



Annual Report and Financial Statements For the year ended 31 March 2024

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Directors and Advisors

Directors

Gautam Samanta lan Summers

Company secretary

Abogado Nominees Limited

Registered office

280 Bishopsgate, London, United Kingdom, EC2M 4RB

Registered number

02503575

Independent auditor

Anderson Anderson & Brown Audit LLP 81 George Street, Edinburgh, EH2 3ES

Bankers

NatWest Bank Reading Market Place, 13 Market Place, Reading Berks, UK RG1 2EG

Citibank N.A. London, Citigroup Centre, 33 Canada Square, London, UK, E14 5LB

Business address

5th Floor, 8 Fenchurch Place, London, EC3M 4AJ

Strategic Report for the year ended 31 March 2024

The directors present their strategic report for the year ended 31 March 2024 for Coforge AdvantageGo Limited ('the Company').

Introduction

The principal activity of the Company is the provision of software solutions, hosting and services to the London and International Insurance Markets.

Our platform provides Insurance Underwriters with clarity to be far more accurate with the terms of cover offered and the premium charged on a policy, to improve existing insurance products and develop new ones that bring profits closer to the point of sale. Our platform provides the pre- and post-bind underwriting workbench, the exposure management solution, and policy administration software that helps insurers manage the future.

Business review

During the year we continued to retain our customer base including license deals on a term basis, moving to a higher level of annual renewals, with a strong profile of recurring revenue across support and hosting revenue in addition to services implementation. Despite the macro-economic headwinds, this has resulted in overall positive year-on-year impact.

The results for the Company show turnover increased 59% by £6.1m to £16.4m (March 2023: £10.3m). With total expenses increasing at a lower rate of 13.5% year-on year due to controlled spending and optimising our offshore workforce, the operating loss reduced to £2.9m (March 2023: loss of £6.8m).

We have continued to invest in our core technology platforms and applications. In the current financial year, we have capitalized £7.2m (2023: £8.3m) in relation to our new product versions Underwriting 2023.1 and Exact 2023.1. During the year, the organisation continued to invest heavily in corporate grade, global scale infrastructure to accompany the applications of the organisation and prepare the product portfolio for true digital transformation.

In the prior year, in March 2023, the Company received £15,000,000 by way of a short-term intercompany advance for the application of shares from its immediate parent, Coforge UK Limited. In April 2023 this amount was capitalised via an issue of ordinary shares totalling £15,000,000, being 1,500m ordinary shares of £0.01 each.

The net assets of the Company increased to £22.8m at year end (2023: £10.0m).

Key performance indicators (KPIs)

	2024 £000	2023 £000	Change %
Turnover	16,375	10,273	59.4%
Loss before tax	(2,916)	(6,775)	-57.0%
Net assets	22,814	10,376	120.0%
	2024	2023	
Employees – Direct & Indirect:	number	number	Change %
Employees – Direct & Indirect: Employees – UK	number 61	number 58	Change % 4.9%
			J

Strategic Report for the year ended 31 March 2024 (continued)

The Company mainly employs staff directly in the UK. Additionally, the majority of our workforce are employed by Coforge India and contracted exclusively to the Company.

Turnover represents the revenues derived from software product licence sales, implementations and related software product support services. Deferred revenue, being amounts receivable for work contractually committed but not yet delivered, amounted to £1.9m at year end (2023: £1.7m). The Company's turnover increased by 59.4% and loss before tax reduced 57.0% respectively, mainly as a result of strong renewals and purchases of Subscribe and Underwriting products and related services.

Principal risks

The principal risks facing the Company are financial losses or other material adverse impacts arising from:

Macro-economic risks: Global events effecting its addressable market. These risks affect the decision-making process of prospective and current customers, when it comes to procurement processes.

Information security risks: Events that may affect the confidentiality, availability and integrity of its clients' data.

Employee attrition: The ability to retain specialist employees in a competitive job market in UK and India, especially in product engineering and sector specific sales staff.

Commercial and finance risk: Events impacting our commercial and financial position including customer retention and new product adoption.

Financial risk management

The Company's operations expose it to a variety of limited financial risks including the effects of changes in interest rates on foreign currency exchange rates, credit risk and liquidity risk.

The Company does not use derivative instruments to manage these exposures.

The Company's principal financial instruments comprise Sterling and US dollar bank deposits together with trade receivables and trade payables that arise directly from its operations.

The main risks arising from the Company's financial instruments can be analysed as follows:

Price risk

Due to the nature of its business, the Company's customers are mainly in the insurance sector acquiring software licenses and solutions in a highly competitive market. The Company's executive team meet addressing pricing on all main proposals to ensure we maintain margins and offer value for money.

Credit risk

The Company's principal financial assets are bank balances and trade receivables, which represent the Company's maximum exposure to credit risk in relation to financial assets.

The Company's credit risk is primarily attributable to its trade receivables. The Company's customers are mainly in the insurance sector acquiring software licenses and solutions. The Company monitors credit risk and considers the current policies of credit checks and monitoring of collections to meet its objectives of managing credit risk.

Strategic Report for the year ended 31 March 2024 (continued)

Liquidity risk

The inability to meet its short-term obligations, due to the timing of customer receipts and when trade payables, expenses and intercompany balances are due. The working capital requirements are reviewed regularly by the Directors to ensure the Company has sufficient funds for the foreseeable future.

Foreign Exchange risk

A proportion of the Company's trading is conducted in Euros and US Dollars. However, any exposure to foreign exchange risk is in the normal course of business and is deemed to be immaterial.

Interest rate risk

The Company did not warrant any significant borrowing in the current year. Policies in this regard will be in review regularly by the directors.

Future developments

We continue to build on our core operations with a focus on customer growth (both in UK and internationally) and retention, product development and maintaining key employees in offices of UK and India.

The pressure to deliver data driven underwriting across the market continues and this is reflected in strong demand for our products. As a technology product driven company we invest significantly into research and development activities. We will be investing further in the development of the new applications and features of our underwriting workbench, exposure management solution, and the policy administration software products, in readiness for true digital transformation.

Our cutting-edge commercial insurance management solutions place the power, insights, and real-time data in the right hands, at the right time to make better-informed decisions, increasing efficiency, revenue and customer satisfaction, while reducing costs with next-generation, single platform technology.

On behalf of the Board

Ian Summers

Director

Dated: 22-08-2024

Directors' Report for the year ended 31 March 2024

The directors present their report and the audited financial statements of Coforge AdvantageGo Limited ('the Company') for the year ended 31 March 2024.

Principal activities

The principal activity of the Company is the provision of software solutions, hosting and services to the London and International Insurance Markets.

Results and dividends

The loss for the Company, after taxation, amounted to £2,156,484 (2023: loss £5,274,378).

The directors do not recommend payment of a final dividend (2023: Nil). No interim dividend has been paid during the year (2023: Nil).

Issue of shares

During the year the Company received in April 2023 from its immediate parent company, Coforge UK Limited, an issue of ordinary shares totalling £15,000,000 (being 1,500m ordinary shares of £0.01 each), via a conversion of a short-term loan advanced for the application of shares in March 2023.

Research and development

During the reporting period, as a technology product driven company, the Company has invested heavily in the research and development of novel software systems that look to improve and streamline the overall commercial insurance practices being followed in the financial services industry.

During the year the Company incurred expenses on research and development of £9.2m (2023: £9.5m), of which £7.2m (2023: £8.3m) was capitalised in relation to the Underwriting and Exact products. Amortisation of capitalised Development costs was £2.8m in the year (2023: £0.6m).

We invested further in the development of the new applications and features across of our underwriting workbench, exposure management solution, and the policy administration software products. This year, the main focuses were Ingestion and the Management Console: creating a standard of interoperability that demonstrates the single platform experience that the Company is working towards, with any data captured in any one system, can be surfaced visually into another; plus insights and analytics, defining, developing, and then surfacing those analytics that are applicable to data captured in each of our products in order to aid our users in strategy, with making more informed decisions, quicker.

The Company claims research and development tax credits from the UK tax authority on qualifying expenditure.

Going Concern

The Company made a loss for the financial year of £2.2m (2023: loss £ 5.3m). At the balance sheet date 31 March 2024 the Company had £0.43m of cash available (2023: £3.3m) and net current assets of £10.6m at 31 March 2024 (2023: £2.6m).

Management prepared the Going concern analysis primarily based on two scenarios i.e. the Investment Scenario planned for Financial Year 2025 and forecast for at least 12 months from the signing of the financial statements, and a Slower Growth scenario, with revenues lowered by 10% versus prior year's actuals, mitigated with some cost reductions in the later period if revenue targets are not met.

The Company has planned to continue R&D activities to support the longer-term growth aspirations and we have left these unchanged to ensure the on-going competitiveness and success of the business. The Company continuously is assessing ways to optimise costs and introduce greater automation.

Based on both the Investment and Slower Growth scenarios the Company, the loan issued post year end by the immediate parent, Coforge UK Limited, and certain customer contractual group guarantees,

Directors' Report for the year ended 31 March 2024 (Continued)

the Company has sufficient operating cash flows for at least 12 months following the approval date of the financial statements.

Events after the reporting date

In May 2024 the Company entered into a Loan agreement for £6.5m for a period of 3 years from its immediate parent company, Coforge UK Limited, for meeting its immediate requirement for product development. The loan is to be repaid by end of the 3-year period interest at the rate of SONIA +1.40% p.a. payable on refund of the loan.

Matters covered in the Strategic Report

The Company's business activities, factors likely to affect its future development, performance and position and disclosure of the Company's principal and financial risks are set out in the Strategic Report.

Qualifying third party indemnity provision

The Company has a Directors and Officers Liability insurance policy. This is in force at the date of the statement of financial position and also at the date of signing of the financial statements.

Directors

The current directors of the Company are set out on page 1. All of the directors serving during the year and up to the date of signing the financial statements are listed below:

Gautam Samanta Ian Summers (appointed on 11 March 2024) Kishore Krishnan (resigned on 10 March 2024)

Directors' Report for the year ended 31 March 2024 (Continued)

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102), 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;
- state whether applicable UK Accounting Standards comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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.

Disclosure of information to auditor

At the date of approving this report, each of the Company's directors, as set out on page 1, confirms the following:

- so far as the directors are aware, there is no relevant audit information of which the company's auditor are unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditor

The auditor, Anderson Anderson & Brown Audit LLP, are appointed as independent auditor to audit the financial statements of the company.

Approved on behalf of the Board of Directors

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08-2024

Coforge AdvantageGo Limited Independent Auditor's Report to the Members of Coforge AdvantageGo Limited (Continued)

Opinion

We have audited the financial statements of Coforge AdvantageGo Limited (the 'Company') for the year ended 31 March 2024 which comprise the Statement of Comprehensive Income, Statement of Financial Position, and 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).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2024 and of its profit/(loss) for the year 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.

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 Auditors' responsibilities for the audit of the financial statements section of our report. 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 other information comprises the information included in the Annual Report other than the financial statements and our Auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. 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.

Coforge AdvantageGo Limited Independent Auditor's Report to the Members of Coforge AdvantageGo Limited (continued)

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 Director's report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Director's report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 Director's 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; or

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 7, 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 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.

Auditors' 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 Auditors' 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.

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:

Coforge AdvantageGo Limited Independent Auditor's Report to the Members of Coforge AdvantageGo Limited (continued)

We obtained an understanding of the legal and regulatory frameworks within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements.

The laws and regulations we considered in this context were the Companies Act 2006 and Taxation legislation.

We identified the greatest risk of material impact on the financial statements from irregularities including fraud to be:

- Management override of controls to manipulate the company's key performance indicators to meet targets;
- Timing of revenue recognition; and
- Compliance with relevant laws and regulations which directly impact the financial statements and those that the company needs to comply with for the purpose of trading.

Our audit procedures to respond to these risks included:

- Testing of journal entries and other adjustments for appropriateness;
- Cut-off testing confirming that revenue recorded immediately before and after the year-end is recorded in the correct period;
- Enquiries of management about litigation and claims and inspection of relevant correspondence;
 and
- Reviewing legal and professional fees to identify indications of actual or potential litigation, claims and any non-compliance with laws and regulations.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report Use of our report.

Coforge AdvantageGo Limited Independent Auditor's Report to the Members of Coforge AdvantageGo Limited (continued)

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 a Report of the Auditors 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.

Stuart Rose (Senior Statutory Auditor)

Andron Andron & Bonn Audit LLP

for and on behalf of

Anderson Anderson & Brown Audit LLPStatutory Auditor

81 George Street, Edinburgh, EH2 3ES

Date: 23 August 2024

Statement of Comprehensive Income for the year ended 31 March 2024

		2024	2023
	Note	£	£
Turnover	4	16,374,789	10,273,408
Cost of sales		(1,046,398)	(1,178,036)
Gross profit		15,328,391	9,095,372
Administrative expenses		(18,245,056)	(15,812,690)
Operating loss		(2,916,665)	(6,717,318)
Interest and similar income/(expense), net	6	843	(58,187)
Loss on ordinary activities before taxation	5	(2,915,822)	(6,775,505)
Tax benefit on loss on ordinary activities	7	759,338	1,501,127
Loss for the financial year		(2,156,484)	(5,274,378)
Total comprehensive loss for the reporting period		(2,156,484)	(5,274,378)

There were no other items of comprehensive income for 2024 (2023: £nil.).

All profits and loss are generated from continuing activities.

The notes on pages 15 to 28 form part of the financial statements.

Statement of Financial Position as at 31 March 2024

		2024	2023
	Note	£	£
Fixed assets			
Intangible	10	12,170,104	7,718,642
Tangible	11	50,520	60,890
		12,220,624	7,779,532
Current assets			
Debtors:			
Amounts falling due within a year	12	15,922,844	12,693,851
Amounts falling due after more than a year	12	2,765,909	4,650,969
Total debtors		18,688,753	17,344,820
Cash at bank		428,878	3,264,797
Total current assets		19,117,631	20,609,617
Creditors:			
Amounts falling due within one year	13	(8,523,928)	(18,012,413)
Net current assets		10,593,703	2,597,204
Total assets less current liabilities		22,814,327	10,376,736
Provision for other liabilities	14	=	(405,925)
Net assets		22,814,327	9,970,811
Equity			
Called up share capital	15	15,012,557	12,557
Share premium account		1,749,257	1,749,257
Retained earnings		6,052,513	8,208,997
Total shareholders' funds		22,814,327	9,970,811

The notes on pages 15 to 28 form part of the financial statements.

The financial statements were approved by the Board dated...... and signed on its behalf by:

Ian Summers

Director

Dated:22.08.2024

Registered Number: 02503575

Statement of Changes in Equity for the year ended 31 March 2024

	Share Capital £	Share Premium £	Retained Earnings £	Total Equity £
At 1 April 2022	12,557	1,749,257	13,483,374	15,245,188
Total comprehensive loss	-	70	(5,274,377)	(5,274,377)
At 31 March 2023	12,557	1,749,257	8,208,997	9,970,811
Total comprehensive loss	0 2 0	-	(2,156,484)	(2,156,484)
Share allotment	15,000,000	ie		15,000,000
				Ä.
At 31 March 2024	15,012,557	1,749,257	6,052,513	22,814,327

Notes to the Financial Statements for the year ended 31 March 2024

1 General information

Coforge AdvantageGo Limited ('the Company') is a wholly owned subsidiary of Coforge UK Limited, UK. The ultimate parent company and controlling party is Coforge Limited, registered in India.

The principal activity of the Company is the provision of software solutions, hosting and services to the London and International Insurance Markets.

The Company is a private company limited by shares and is incorporated in England and Wales under registration number 02503575. The address of its registered office is 280 Bishopsgate, London, United Kingdom, EC2M 4RB.

2 Statement of compliance

The financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, 'The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland' (FRS 102') and the Companies Act 2006 for the year ended 31 March 2024.

3 Accounting policies

Basis of accounting

The financial statements are prepared on a going concern basis under the historical cost convention in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently with the prior year, are set out below.

The financial statements have been prepared in British Pounds, which is the Company's functional currency and rounded to the nearest pound.

The following are the critical accounting estimates used in the preparation of financial statements in compliance with FRS 102:

- Services contracts are recognised based on stage of completion;
- Capitalised development cost is subject to an annual impairment review based on future revenue potential.

Going Concern

The Company made a loss for the financial year of £2.2m (2023: loss £5.3m). At the balance sheet date 31 March 2024 the Company had £0.43m of cash available (2023: £3.3m) and net current assets of £10.6m at 31 March 2024 (2023: £2.6m).

Management prepared the Going concern analysis primarily based on two scenarios i.e. the Investment Scenario planned for Financial Year 2025 and forecast for at least 12 months from the signing of the financial statements, and a Slower Growth scenario, with revenues lowered by 10% versus prior year's actuals, mitigated with some cost reductions in the later period if revenue targets were not met.

The Company has planned to continue development activities to support the longer-term growth aspirations and we have left these unchanged to ensure the on-going competitiveness and success of the business. The Company continuously is assessing ways to optimise costs and to introduce greater automation.

Based on both the Investment and Slower Growth scenarios the Company, the loan issued post year end by the immediate parent, Coforge UK Limited, and certain customer contractual group guarantees, the Company has sufficient operating cash flows for at least 12 months following the approval date of the financial statements.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

3 Accounting policies (continued)

Turnover

Turnover represents sales to customers, net of value added tax and trade discounts. Turnover is derived from the company's principal activity comprising of license, implementation and support services. All turnovers relate to business activities in the United Kingdom.

Recognition of turnover

Revenue may be recognised in respect of a contract, which is defined herein to be either a single contract taken as a whole or an unbundled part of a contract. However, an unbundled part may be considered only if the contractual obligations for completion of it can be met without any material dependency on other components of the bundled contract.

Some contracts are determined at the outset to be short term in nature. These generally relate to short studies, the supply of professional services on a time and materials basis, or the supply of products that are sold in a standard form without any material modification. All other contracts are deemed to be long-term contracts.

For any contract, revenue is recognised only when a signed contract exists and the collection of the associated receivable is considered probable.

For a short-term contract including license, revenue is recognised when there is a right to consideration, when delivery to the customer has occurred and there are no significant vendor obligations remaining. For long term maintenance contracts, revenue is recognised in equal instalments over the period of the contract.

For Term contracts, the licence component, which does not have any vendor obligations remaining, revenue is recognised at the point in time when the right to use the licence is passed on to the customer. The maintenance revenue for these contracts is recognised in equal instalments over the period of the contract.

For all other long-term contracts revenue is recognised on a 'percentage of completion' basis at the statement of financial position date, with 'percentage completion' being measured by the costs to date as a percentage of the estimated costs to completion. Any loss on a contract is recognised in full as soon as a loss is foreseen by reference to the estimated cost to completion.

The amount by which turnover exceeds payments on account is shown under receivables as amounts recoverable on contracts. The amount by which billings are made in advance, and revenue taken subsequently in line with other accounting policies is shown under payables as deferred income.

For time and material contracts, revenue is recognised on basis of billable efforts.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

3 Accounting policies (continued)

Development costs (Intangible assets)

Development costs are stated at cost less amortisation and any provision for impairment.

Costs incurred during the development period of new software products, which substantially improve those products already offered by the company, are treated as development costs. These costs are capitalised and amortised over the life of the product. Costs that are capitalised comprise directly attributable incremental costs incurred during the development period, including wages and salaries of staff employed solely for the purpose of developing the new product, and third-party costs.

Amortisation of the development costs occurs on a straight-line basis over three years.

Impairment of non-financial assets

Where there are indicators of impairment of individual assets, the Company performs impairment tests based on fair value less costs to sell or a value in use calculation. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction on similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next three years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash flows and the growth rate used for extrapolation purposes.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at historic purchase cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is provided evenly on the cost of tangible fixed assets, to write them down to their estimated residual values over their expected economic useful lives. Where there is evidence of impairment, fixed assets are written down to their recoverable amount. Any such write down would be charged to operating profit. The principal annual rates used are as follows:

Furniture and equipment 20% Plant and machinery 33%

Leases

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the full terms of the leases.

The Company has taken advantage of the exemption in the prior year in respect of lease incentives on leases in existence on the date of transition to FRS 102 and continues to credit such lease incentives to the statement of comprehensive income over the respective lease periods.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

3 Accounting policies (continued)

Current and deferred taxation

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

Current or deferred taxation assets and liabilities are not discounted.

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

Deferred tax balances are recognized in respect of all timing differences that have originated but not reversed by the statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognized in respect of permanent differences except in respect of business combinations, when deferred tax is recognized on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Pensions

Pension contributions to the defined contribution Coforge AdvantageGo Limited Group Personal Pension Scheme are charged to the statement of comprehensive income in the period in which contributions are incurred. Assets of the scheme are held separately from those of the company in an independently administered fund.

Foreign currency

The company's functional and presentational currency is pounds sterling (GBP).

Foreign currency transactions during the year are converted into sterling using the rate at the beginning of the month in which they occur. At the year-end monetary assets and liabilities in foreign currency amounts have been converted at the exchange rate on the statement of financial position date. All foreign exchange differences are taken to the statement of comprehensive income in the period in which they arise.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

3 Accounting policies (continued)

Financial instruments

Financial assets:

Basic financial assets, including trade and other receivables and cash and bank balances are initially recognised at transaction price. The same are retranslated at the rate of exchange ruling at the statement of financial position date. Exchange gains and losses are taken to the statement of comprehensive income in the year in which they arise. Any losses arising from impairment are recognised in the income statement in other operating expenses.

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

At the end of each reporting period financial assets are assessed for objective evidence of impairment. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in statement of comprehensive income.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in statement of comprehensive income. Such assets are subsequently carried at fair value and the changes in fair value are recognised in statement of comprehensive income.

Financial liabilities:

Basic financial liabilities, including trade and other payables are initially recognised at transaction price. The same are retranslated at the rate of exchange ruling at the statement of financial position date. Exchange gains and losses are taken to the statement of comprehensive income in the year in which they arise.

Trade payables are obligations to pay for goods or 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. If not, they are presented as non-current liabilities.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Offsetting:

Financial assets and liabilities are offset and the net amounts presented in the financial statements 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 to realise the asset and settle the liability simultaneously.

Provisions for liabilities

A provision is recognised when the company has a legal or constructive obligation as a result of a past event and it is probably that an outflow of economic benefits will be required to settle the obligation. Provisions for the expected costs of maintenance under contract are charged against profits when the revenue for sales of the products has been recognised. The effect of the time value of money is not material and therefore the provision are not discounted.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

3 Accounting policies (continued)

Financial Reporting Standard 102 - Reduced Disclosure Exemptions check

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv) in respect
 of reconciliation of the number of shares outstanding at the beginning and end of the period;
- the requirements of Section 7 Statement of Cash Flows in respect of preparation of statement of cash flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d) in respect of presentation of statement of cash flows in the financial statements:
- the requirements of Section 33 Related Party Disclosures paragraph 33.7 in respect of the nondisclosure of key management personnel compensation in total.

The Company is a wholly owned subsidiary of a group headed by Coforge Limited, India. Coforge Limited, India prepares consolidated financial statements and copies can be obtained from 8 Balaji Estate, Third Floor, Guru Ravidas Marg, Kalkaji, New Delhi – 110019, India. Consolidated financials can also be obtained for Coforge Limited, India, from that Company's website at the following address, https://www.coforge.com/investors

4 Turnover

The turnover of the Company has been derived from its principal activity, for which a geographical analysis by origin and by destination is given below. The Company has only one main class of business, relating to sale of software products and services.

Geographical area	By Origin		By Desti	nation
	2024	2023	2024	2023
	£	£	£	£
UK	16,374,789	10,273,408	15,470,942	8,673,024
Europe	=	i a ∧	220,782	249,349
Rest of the world	-	<u></u>	683,065	1,351,035
·	16,374,789	10,273,408	16,374,789	10,273,408

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

5 Operating loss

Operating loss is arrived at after charging:

	31 March 2024 £	31 March 2023 £
Fees payable to company auditors for:		
The audit of the company pursuant to legislation	36,000	46,870
Tax services	26,538	16,000
Depreciation and amortisation:		
Owned tangible fixed assets	28,239	97,345
Research and development amortisation	2,762,560	569,039
Research and development expense	9,225,589	9,528,861
Rentals under operating leases:		
Land and buildings	•	20,935
Plant and machinery		8,252
Foreign exchange loss	38,279	161,984

6 Interest and similar income (expense), net

	31 March	31 March
	2024	2023
	£	£
Bank and tax refund interest	843	2,642
Interest expense on affiliate undertaking loan	<u> </u>	(60,829)
Total Interest and similar income (expense), net	843	(58,187)

7 Tax benefit on loss on ordinary activities

	31 March	31 March
	2024	2023
	£	£
Current tax:		
UK Corporation tax at 25% (2023: 19%)	-	葟
Prior Period adjustments	(32,535)	146,646
Total current tax (benefit) charge	(32,535)	146,646
Deferred tax:		
Origination and reversal of timing differences	(726,803)	(1,647,773)
Total deferred tax	(726,803)	(1,647,773)
Tax benefit on loss on ordinary activities	(759,338)	(1,501,127)

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

7 Tax on loss on ordinary activities (continued)

The tax assessed for the year is lower (2022: higher) than the standard rate of corporation tax in the United Kingdom 25% (2023: 19%). The differences are explained below:

	31 March 2024 £	31 March 2023 £
Factors affecting tax (benefit)/charge for the year		
Loss on ordinary activities before taxation	(2,915,822)	(6,775,505)
Loss on ordinary activities at the standard rate of UK corporation tax 25% (2023: 19%)	(728,956)	(1,287,346)
Other differences	2,153	(360,427)
Prior period adjustments	(32,535)	146,646
Tax (benefit) for the year	(759,338)	(1,501,127)

The deferred taxation asset of £2,527,146 (2023: deferred taxation asset £1,800,343) has been recognised and is disclosed within debtors, see note 12.

	31 March 2024 £	31 March 2023 £
Short-term timing differences	24,618	122,857
Pension provision	16,945	181
Other differences	40,964	43,289
Tax losses	2,424,550	1,613,947
Prior period adjustments	20,069	20,069
Deferred tax asset	2,527,146	1,800,343
	31 March 2024 £	31 March 2023 £
Deferred tax asset as at 1 April 2023	1,800,343	152,570
Deferred tax benefit for the year	726,803	1,647,773
Deferred tax asset as at 31 March 2024	2,527,146	1,800,343

The standard rate of corporation tax in the UK for the reporting period is 25%. Accordingly, the company's loss for the reporting period is taxed at an effective rate of 26.04% (2023: 22.16%) and will be taxed at 25% in the future.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

8 Employees

	31 March 2024 £	31 March 2023 £
Staff costs during the year (including directors)		
Wages and salaries	5,523,711	5,202,266
Social security costs	830,595	667,634
Other pension costs	539,574	694,565
Other staff costs	96,994	106,389
	6,990,874	6,670,854

The average monthly number of persons employed by the company, in the UK, during the year was:

	31 March 2024 (number)	31 March 2023 (number)
By activity	*	
Software development and support staff	39	37
Sales and marketing	16	16
Administrative staff	6	5
	61	58

A summary of all employees, directly and indirectly employed by affiliates, is as follows:

	31 March 2024 (number)	31 March 2023 (number)
Location		
UK	61	58
India	415	491
	476	549

The Company employs staff directly in the UK and indirectly in the USA and Spain, which are included in the staff costs. Additionally, the majority of our workforce are employed by Coforge Limited, an Indian group entity, and contracted exclusively to the Company.

Pension costs

The Company operates a Defined Contribution Pension Scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund.

The pension cost charge represents contributions payable by the company to the Coforge AdvantageGo Limited Group Personal Pension Scheme and amounts to £539,574 (2023: £694,565). The accrual at the year-end for the Company Personal Pension Scheme of £67,778 (2023: £726).

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

9 Directors' Emoluments

The directors' emoluments were as follows:

	2024	2023
	£	£
Aggregate remuneration	23,997	73=7

Aggregate remuneration represents the remuneration of the directors. No loss of office compensation was paid to the director.

I Summers was appointed as a director of the company on 11th March 2024. The management of the Company considered it to be impracticable to identify and estimate the director's emoluments of K Krishnan and G Samanta for their qualifying services to the Company. Both the directors are employees of other group companies and are remunerated by one of those companies and did not receive remuneration for their services as directors of the Company. As a result, this is not included in the directors' emoluments disclosure above.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

10 Intangible assets

	Development costs	Tatal
	£	Total £
Cost		
At 1 April 2023	14,209,496	14,209,496
Additions	7,214,022	7,214,022
At 31 March 2024	21,423,518	21,423,518
Accumulated amortisation		
At 1 April 2023	6,490,854	6,490,854
Charged in the year	2,762,560	2,762,560
At 31 March 2024	9,253,414	9,253,414
Net book value		
At 31 March 2024	12,170,104	12,170,104
At 31 March 2023	7,718,642	7,718,642

During the year the development cost incurred represent work on new product versions for Underwriting 2023.1 and Exact 2023.1.

11 Tangible assets

	Furniture and equipment	Plant and machinery	Total
	£	£	£
Cost			
At 1 April 2023	524,961	3,695,438	4,220,399
Additions	2,969	14,900	17,869
At 31 March 2024	527,930	3,710,338	4,238,268
Accumulated depreciation			
At 1 April 2023	524,961	3,634,548	4,159,509
Charged in the year	264	27,975	28,239
At 31 March 2024	525,225	3,662,523	4,187,748
Net book value			
At 31 March 2024	2,705	47,815	50,520
At 31 March 2023	20	60,890	60,890

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

12 Debtors

	2024	2023
(£	£
Trade debtors	3,999,126	2,382,956
Amounts owed by group undertakings	(50)	62,028
Amounts recoverable on contracts	6,289,247	6,737,459
Deferred tax asset (see note 7)	2,527,146	1,800,343
Corporation tax debtor	1,993,489	909,000
Other receivables	51,180	44,610
Prepayments and accrued income	1,062,656	757,455
Amounts falling due within a year	15,922,844	12,693,851
Amounts recoverable on contracts	2,328,592	4,576,386
Prepayments and accrued income	437,317	74,583
Amounts falling due after more than a year	2,765,909	4,650,969
Total debtors	18,688,753	17,344,820

Amounts recoverable on contracts includes debtors which are yet to be billed for the license revenue recognized upfront where all the performance obligations are satisfied.

Trade debtors and amounts recoverable on contracts are net of allowance for specific doubtful accounts amounting to £455,380 (2023: £455,380). The following table illustrates the movement of allowance for doubtful accounts.

	2024	2023
	£	£
Beginning balance, 1 April 2023	455,380	455,380
Bad debts expense for the year		9
Ending balance, 31 March 2024	455,380	455,380

13 Creditors: amounts falling due within one year

	2024	2023
	£	£
Trade creditors	316,554	167,620
Amount owed to group undertakings	4,827,852	109,206
Short-term advance owed to group undertakings (note below)	•	15,000,000
Other taxation and social security	728,286	529,703
Other payables	5,756	
Holiday pay accrual	98,470	85,004
Other accruals	669,806	414,072
Deferred income	1,877,204	1,706,808
	8,523,928	18,012,413

Amounts owed to group undertakings represent trade balances and are unsecured, non-interest bearing within stipulated payment terms.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

13 Creditors- amounts falling due within one year (continued)

Included in the amounts above was the following:

31 March	31 March
2024	2023
£	£

Short-term advance owed to group undertakings

15,000,000

In the prior year, in March 2023, the Company received £15,000,000 by way of a short-term intercompany advance for the application of shares from its immediate parent, Coforge UK Limited. In April 2023 this amount was capitalised via an issue of ordinary shares totalling £15,000,000, being 1,500m ordinary shares of £0.01 each. Accordingly, this balance was treated as a liability in last year's financial statements.

14 Provision for other liabilities

As part of the Company's property leasing arrangements there is an obligation to repair damages which are incurred during the life of the lease, such as wear and tear. The cost is charged to profit and loss as the obligation arises. The provision is reversed in the current financial year as we have moved to new office.

	2024	2023
	£	£
Provision for liabilities	H)	405,925

15 Called up, allotted and fully paid up share capital

	2024 Number of shares	2024 N	2023 Number of shares	2023 £
Called up, allotted, and fully paid shares of £0.01 each	Ordinary 1,501,255,720	15,012,557	7 1,255,700	12,557

In April 2023 an intercompany short-term loan advanced (in March 2023) of £15,000,000 was converted to shares in the form of 1,500,000,000 Ordinary equity shares allotted at £0.01 each (see note 13).

16 Reserves

Called up share capital

Called up share capital represents the nominal value of the shares issued.

Share premium:

This reserve represents amounts received on the issue of share capital in excess of the nominal value of the shares issued.

Retained Earnings:

Retained earnings represent cumulative profit and losses.

Notes to the Financial Statements for the year ended 31 March 2024 (continued)

17 Financial commitments

At 31 March 2024, the company had total commitments under non-cancellable operating leases payable as follows:

	2024	2023
	£	£
(i) Land and buildings		
Within one year	·	39,254
Within two to five years	()	-
		39,254
(ii) Others		
Within one year	. 	-
Within two to five years		
	\	F-

18 Related party transactions

The Company has taken advantage of the exemption in FRS 102 from the requirement to disclose transactions with group companies on the grounds that it is a wholly owned subsidiary and consolidated financial statements are prepared by the ultimate parent company, Coforge Limited, India. The consolidated financial statements published by the parent company are publicly available (see note 20).

19 Post Balance Sheet events

In May 2024 the Company entered into a Loan agreement for £6.5m for a period of 3 years from its immediate parent company, Coforge UK Limited, for meeting its immediate requirement for product development. The loan is to be repaid by end of the 3-year period interest at the rate of SONIA+1.40% p.a. payable on refund of the loan.

20 Ultimate holding company and controlling party

Coforge UK Limited, which is incorporated and registered in the UK, is the immediate parent company. The ultimate parent company and controlling party is Coforge Limited, India, a Company registered in India, which is the parent of the smallest and largest group to consolidate these financial statements.

Coforge Limited, India, prepares consolidated financial statements and copies can be obtained from 8 Balaji Estate, third floor, Guru Ravidas Marg, Kalkaji, New Delhi – 110019, India or from the company's website, as follows - https://www.coforge.com/investors.