

Accelya Solutions Americas, Inc. <i>(formerly known as Kale Softech Inc.)</i> 971 US Highway 202N STE N Branchburg, NJ 08876	2
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Accelya Solutions UK Limited <i>(formerly known as Zero Octa UK Limited)</i> Acre House, 11/15 William Road, London, NW1 3ER	12
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Directors' Report

To,
The Shareholders,

The Board of Directors of Accelya Solutions Americas, Inc. ("the Company") presents its report in respect of the year ended 30th June 2025.

Directors

James K Davidson has held office during the whole of the period from 29th July 2020 to the date of this report.

Saurav Adhikari has held office during the whole of the period from 2nd August 2022 to the date of this report.

Principal Activity

The principal activity of the Company during the financial year was marketing software solutions and outsourced services to the travel and transportation industry. No significant change in the nature of business activities occurred during the year.

Results

The revenue of the Company during the year ended June 30, 2025, was USD 12,216,402 as compared to USD 15,173,996 for the year ended June 30, 2024. The Company made a Net Profit of USD 448,817 for the year ended June 30, 2025, as compared to USD 657,370 for the year ended June 30, 2024.

Review of Operations

The total numbers of customers are five as on 30th June 2025.

Significant Changes in the State of Affairs

There were no significant changes in the state of affairs of the Company during the financial year other than those disclosed in this report.

Significant Event after Balance Sheet Date

There is no significant event to report since the book-close and balance sheet date of June 30, 2025.

Environmental Regulation Performance

The Company's operations are not subjected to any particular and significant environmental regulation under a law of the US Federal or any State Government. Accordingly, no environmental disclosure is required.

Directors' Interests

Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit, other than benefits disclosed in the financial statements as emoluments or the fixed salary of a full-time employee of the Company or a related body corporate by reason of a contract made by the Company or a related body corporate with the director or with a firm of which the director is a member, or with a company in which the director has a substantial interest.

Indemnification of Officers

The Company has not, during or since the end of the financial year, in respect of any person who is or has been an officer or auditor of the Company.

- Indemnified or made any relevant agreement for indemnifying against a liability, including costs and expenses in successfully defending legal proceedings; or
- Paid or agreed to pay a premium in respect of a contract insuring against a liability for the costs or expenses to defend legal proceedings.

Directors' Responsibility Statement

Your directors confirm that-

- a. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss for that period.
- c. The directors had taken proper and sufficient care for the maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d. The directors have prepared the annual accounts on a going concern basis.
- e. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

This report has been made in accordance with a resolution of directors.

For and on behalf of the Board of Directors

Place: New Jersey
Date: July 28, 2025

James K Davidson
Director

**BALANCE SHEET JUNE 30, 2025**

	30 June 2025	30 June 2024
	\$	\$
Assets		
Current assets:		
Cash at bank	2,557,319	3,830,702
Accounts receivable (net)	1,887,058	1,279,865
Contract Asset	792,635	1,166,246
Prepaid expenses-current	74,850	74,850
Total current assets	5,311,862	6,351,663
Non current assets		
Prepaid expenses-non current	75,302	140,151
Security deposits	5,000	5,000
Total non current assets	80,302	145,151
Total assets	5,392,164	6,496,814
Liabilities and member's deficit		
Current liabilities:		
Accounts payable & accruals	2,316,942	3,622,443
Corporate tax payable (net)	3,917	34,953
Contract liabilities	121,799	338,729
Total current liabilities	2,442,658	3,996,125
Stockholder's equity		
1,300,000 Shares issued and outstanding	13,000	13,000
Additional paid in capital	1,287,000	1,287,000
Retained earnings	1,649,506	1,200,689
Total stockholders' equity	2,949,506	2,500,689
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	5,392,164	6,496,814

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS

For Accelya Solutions Americas, Inc.

Place : New Jersey
Date : July 28, 2025

James K Davidson
Director

STATEMENT OF RETAINED EARNINGS/(DEFICIT) JUNE 30, 2025

	30 June 2025	30 June 2024
	\$	\$
Retained Earnings/(Deficit) - beginning	1,200,689	1,543,319
Add: Profit for the year	448,817	657,370
Less: Dividend	-	(1,000,000)
Retained earnings-ending	1,649,506	1,200,689

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS

For Accelya Solutions Americas, Inc.

Place : New Jersey
Date : July 28, 2025

James K Davidson
Director



STATEMENT OF OPERATION JULY 1, 2024 TO JUNE 30, 2025

	Year ended 30 June 2025 \$	Year ended 30 June 2024 \$
Revenue		
Income	12,216,402	15,173,996
Less: Cost of goods sold - Schedule A	11,541,684	12,465,942
Gross revenue	674,718	2,708,054
Operating expenses:		
General and administrative (Schedule B)	50,013	1,800,310
Total operating expenses	50,013	1,800,310
Profit from operations before interest and taxes	624,705	907,744
Other income/(expenses)		
Gain/(Loss) on currency fluctuation	(395)	6,778
Total other income/(expenses)	(395)	6,778
Profit before taxes and interest	624,310	914,522
Corporate tax	(175,493)	(257,152)
Net profit for the year	448,817	657,370

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS

For Accelya Solutions Americas, Inc.

Place : New Jersey
Date : July 28, 2025

James K Davidson
Director

STATEMENT OF OPERATION JULY 1, 2024 TO JUNE 30, 2025

	Year ended 30 June 2025 \$	Year ended 30 June 2024 \$
Schedule A		
Cost of sales		
Software and maintenance	11,524,279	12,399,406
Website expenses	17,405	66,536
Total cost of sales	11,541,684	12,465,942
	Year ended 30 June 2025 \$	Year ended 30 June 2024 \$
Schedule B		
General and administrative expenses		
Advertisement and sales promotion	-	428,912
Bank charges	1,449	2,399
Bad debt written off	14,932	113,339
Conference and seminars	-	30,523
Director sitting and committee fees	5,000	5,000
Dues and subscriptions	37,578	46,206
Insurance	-	120,651
Professional fees	6,064	6,384
Management fees	-	977,443
Rates and taxes	176	14,757
(Reversal) for doubtful debts	(15,186)	(99,653)
Travel	-	154,349
Total general and administrative expenses	50,013	1,800,310

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS

For Accelya Solutions Americas, Inc.

Place : New Jersey
Date : July 28, 2025

James K Davidson
Director



STATEMENT OF CASH FLOWS JULY 1, 2024 TO JUNE 30, 2025

	Year ended 30 June 2025	Year ended 30 June 2024
	\$	\$
Net profit	448,817	657,370
Adjustment to reconcile net profit to net cash		
Used in operating activities:		
Accounts receivable	(607,193)	(86,606)
Advances	-	7,295
Contract asset	373,611	(62,841)
Prepaid expenses-current	-	(32,424)
Prepaid expenses-non current	64,849	97,275
Accounts payable & accruals	(1,305,501)	81,932
Corporate tax payable	(31,036)	17,696
Contract liabilities	(216,930)	23,331
Net cash used in operating activities	(1,273,383)	703,028
Cash flows from investing activities	-	-
Net cash used in investing activities	-	-
Cash flows from financing activities		
Dividend paid	-	(1,000,000)
Net cash used in financing activities	-	(1,000,000)
Net increase in cash	(1,273,383)	(296,972)
Cash at the beginning of the period	3,830,702	4,127,674
Cash at the end of the period	2,557,319	3,830,702
Supplemental disclosures of cash flow information		
Corporation tax paid	170,957	222,200
Dividend paid	-	1,000,000

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS

For Accelya Solutions Americas, Inc.

Place : New Jersey
Date : July 28, 2025

James K Davidson
Director

NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2025**1. Organization and operation**

Accelya Solutions Americas Inc. (ASAI) (formerly known as Kale Softech Inc.) was incorporated on November 16, 1998 in the State of New Jersey. The primary business activity during the financial year was marketing software solutions and outsourced services to the travel and transportation industry. The Company began its operation on January 1, 1999. It is a wholly owned subsidiary of Accelya Solutions India Limited (Accelya Solutions) in India which is a leading solution provider to global Airline and Travel Industry. ASAI enters into contracts with the end customers in the Americas and is responsible for invoicing and collection. ASAI outsources the contracts to its parent company in India. All ASAI's offering are sourced through the parent company. The customers of ASAI are serviced and supported out of the delivery centers of Accelya Solutions in India.

2. Summary of Significant Accounting Policies**Basis of Accounting**

The accompanying financial statements for the period July 1, 2024, to June 30, 2025 are prepared in accordance with the Statement on standard for Accounting and review services issued by American Institute of Certified Public Accountants.

In preparing the Company's financial statements in conformity with Statements on Standards for Accounting and Review Services, issued by the American Institute of Certified Public Accountants, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period, the important estimates made by the Company in preparing these financial statements include those of useful life of property and equipment, the valuation of deferred taxes and allowance for doubtful debts and actual results could differ from those estimates.

Assets, liabilities, revenue and expenses are recognized on an accrual basis of accounting for both financial statements and federal income tax purposes. The accounts are prepared on a going concern basis.

3. Cash at Bank

Balance in the bank, as on June 30, 2025, was \$ 2,557,319. The balance in the bank exceeds the limit of FDIC insurance of \$ 250,000 per account this year.

4. Accounts Receivable

The Company provides allowance for doubtful accounts equal to uncollectable amounts in the aggregate based on the present and prospective financial condition of the customers and ageing of account receivable after considering historical experience and economic environment.

The accounts receivable (net of provision) of \$ 2,679,693 as on June 30, 2025, are fully collectible

Geographical concentration of sales is:

24.68%	Brazil
0.56%	Canada
28.98%	Chile
45.78%	USA



NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2025

5. Corporate Tax Payable

The Company provides for taxes as required by the accounting principles generally accepted in United States of America. The federal and state tax returns of the Company for 2022, 2023, 2024 are subject to examination by IRS and State authorities, general for three years after they are filed.

\$ 174,874	Provision for tax as on June 30,2025
\$ (170,957)	Advance tax paid as on June 30, 2025
\$ 3,917	

6. Other Asset

Details are as under:

\$ 5,000	IATA deposit
\$ 5,000	Total other assets

7. Accounts Payable

The total accounts payable is \$ 2,316,942 as on June 30, 2025. Accounts Payable include \$ 2,240,490 payable to Accelya Solutions India Limited and \$ 72,043 payable to Accelya World SLU.

8. Commitment and contingencies

There are no commitments of contingencies as on June 30, 2025. The Company has evaluated events through July 28, 2025, which is the date the financial statements were available to be issued. Therefore, there is no provision for contingencies as on June 30, 2025.

9. Remuneration paid to Directors

Remuneration of \$5,000 paid to Saurav Adhikari is shown under the heading 'Director sitting and committee fees' expenses in financial statements.

10. Related Party Transactions

The company has the following transactions with the parent company and associated entities.

Inter-Company Name	Services rendered by the Company (\$)	Services received by the Company (\$)	Claims raised for expenses (\$)	Claims received for expenses (\$)
Accelya Solutions India Ltd.	-	11,154,076	-	-
Accelya World S.L.U.	-	304,224	-	-

NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2025**11. Shareholders' Equity**

The total authorized share capital of the Company is 35,000,000 shares of common Stock, par value \$ 0.01 per share, divided into 2 classes as under:

25,000,000	Class A voting shares of Common stock.
10,000,000	Class B non-voting shares of common stock.
500,000	Preference shares of \$1.00 par value

Issued Capital is as under:

1,300,000 Class A shares at USD 0.01 per share have been issued to Accelya Solutions India Limited., (a foreign corporation), who owns 100% of the current issued share capital.

For Accelya Solutions Americas, Inc.

Place : New Jersey
Date : July 28, 2025

James K Davidson
Director

**ACCELYA SOLUTIONS UK LTD (REGISTERED NUMBER: 03772143)**

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Company information for the year ended 30th June, 2025

DIRECTORS:	James Davidson
REGISTERED OFFICE:	Acre House 11/15 William Road London NW1 3ER
REGISTERED NUMBER:	03772143 (England and Wales)



DIRECTORS' REPORT

The directors present their report with the financial statements of the company for the year ended 30th June 2025.

The Company has met the requirements in Companies Act 2006 to obtain the exemption provided from the presentation of a strategic report.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of providers of business and financial management outsourced services.

REVIEW OF BUSINESS

Accelya Solutions UK Ltd (ASUK) is a world-class outsource service provider to the international air transport industry with an internationally recognised identity which is synonymous with quality, accuracy and exceptional customer service.

The company's principal financial instruments comprise bank balances and trade debtors which have been generated through the company's regular operations. Due to the nature of the financial instruments used by the company there is low exposure to price risk. The company's approach to managing other risks applicable to the financial instruments concerned are as follows: In respect of bank balances the liquidity risk is managed by maintaining a positive bank balance ensuring there are sufficient funds to meet the payments as they fall due. Trade debtors are managed in respect of credit and cash flow risk by the regular monitoring of amounts outstanding, and discussion with clients.

During the period under review, ASUK experienced a decrease of 45.56 % (2024: increase of 8.69 %) in turnover. The financial position at the end of the period is sturdy, with no external debt and a positive cash flow situation, which is forecast to continue.

DIVIDENDS

The company paid no dividends (2024: NIL) during the year.

DIRECTORS

Mr. James Davidson was appointed director with effect from 26th January 2022 and holds office as on the date of this report.

STATEMENT OF DIRECTORS RESPONSIBILITIES IN REPECT OF THE DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2025

The directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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 estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Accelya Group (the Group) has a significant presence worldwide and the energy used in the United Kingdom is less than 40,000 kWh over the reporting period, as such the Group is exempt from the Streamlined Energy and Carbon Reporting (SECR) regulations.

A description of environmental matters has been included in the Strategic Report of Accelya Global Limited.

ON BEHALF OF THE BOARD:

.....
James Davidson - Director

Date: 28th July 2025


**PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30TH JUNE 2025**

	Notes	2025 £	2024 £
TURNOVER	3	1,672,647	3,072,218
Other operating charges		(1,499,950)	(2,917,238)
OPERATING PROFIT		172,697	154,980
Other income		-	-
PROFIT BEFORE TAXATION	5	172,697	154,980
Tax on profit	6	(43,174)	(38,745)
PROFIT FOR THE FINANCIAL YEAR		129,523	116,235
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		129,523	116,235

The notes on pages 19 to 24 form an integral part of these financial statements

BALANCE SHEET AT 30TH JUNE 2025

	Notes	2025 £	2024 £
CURRENT ASSETS			
Debtors	8	257,696	609,814
Cash at bank and in hand		750,545	783,084
		1,008,241	1,392,898
CREDITORS			
Amounts falling due within one year	9	(439,156)	(775,736)
NET CURRENT ASSETS		569,085	617,162
TOTAL ASSETS LESS CURRENT LIABILITIES		569,085	617,162
CAPITAL AND RESERVES			
Called up share capital	11	1,110	1,110
Share premium	12	249,890	249,890
Retained earnings	12	318,085	366,162
SHAREHOLDERS' FUNDS		569,085	617,162

For the year ended 30th June 2025 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006, relating to subsidiaries companies.

The members have not required the Company to obtain an audit of its accounts for the year ended 30th June 2025 in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The financial statements were approved by the Board of Directors on 28 July 2025 and were signed on its Behalf by:

.....
James Davidson - Director

The notes on pages 19 to 24 form an integral part of these financial statements



STATEMENT OF CHANGES IN EQUITY

	Called up share capital £	Retained earnings £	Share premium £	Total equity £
Balance at 1st July 2023	1,110	249,927	249,890	500,927
Changes in equity				
Total comprehensive income	-	116,235	-	116,235
Dividend paid	-	-	-	-
Balance at 30th June 2024	<u>1,110</u>	<u>366,162</u>	<u>249,890</u>	<u>617,162</u>
Changes in equity				
Total comprehensive income	-	129,523	-	129,523
Dividend paid	-	(177,600)	-	(177,600)
Balance at 30th June 2025	<u>1,110</u>	<u>318,085</u>	<u>249,890</u>	<u>569,085</u>

The notes on pages 19 to 24 form an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE 2025**1. GENERAL INFORMATION**

The Company is a private limited company limited by shares incorporated and domiciled in England & Wales. The address of its registered office is Acre House, 11/15 William Road, London, NW1 3ER.

The Company provides business and financial management outsourced services.

2. ACCOUNTING POLICIES**Basis of preparation**

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

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, 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 management's best judgement 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. Where necessary, the comparatives have been reclassified or extended from the previously reported results to take into account presentational changes.

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

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
 - paragraphs 76 and 79(d) of IAS 40 Investment Property; and
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group;
- the requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairments of Assets.
- the effects of new but not yet effective IFRSs



Revenue recognition

Revenue is derived primarily from business and financial management outsourced services.

Accelya audits airline tickets, refunds, exchanges and miscellaneous documents while identifying fare, commission and tax errors. Revenue mostly from this business is based on percentage commission of actual errors identified.

Revenue accruals are made at the month end based on estimates of recovery identified during the month wherever the invoicing is pending.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Revenue from time and material contracts is recognized as the related services are performed and revenue from the end of the last billing to the balance sheet date is recognized as Contract Assets.

A provision is made for issue of credit notes towards processing services in respect of contractual obligations.

Contract are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Taxation

Tax on the profit or loss for the year comprises current tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Foreign currencies

(a) Functional and presentation currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in 'Pounds Sterling' (£), which is also the company's functional currency

(b) Transactions and balances

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.

Estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The judgements, estimates and assumptions which have a

significant risk of causing a material adjustment to the carrying amount of assets and liabilities are discussed below.

- Trade Receivable Provisions

The Company may be required to recognise provisions for impairment of trade receivables and post year end credit notes in respect of revenue in its financial statements. The estimates and associated assumptions necessary to calculate these provisions are based on historical experience and other reasonable factors.

Significant changes to accounting policies

IFRS 15 Revenue from Contracts with Customers

IFRS 15 supersedes IAS 11 Construction Contracts, IAS 18 Revenue and related interpretations and it applies, with limited exceptions to all revenue arising from contracts with its customers. IFRS 15 was issued in May 2014, amended in April 2016 and was effective from 1 January 2018.

There has been no material impact on revenue recognition from the adoption of IFRS 15.

IFRS 9: Financial Instruments

The Company applied IFRS 9 and IFRS 15 with effect from 1 July 2018. The nature and effect of the changes as a result of adoption of these new accounting standards are described below.

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments that replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9. IFRS 9 has been effective for annual periods beginning on or after 1 January 2018 and brings together all the aspects of the accounting for financial instruments project: classifications and measurements, impairment and hedge accounting.

The Company adopted the new standard from 1 January 2018 and performed a detailed impact assessment of all the three aspects of IFRS 9 concluding that there is no significant impact on its statements of financial position and equity for the current and prior period.

IFRS 9 required the Company to record expected credit losses on all its trade receivables on a lifetime basis. Exposures to customers outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. Historical trends of impairment of trade receivables do not reflect any significant credit losses. Given that the macroeconomic indicators affecting customers of the Company have not undergone any substantial change, the Company expects the historical trend of minimal credit losses to continue. On this basis, Company considers a provision towards processing services i.e. waiver allowance in respect of contractual obligations which are as per agreements.

Further, management believes that the unimpaired amounts that are past due are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk. Company provides for allowance related to specific customer that have defaulted on their payments to the Company and are not expected to be able to pay their outstanding balances, mainly due to economic circumstances.



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:

	2025	2024
	£	£
Americas	73,161	365,363
Asia Pacific	1,299,731	2,145,570
Europe	188,834	238,804
Middle East & Africa	110,921	322,481
	1,672,647	3,072,218

Contract Asset:

During the year ended 30 June 2025, **£ 3,687** of Accrued Income pertaining contracts (contract assets) which had an amount of **£ 3,687** as at 1 July 2024, has been reclassified to trade receivables on completion of the services.

Remaining performance obligations:

While disclosing the aggregate amount of transaction price yet to be recognised as revenue towards unsatisfied (or partially satisfied) performance obligations, along with the broad time band for the expected time to recognize those revenues, the Company has applied the practical expedient in IFRS 15. Accordingly, the Company recognises revenue at the amount to which it has a right to invoice, which corresponds directly to the value to the customer of the entity's performance completed to date.

4. EMPLOYEES AND DIRECTORS

The employees' and directors' contracts of service are with Accelya Global Limited (Global) (formerly known as Accelya Topco Limited), a company within the group, subsidiary of Accelya Group Topco Limited, and their remuneration is included in that company's financial statements. The management cost that Global charges to Accelya Solutions UK Limited includes the costs of these employees and directors.

5. PROFIT BEFORE TAXATION

The profit before taxation is stated after charging/ (crediting):

	2025	2024
	£	£
Overseas contractors	-	1,204,222
Data sourcing costs	1,454,728	1,197,433
Legal and professional fees	2,125	258,193
Management fees	-	143,303
Foreign exchange differences	37,155	20,520

Directors' remuneration for services to the parent company and its group are disclosed in the accounts of the parent company.

6. TAXATION**Recognised in the profit and loss account**

	2025	2024
	£	£
<i>UK corporation tax</i>		
Current tax on income for the period	43,174	38,745
Adjustments in respect of prior period	-	-
Total current tax	<u>43,174</u>	<u>38,745</u>

Reconciliation of effective tax rate

The tax assessed for the year is 25% as the standard rate of corporation tax in the UK.

	2025	2024
	£	£
Profit before income tax	<u>172,697</u>	<u>154,980</u>
Profit multiplied by the standard rate of corporation tax in the UK -25%	43,174	38,745
Effects of:		
Adjustments to tax charge in respect to previous periods	-	-
Tax expense	<u>43,174</u>	<u>38,745</u>

7. DIVIDENDS

	2025	2024
	£	£
Ordinary shares of GBP 0.01 each		
Final	<u>-</u>	<u>-</u>

8. DEBTORS

	2025	2024
	£	£
Trade debtors	249,525	435,201
Accrued income	-	162,952
Contract Asset	-	3,688
Prepayments	8,171	7,973
	<u>257,696</u>	<u>609,814</u>

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2025	2024
	£	£
Trade creditors	3,702	2,008
Amounts owed to group undertakings (Note 10)	233,203	752,467
Corporation tax	23,725	16,701
Dividend declared	177,600	-
Accrued expenses	926	4,560
	<u>439,156</u>	<u>775,736</u>



10. Related party transactions

Identity of related parties with which the company has transacted

During the year ended 30 June 2025 and 30 June 2024, the company had transactions with Accelya Global Limited (formerly known as Accelya Topco Limited), a company within the group, subsidiary of Accelya Group Topco Limited, in respect of recoverable cost of personnel expenses. Transactions with other entities within Group were in respect of IP Distribution (Verdi and Mozart).

	2025	2024
	£	£
Associates- Administrative expenses	<u>1,441,793</u>	<u>2,864,097</u>
	2025	2024
	£	£
Associates- Creditors outstanding	<u>181,302</u>	<u>752,467</u>

11. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2025	2024
			£	£
111,000	Shares	0.01	<u>1,110</u>	<u>1,110</u>

12. RESERVES

	Retained earnings	Share premium	Totals
	£	£	£
At 1st July 2024	366,162	249,890	616,052
Profit for the year	129,523	-	129,523
Dividends declared	(177,600)		(177,600)
At 30th June 2025	<u>318,085</u>	<u>249,890</u>	<u>567,975</u>

13. ULTIMATE PARENT COMPANY AND PARENT COMPANY OF LARGER GROUP

The Company is a subsidiary undertaking of Accelya Group Topco Limited which is the ultimate parent company incorporated in Jersey.

The ultimate controlling party as at 30 June 2025 are various private equity funds within the portfolio of Vista Equity Partners Perennial:

Vista Equity Partners Perennial, L.P. , Vista Equity Partners Perennial A, L.P. and Vista Equity Partners Perennial Equity, L.P. , incorporated in Cayman Islands and with registered address in c/o Maples and Calder, PO Box 309, Uglund House, South Church Street, George Town, Grand Cayman, Cayman Islands, KY1-1104 and Vista Co-Invest 2018-2 L.P. incorporated in the United States and with registered address c/o The Corporation Trust Company , 1209 Orange Street, Wilmington, New Castle, Delaware 19801, United States.

The largest group in which the results of the company are consolidated is that headed by Accelya Group Topco Limited, whose registered office is at 22 Grenville Street, St Helier, Jersey JE4 8PX. The consolidated financial statements are available to the public and may be obtained from Accelya Group Topco Limited, 22 Grenville Street, St Helier, Jersey, JE4 8PX.

The smallest group in which they are consolidated is that headed by Accelya Solutions India Limited, 5th & 6th Floor, Building No. 4, Raheja Woods, River Side 25A, West Avenue, Kalyani Nagar, Pune 411 006, India.

The consolidated financial statements of these groups are available to the public and may be obtained from Accelya Solutions India Limited, 5th & 6th Floor, Building No. 4, Raheja Woods, River Side 25A, West Avenue, Kalyani Nagar, Pune 411 006, India.