206,257
Administrative expenses		<u>5,382,179</u>	<u>5,447,899</u>
		2,502,158	1,758,358
Other operating income	5	<u>420,301</u>	<u>104,413</u>
OPERATING PROFIT	6	2,922,459	1,862,771
Interest receivable and similar income		<u>30,013</u>	<u>9,453</u>
PROFIT BEFORE TAXATION		2,952,472	1,872,224
Tax on profit	7	<u>(494,424)</u>	<u>(401,394)</u>
PROFIT FOR THE FINANCIAL YEAR		2,458,048	1,470,830
OTHER COMPREHENSIVE INCOME		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>2,458,048</u>	<u>1,470,830</u>


The notes on pages 13 to 27 form part of these financial statements

MINTEC LIMITED (REGISTERED NUMBER: 02138301)

**STATEMENT OF FINANCIAL POSITION
30 SEPTEMBER 2021**

	Notes	2021		2020	
		£	£	£	£
FIXED ASSETS					
Intangible assets	8		1,553,945		1,697,148
Tangible assets	9		2,408,932		2,522,170
Investments	10		<u>7,509,319</u>		<u>1</u>
			11,472,196		4,219,319
CURRENT ASSETS					
Debtors: due within one year	11	1,937,945		2,120,489	
Debtors: due after more than one year	11	377,834		265,000	
Cash at bank		<u>4,069,623</u>		<u>5,506,802</u>	
		6,385,402		7,892,291	
CREDITORS					
Amounts falling due within one year	12	<u>(7,543,386)</u>		<u>(6,236,642)</u>	
NET CURRENT (LIABILITIES)/ASSETS			<u>(1,157,984)</u>		<u>1,655,649</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			10,314,212		5,874,968
PROVISIONS FOR LIABILITIES	14		<u>(2,232,021)</u>		<u>(399,583)</u>
NET ASSETS			<u>8,082,191</u>		<u>5,475,385</u>
CAPITAL AND RESERVES					
Called up share capital	15		10,000		10,000
Capital contribution reserve	16		394,534		245,776
Retained earnings	16		<u>7,677,657</u>		<u>5,219,609</u>
SHAREHOLDERS' FUNDS			<u>8,082,191</u>		<u>5,475,385</u>

The financial statements were approved by the Board of Directors and authorised for issue on 1 November 2022 and were signed on its behalf by:



 Mr S T Smith - Director

The notes on pages 13 to 27 form part of these financial statements

MINTEC LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

	Called up share capital £	Retained earnings £	Capital contribution reserve £	Total equity £
Balance at 1 October 2019	10,000	3,748,779	-	3,758,779
Changes in equity				
Capital introduced in the year	-	-	245,776	245,776
Total comprehensive income	-	<u>1,470,830</u>	-	<u>1,470,830</u>
Balance at 30 September 2020	<u>10,000</u>	<u>5,219,609</u>	<u>245,776</u>	<u>5,475,385</u>
Changes in equity				
Capital introduced in the year	-	-	148,758	148,758
Total comprehensive income	-	<u>2,458,048</u>	-	<u>2,458,048</u>
Balance at 30 September 2021	<u>10,000</u>	<u>7,677,657</u>	<u>394,534</u>	<u>8,082,191</u>

The notes on pages 13 to 27 form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

1. STATUTORY INFORMATION

Mintec Limited is a limited company incorporated in England. The address of its registered office and principal place of business is disclosed on page 1.

The principal activity of the company is to provide market insight and data analytics.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £ unless otherwise stated.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Going concern

The financial statements have been prepared on a going concern basis, which the directors believe to be appropriate. The company made a profit of £2,458,048 for the year, had net current liabilities of £1,157,984 and had net assets of £8,082,191 at the balance sheet date. The company had positive cash of £4,069,623.

The directors have forecast different scenarios to assess the position of the company, including those which anticipate negative scenarios and consider their impact. These scenarios also include consideration of the ongoing impacts of cost of living, rising cost of employment and interest increases, Covid-19 and Brexit. Due to Mintec Limited's continued renewal revenue growth and a track record of generating new business, the directors forecast growth in revenues; however all the projections, including those with declining growth in renewal revenue and new business, show that no financing will be required from external parties during the period assessed. The property that was owned by Mintec Limited was sold on 23 December 2021, as part of a sales and leaseback agreement. With the change in control of ownership on 30 January 2022, the Group has access to new revolving credit facilities, should it be required and has raised £47.75m of external debt that is covered by a senior facilities agreement, that occurred with of the change in control in the Group.

The directors believe the group has sufficient ongoing business and cash resources to continue for the foreseeable future and at least for twelve months from the date of approval of these financial statements. Based on these projections the directors consider that the company will have sufficient cash resources during this period to pay its liabilities as they fall due.

As a result of the above the directors concluded that there are no material uncertainties that lead to a significant doubt upon the company's ability to continue as a going concern and these financial statements have been prepared on this basis.

Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 for the qualifying entities:

- Section 3 Financial Statement Presentation paragraph 3.17(d) and Section 7 Statement of Cash Flows not to prepare a statement of cash flows;
- Section 11 and 12 paragraphs 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26 (in relation to those cross-referenced paragraphs from which a disclosure exemption is available), 12.27, 12.29(a), 12.29(b), 12.29A and 12.30 (where applicable), relating to financial instruments; and
- Section 33 Related Party Disclosures paragraph 33.7 not to disclose key management personnel compensation in total.

2. ACCOUNTING POLICIES - continued

Preparation of consolidated financial statements

The financial statements contain information about Mintec Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, Cookie Topco Limited, Gloucester House, Unit Q Bourne End Business Park, Cores End Road, Bourne End, Bucks, England, SL8 5AS.

Revenue

The majority of the company's revenue is derived from the provision of access to a SaaS-based platform on a subscription basis. The company contracts to provide access to this platform over the term specified in each contract, which is usually an annual basis. Revenue from these contracts to provide services is recognised on a straight line basis over the subscription period, which is the best measure of the stage of completion of each contract.

On limited occasions, the company also generates revenue from non-subscription sources. Revenue from non-subscription sources is recognised when the company has fulfilled its obligations.

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Development costs are being amortised evenly over their estimated useful life of three years.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Buildings	- Straight line over 40 years
Fixtures fittings & computer equipment	- Straight line over 3,7 or 15 years
Freehold land is not depreciated	

Investments

Fixed Asset investments are initially recognised at cost and subsequently stated at cost less any accumulated impairment losses.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding convertible debt and derivatives, are initially measured at transaction price (after deducting transaction costs) and subsequently held at amortised cost.

2. ACCOUNTING POLICIES - continued

Impairment of non-financial and financial assets

At each period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment (if any).

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount is reduced to its recoverable amount, with the impairment recognised immediately in the income statement.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Differences between accumulated depreciation and tax allowances for the cost of a fixed asset, if and when all conditions for retaining the tax allowances have been met, are not provided for. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the statement of financial position date. Deferred tax balances are not discounted.

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

Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research is recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised to 'administrative expenses' on a straight line basis over their expected useful economic lives of three years. Amortisation begins when the intangible asset is available for use, ie when it is in the location and condition necessary for it to be usable in the manner intended by management. The expected useful economic life of development costs are estimated based on business plans which set out the development plan and time to market for the associated project. If it is not possible to distinguish between the research phase and the development phase of an internal project the expenditure is treated as if it were all incurred in the research phase only.

Foreign currencies

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

2. ACCOUNTING POLICIES - continued

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition. The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the company keeping the scheme open or the employee maintaining any contributions required by the scheme). Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period. Where equity instruments are granted to persons other than employees, the profit and loss account is charged with the fair value of goods and services received.

Pension costs and other post-retirement benefits

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

The assets of the scheme are held separately from those of the company in an independently administered fund.

Provisions

Provisions are recognised when the company has a legal or constructive obligation at the statement of financial position date as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and the amount can be reliably estimated. Provisions are recognised as a liability in the statement of financial position and the relevant amount included as an expense in the income statement.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision or contingency is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in the profit or loss account in the period it arises.

Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities at the date of the financial statements. If in the future such estimates and assumptions, which are based on the management's best judgment at the date of the financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the year in which the circumstances change.

The areas for which significant estimation has been applied are considered to be as follows:

Determine whether development costs qualify for capitalisation as intangible assets and whether there have been indicators of impairment to consider for these intangible and also tangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset.

2. ACCOUNTING POLICIES - continued

Other key sources of estimation uncertainty

Intangible and tangible fixed assets

Intangible and tangible fixed assets are amortised and depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and, where applicable, residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Where applicable, residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

Deferred contingent consideration

The consideration for the acquisition of Mintec Europe A/S includes elements of deferred contingent consideration. This deferred contingent consideration is split into three tranches which relate to each calendar year 2021, 2022 and 2023. The amounts payable are variable according to the terms of the acquisition agreement and are based upon the proportion by which Annualised Recurring Revenue (ARR) exceeds the previous period and are subject to a maximum of £4.0m, unless the Second Earn-Out exceeds £2.5m, in which case the maximum Earn Out payment is £5.0m. The Directors have engaged with valuations experts to assist with their assessment of the likely amounts payable. The Directors assessment made at the balance sheet date is that £1,761,000 is the most probable amount payable and this has been recorded in these financial statements. The Directors current assessment is that the probable amount payable will reach £5,000,000. Should the value of the future estimate or actual payment change, there will be an adjustment recognised to the cost of the business combination and the liability recognised.

3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

	2021 £	2020 £
United Kingdom	3,343,319	2,751,303
Europe	4,806,038	4,421,120
United States of America	<u>2,004,695</u>	<u>1,888,040</u>
	<u>10,154,052</u>	<u>9,060,463</u>

4. EMPLOYEES AND DIRECTORS

	2021 £	2020 £
Wages and salaries	3,808,140	3,502,509
Social security costs	399,198	588,240
Other pension costs	<u>166,432</u>	<u>127,224</u>
	<u>4,373,770</u>	<u>4,217,973</u>

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

	2021	2020
Administrative staff	6	6
Operational staff	<u>54</u>	<u>53</u>
	<u>60</u>	<u>59</u>

MINTEC LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

4. EMPLOYEES AND DIRECTORS - continued		
	2021	2020
	£	£
Directors' remuneration	340,902	399,930
Directors' pension contributions to money purchase schemes	<u>21,327</u>	<u>20,705</u>
The number of directors to whom retirement benefits were accruing was as follows:		
Money purchase schemes	<u>2</u>	<u>2</u>
Information regarding the highest paid director is as follows:		
	2021	2020
	£	£
Emoluments	176,075	220,783
Pension contributions to money purchase schemes	<u>13,936</u>	<u>13,530</u>
5. OTHER OPERATING INCOME		
	2021	2020
	£	£
RDEC income	286,529	104,413
Intercompany Data Income	<u>133,772</u>	<u>-</u>
	<u>420,301</u>	<u>104,413</u>
6. OPERATING PROFIT		
The operating profit is stated after charging/(crediting):		
	2021	2020
	£	£
Depreciation - owned assets	131,664	136,052
Development costs amortisation	1,000,120	737,345
Auditors' remuneration for audit services	67,011	35,820
Auditors' remuneration for non audit services	52,000	14,311
Foreign exchange differences	14,474	(9,719)
Operating lease charges	-	5,237
Share based payment expense	<u>148,758</u>	<u>44,318</u>
7. TAXATION		
Analysis of the tax charge		
The tax charge on the profit for the year was as follows:		
	2021	2020
	£	£
Current tax:		
UK corporation tax	387,750	292,517
Over/under provision in prior year	<u>35,236</u>	<u>-</u>
Total current tax	422,986	292,517
Deferred tax	<u>71,438</u>	<u>108,877</u>
Tax on profit	<u>494,424</u>	<u>401,394</u>

UK corporation tax has been charged at 19%.

7. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower (2020: higher) than the standard rate of corporation tax in the UK. The difference is explained below:

	2021 £	2020 £
Profit before tax	<u>2,952,472</u>	<u>1,872,224</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2020 - 19%)	560,970	355,723
Effects of:		
Expenses not deductible for tax purposes	993	12,574
Depreciation in excess of capital allowances	17,729	19,408
Adjustments to tax charge in respect of previous periods	35,236	4,551
R&D expenditure credits	(52,688)	(19,838)
Remeasurement of deferred tax for changes in tax rates	113,045	34,736
Group relief	(172,896)	(5,760)
Adjustment to tax charge in respect of previous periods - deferred tax	<u>(7,965)</u>	<u>-</u>
Total tax charge	<u>494,424</u>	<u>401,394</u>

Factors that may affect future tax charge

The standard rate of corporation tax prevailing during the period was 19%.

On 11 March 2020 it was announced (and substantively enacted on 17 March 2020) that the UK corporation tax rate would remain at 19% and not reduce to 17% (the previously enacted rate) from 1 April 2020. In the Budget of 3 March 2021 it was announced (and substantively enacted on 24 May 2021) that the corporation tax main rate would be increasing to 25% for periods commencing 1 April 2023, with the small profits rate remaining at 19%. Deferred tax balances have been recognised at the rate at which it is expected that the future benefit will be received.

MINTEC LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

8. INTANGIBLE FIXED ASSETS

	Development costs £
COST	
At 1 October 2020	2,938,329
Additions	856,917
Disposals	-
At 30 September 2021	<u>3,795,246</u>
AMORTISATION	
At 1 October 2020	1,241,181
Amortisation for year	<u>1,000,120</u>
At 30 September 2021	<u>2,241,301</u>
NET BOOK VALUE	
At 30 September 2021	<u>1,553,945</u>
At 30 September 2020	<u>1,697,148</u>

9. TANGIBLE FIXED ASSETS

	Land and buildings £	Fixtures fittings & computer equipment £	Totals £
COST			
At 1 October 2020	2,120,248	912,718	3,032,966
Additions	-	<u>18,426</u>	<u>18,426</u>
At 30 September 2021	<u>2,120,248</u>	<u>931,144</u>	<u>3,051,392</u>
DEPRECIATION			
At 1 October 2020	114,134	396,662	510,796
Charge for year	<u>29,776</u>	<u>101,888</u>	<u>131,664</u>
At 30 September 2021	<u>143,910</u>	<u>498,550</u>	<u>642,460</u>
NET BOOK VALUE			
At 30 September 2021	<u>1,976,338</u>	<u>432,594</u>	<u>2,408,932</u>
At 30 September 2020	<u>2,006,114</u>	<u>516,056</u>	<u>2,522,170</u>

In November 2021 Mintec Ltd, a subsidiary company, sold its freehold property for a price of £2,100,000 and subsequently entered into a lease agreement on that same property.

MINTEC LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

10. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
COST	
At 1 October 2020	1
Additions	<u>7,509,318</u>
At 30 September 2021	<u>7,509,319</u>
NET BOOK VALUE	
At 30 September 2021	<u><u>7,509,319</u></u>
At 30 September 2020	<u><u>1</u></u>

On the 10 August 2021 the group acquired the ordinary share capital of Mintec Europe A/S (previously Kairos Commodities A/S), for a consideration of £7,509,245. The total payment is made up by £4,448,716 paid in cash, £450,529 in relation to acquisition costs and £2,610,000 in deferred consideration. The deferred consideration is split between £849,000 in deferred consideration payable within one year and included within creditors, and £1,761,000 in deferred contingent consideration included within provisions. The deferred contingent consideration is the estimated fair value of the contingent amounts and details of the maximum amounts payable are disclosed in note 19.

The deferred contingent consideration is split into three tranches which relate to each calendar year 2021, 2022 and 2023. The amounts payable are due within 30 days of each calendar year end and are variable according to the terms of the acquisition agreement, of which further details are disclosed in note 19.

The following were subsidiary undertakings at the end of the period:

	Country of incorporation	Proportion of the voting rights and ordinary share capital held	Nature of business
Directly owned:			
Mintec Inc.	USA	100%	Providing data and market insights
Mintec Europe A/S (previously Kairos Commodities A/S)	Denmark	98.69%	Providing data and market insights

The registered office for Mintec Inc. is 1209 Orange Street, Wilmington, New Castle, 19801, United States of America.

The registered office for Mintec Europe A/S (previously Kairos Commodities A/S) is Vesterbrogade 149, DK-1620 Copenhagen, Denmark. This subsidiary was acquired on 10 August 2021.

At the year end, there was a non-controlling interest of 1.31% in a subsidiary undertaking, Mintec Europe A/S (previously Kairos Commodities A/S). On 24 January 2022 full ownership of Mintec Europe A/S (previously Kairos Commodities A/S) was obtained by the parent entity. It has been deemed immaterial to present the non-controlling interest held at the year end within the financial statements.

MINTEC LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 SEPTEMBER 2021****11. DEBTORS**

	2021 £	2020 £
Amounts falling due within one year:		
Trade debtors	1,076,344	1,267,145
Amounts owed by group undertakings	140,160	79,579
Other debtors	9,402	31,409
Prepayments and accrued income	<u>712,039</u>	<u>742,356</u>
	<u>1,937,945</u>	<u>2,120,489</u>
	2021 £	2020 £
Amounts falling due after more than one year:		
Other debtors	93,665	75,000
Directors' loan accounts	135,885	125,000
Corporation tax	94,741	65,000
Prepayments and accrued income	<u>53,543</u>	<u>-</u>
	<u>377,834</u>	<u>265,000</u>
Aggregate amounts	<u>2,315,779</u>	<u>2,385,489</u>

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021 £	2020 £
Trade creditors	155,775	36,264
Amounts owed to group undertakings	836,999	836,999
Corporation tax	136,457	262,776
Social security and other taxes	90,034	117,464
Deferred consideration	849,000	-
VAT	66,464	9,377
Accruals and deferred income	<u>5,408,657</u>	<u>4,973,762</u>
	<u>7,543,386</u>	<u>6,236,642</u>

The deferred consideration balance due within one year relates to deferred consideration arising on the acquisition of Mintec Europe A/S (previously Kairos Commodities A/S).

MINTEC LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 SEPTEMBER 2021**

13. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2021	2020
	£	£
Within one year	107,964	47,834
Between one and five years	<u>79,805</u>	<u>57,466</u>
	<u>187,769</u>	<u>105,300</u>

14. PROVISIONS FOR LIABILITIES

	2021	2020
	£	£
<u>Deferred tax:</u>		
Fixed asset timing differences	474,499	402,227
Short term timing differences	<u>(3,478)</u>	<u>(2,644)</u>
	<u>471,021</u>	<u>399,583</u>
<u>Deferred contingent consideration:</u>		
Due within one year	610,000	-
Due after one year	<u>1,151,000</u>	<u>-</u>
	<u>1,761,000</u>	<u>-</u>
 Total	 <u>2,232,021</u>	 <u>399,583</u>

	Deferred contingent consideration	Deferred tax	Total
	£	£	£
Balance at 1 October 2020	-	399,583	399,583
Fixed asset timing differences	-	71,438	71,438
Short term timing differences	-	-	-
Movement in provision	<u>1,761,000</u>	<u>-</u>	<u>1,761,000</u>
 Balance at 30 September 2021	 <u>1,761,000</u>	 <u>471,021</u>	 <u>2,232,021</u>

The deferred contingent consideration balance is in relation to the acquisition of Mintec Europe A/S (previously Kairos Commodities A/S) which is also included within investment additions in note 10. This deferred consideration is split into three tranches which relate to each calendar year 2021, 2022 and 2023. The amounts payable are variable according to the terms of the acquisition agreement of which further details are disclosed in note 19.

MINTEC LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 30 SEPTEMBER 2021****15. CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2021 £	2020 £
5,000	Ordinary A shares	£1	5,000	5,000
2,500	Ordinary B shares	£1	2,500	2,500
2,500	Ordinary C shares	£1	<u>2,500</u>	<u>2,500</u>
			<u>10,000</u>	<u>10,000</u>

16. RESERVES

Called up share capital - This represents the nominal value of shares that have been issued.

Retained earnings - This distributable reserve records retained earnings and accumulated losses.

Capital contribution reserve - This distributable reserve is an addition to the permanent capital of the company.

17. DIRECTORS' ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the years ended 30 September 2021 and 30 September 2020:

	2021 £	2020 £
Mr S H Wicks		
Balance outstanding at start of year	125,000	125,000
Amounts advanced	10,885	-
Amounts repaid	-	-
Amounts written off	-	-
Amounts waived	-	-
Balance outstanding at end of year	<u>135,885</u>	<u>125,000</u>

To be repaid the earlier of the date and Exit occurs or 14 December 2028. Interest will be payable on the loan at 3% per annum.

18. RELATED PARTY DISCLOSURES

This company is a wholly-owned subsidiary within the group. It has therefore taken advantage of the exemptions, provided within the Financial Reporting Standard 102, from disclosure of transactions entered into with other members of the group.

At the year-end date, a shareholder of Cookie Topco Limited (a parent company) owed £93,665 (2020: £75,000) to the company, by way of a loan. To be repaid the earlier of the date and Exit occurs or 17 December 2027. Interest will be payable on the loan at 3% per annum.

19. EVENTS AFTER THE REPORTING PERIOD

The Directors have identified the following subsequent events which require disclosure. The Directors do not consider that any of these events are circumstances which require adjustment to the amounts presented in these financial statements.

At the year end, there was a non-controlling interest of 1.31% in a subsidiary undertaking, Mintec Europe A/S (previously Kairos Commodities A/S). On 24 January 2022 full ownership of Mintec Europe A/S (previously Kairos Commodities A/S) was obtained by the parent entity. It has been deemed immaterial to present the non-controlling interest held at the year end within the financial statements.

In November 2021 Mintec Ltd, sold its freehold property for a price of £2,100,000 and subsequently entered into a lease agreement on that same property.

On 31 January 2022 the Mintec Group confirmed it secured further investment from Five Arrows Principal Investments and Synova Capital, and created a new ultimate parent company, Wizard Topco Ltd, to enable it to continue its ambitious growth plans. As part of the transaction a loan for £47.75m was taken out on 25 March 2022 and terminates 25 March 2029 with Golub Capital. Interest accrues at margin (4.75%) plus SONIA.

The consideration for the acquisition of Mintec Europe A/S includes elements of deferred contingent consideration. This deferred contingent consideration is split into three tranches which relate to each calendar year 2021, 2022 and 2023. The amounts payable are variable according to the terms of the acquisition agreement and are based upon the proportion by which Annualised Recurring Revenue (ARR) exceeds the previous period and are subject to a maximum of £4.0m, unless the Second Earn-Out exceeds £2.5m, in which case the maximum Earn Out payment is £5.0m. The Directors have engaged with valuations experts to assist with their assessment of the likely amounts payable. The Directors assessment made at the balance sheet date is that £1,761,000 is the most probable amount payable and this has been recorded in these financial statements. The Directors current assessment is that the probable amount payable will reach £5,000,000. Should the value of the future estimate or actual payment change, there will be an adjustment recognised to the cost of the business combination and the liability recognised.

20. ULTIMATE CONTROLLING PARTY

During the year and up to 31 January 2022, the immediate parent company was Cookie Bidco Limited and the ultimate controlling party was Synova Capital Fund III LP.

Synova Capital Fund III LP held 85% of the issued share capital of Cookie Topco Limited. Cookie Topco Limited is the sole shareholder of Cookie Bidco Limited. Cookie Bidco Limited is the sole shareholder and immediate parent company of Mintec Limited.

The ultimate beneficial owners of Synova Capital Fund III LP were its Limited Partners. No Limited Partner held an interest in the Fund in excess of 15%.

Since 31 January 2022, the company's immediate parent undertaking is Cookie Bidco Limited. The ultimate parent company is Wizard Topco Ltd and the company's ultimate holding company and controlling party with 53.27% is Five Arrows Principal Investments IV Holdings Sarl, a company incorporated in Luxembourg.

The largest and smallest group, in which this company's information is consolidated is that of Cookie Topco Limited. Cookie Topco Limited is incorporated in England and Wales. Consolidated financial statements to 30 September 2021 are being prepared. The principal place of business for Cookie Topco Limited is:

Gloucester House
Unit Q, Bourne End Business Park
Cores End Road
Bourne End
Bucks
SL8 5AS

Copies of the consolidated financial statements of Cookie Topco Limited can be obtained from the above address.

21. SHARE-BASED PAYMENT TRANSACTIONS

During the 2020 financial year, share options in a HM Revenue and Customs approved share option plan were granted. These equity-settled options have vesting periods estimated to range from three to four years and dependent upon an Exit event, with various conditions attached which include continuous employment and performance related conditions.

During the year, the expected date of the Exit event was updated to 0.58 years from the balance sheet date (2020: 3.5). This resulted in an acceleration of the share based payment charge.

The Black-Scholes option pricing model was used to value the equity-settled share-based payment awards as it was considered that this approach would result in materially accurate estimate of the fair value of options granted. The following information was used in this valuation.

	2020
Equity-settled	
Option pricing model used	Black-Scholes
Weighted average share price at grant date (pence)	80.00
Exercise price (pence)	56.00
Weighted average contractual life (years)	3.5
Expected volatility	20%
Expected dividend growth rate	5%
Risk-free interest rate	5%

The volatility assumption, measured at the standard deviation of expected share price returns, is based on a statistical analysis of daily share prices over the last three years of comparable publicly quoted companies.

The share-based remuneration expense comprises £148,758 (2020: £44,318) in respect of equity settled schemes.

The company did not enter into any share-based payment transactions with parties other than employees during the current or previous periods.

Share options outstanding at the end of the year for the company have the following exercise prices:

Grant date	Weighted average fair value £	Share Options	
		2021	2020
01/11/2019	1,368	100	100
07/05/2020	1,740	50	50
17/08/2020	<u>1,611</u>	<u>25</u>	<u>25</u>
	<u>1,510</u>	<u>175</u>	<u>175</u>

The weighted average remaining contractual life for the share options outstanding as at 30 September 2021 is 0.58 years (2020: 3 years).

Out of the 175 options none were exercisable at the year end date.

Following the change in ownership of the group described in note 20, the Exit event condition of share options was satisfied and 175 options were exercised.