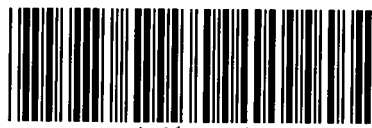


NTT Data Business Solutions Limited
(Registered number: 03689001)

Strategic Report, Report of the Directors and
Financial Statements for the year ended 31 March 2022
for
NTT Data Business Solutions Limited

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NTT Data Business Solutions Limited
(Registered number: 03689001)**Contents of the Financial Statements**
for the year ended 31 March 2022

	Page
Company Information	1
Strategic Report	2-4
Report of the Directors	5-7
Statement of Directors' Responsibilities	8
Independent Auditor's report to the members of NTT Data Business Solutions Limited	9-10
Income Statement	11
Statement of Comprehensive Income	12
Statement of Financial Position	13
Statement of Changes in Equity	14
Statement of Cash Flows	15
Notes to the Financial Statements	16-37

NTT Data Business Solutions Limited

**Company Information
for the year ended 31 March 2022**

DIRECTORS: P Newman (Appointed 29th March 2006)
S Ellerbrake (Appointed 19th January 1999) (Resigned 1st February 2023)
N Rotter (Appointed 19th August 2010)
J Brading (Appointed 19th August 2010)
J Purzer (Appointed 1st February 2023)

REGISTERED OFFICE: 12 Gough Square
London
EC4A 3DW

REGISTERED NUMBER: 03689001

AUDITOR: KPMG LLP
15 Canada Square
London
E14 5GL

NTT Data Business Solutions Limited
(Registered number: 03689001)**Strategic Report**
for the year ended 31 March 2022**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of the sale of software and associated services.

REVIEW OF BUSINESS

For the previous period, the company extended its year end from 31st December 2020 to 31st March 2021. The Reason for the extension is to align the fiscal periods of all NTT Data companies. As a result, the comparative amounts disclosed in these financial statements are not entirely comparable. The company's profit for the period, after taxation, amounted to £7,056,044 (2020/2021: £7,779,907). The Period saw the company Revenues equal £106million (2020/2021: £122.6million). The company increased its importance to the NTT Data Business Solutions AG group ("group or parent company") in the period to become the fourth largest contributor in Revenues and Profit for the group for the fiscal year ended 31st March 2022.

KEY PERFORMANCE INDICATORS

The company's financial and non-financial performance is reviewed and managed via monthly meetings of the executive team and during these meeting key performance indicators are reviewed and actions agreed to improve performance and maximise productivity.

In line with trends in the market, customers continued to demand systems to be delivered via a private cloud (software installed remotely in one of the company's data centres) or via public cloud (software installed remotely and shared with other customers in a "multi-tenanted" environment) rather than installed on computer hardware managed by the customer themselves. Consequently, the company has seen its revenues from its Managed Cloud and cloud product provision generate to £18.6million (2020/2021: £19.3million), increase of 20.8% on a 12-month related period.

A major KPI for the entire group, in the period, was Cash and Net Current Asset Management. Cash reserves increased to £44.4million at end of period (2020/2021: £17.4million) an increase of 156%. Net Current Assets increased by 41% to £26.5million (2020/2021: £18.8million).

The company exceeded its KPI targets in both Revenues and EBITA for the period. Revenue was 5.6% over target of £100.5 million and EBITA by 1.4% of target of 9.338 million.

BUSINESS MODEL

The company has continued to operate a direct sales model with the vast majority of its business (by revenue) being transacted in this way. During the year in question the company has continued to support the majority of its functions using its own staff to provide marketing support, sales capacity, financial management and accounting, and human resources. Headcount increased in line with demand. In 2019, the Company part acquired Weaveability Ltd and Weaveability Hosting Ltd. The Company purchased the remaining interest in these companies in June 2022, refer note 21 of the financial statements. This extends the portfolio of knowledge in web-based SAP products (CX) as well as own products to enhance the customers systems.

FUTURE APPROACH

The company will maintain its approach of developing its people enabling them to acquire skills in developing technologies thus enabling it to compete at the forefront of its industry. As the industry moves to the Cloud, it is expected that Cloud related products and services will continue to increase as they have in this period.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Strategic Report**
for the year ended 31 March 2022**PRINCIPAL RISKS AND UNCERTAINTIES**

Management of the business and the execution of the Company's strategy are subject to a number of risks. The key business risk affecting the Company are set out below. The Directors review the risk and ensure appropriate processes are put in place to monitor and mitigate them. The principal risks identified are:

Economic environment***Inflationary pressures***

The company is cognizant of wage growth that will reduce operating margins. As of March 2023, the budgeting/forecasting process was underway for year ending March 2023 and it includes wage growth considerations. Management has used several information sources to inform wage and cost forecasts. The Bank of England is expecting annual wage growth to be 5.7% for the 12 months from January 2023. Though there will be a lag period where wages will reduce the operating margin, the company can mitigate the erosion of the operating margin over the longer-term period with contract indexation and repricing, as well as higher margin projects.

Given the company is cashflow positive, profitable and in a net asset position, the pressure on operating margins from inflation is not likely risk to the going concern of the company.

Interest rate pressure

The Company is not highly leveraged, with no borrowings. Interest paid to banks and related parties is forecast to be £nil and Interest Revenues are forecasted to be £350k for year ended March 2023. Any increase in interest rates, whilst benefiting the company, would still have an immaterial impact on the operating income of the business. As such, management does not consider interest rate increases as a likely risk to the going concern of the company.

Competitive environment

The company is number one re-seller in the UK and Platinum Partner, continues to work on an almost exclusive basis with products provided by SAP therefore the company is exposed to changes in SAP's marketplace and its direct relationship with the company. The company minimises risk by continuing to maintain a strong and healthy relationship with SAP both locally and at a group level.

The business is influenced by changes in the UK economy and, to a lesser extent, changes in the global economy and to wage inflation in the consultant marketplace. The company seeks to minimise these risks by focusing on providing a superior customer service.

The company's main area of risk is the competitive marketplace for talent. The Directors have initiated initiatives to maintain and retain talent as well as utilising the vast talent pool available from our sister companies and related parties.

The Directors have carried out a robust assessment of the principal risks facing the company, including those that would threaten its business model, future performance, solvency, or liquidity. Based on this, the Company does not anticipate changes to its business model in the near to medium term. The Company will monitor for any possible implications to its business and operations and act in an appropriate manner to maintain the company's position within the industry and the Group.

NTT Data Business Solutions Limited
 (Registered number: 03689001)

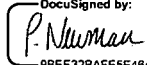
Strategic Report
For the year ended 31 March 2022

Section 172(1) STATEMENT The Directors consider their main duty is to promote the success of the company for the benefit of all its members and stakeholders. To achieve this, the Directors in doing so have regard, amongst other matters, to the Considerations set out in Section 172(1) a) - f) of the companies' act.

Consideration	Directors/Company Action/Example 2022
a) the likely consequences of any decisions in the long term	<p>As 100% owner of the Company, NTT Data Business Solutions AG is sole shareholder. Two members of the Company's board, also sit on the Parent Company's board and a third is part of the Parent company's extended management board. This allows stakeholders from both organisation the ability to address considerations especially those shared between the two organisations. Both organisations set out and agree the Company's long term plans in a "LTP" process. This is then used for Mid term (Budgeting) and short term goals (Half-year Forecasting). The current long term objectives for the company are set out in accordance with group objectives. The current plan through to 2025 includes measure to improve efficiency and as a result profitability, as well as focus on Sustainability and Talent. This not only addresses the companies finances but also it's plans relating to all stakeholders. The Directors and Executive management review decisions both short and long term, on a monthly basis in an Executive Meeting. Any changes to the long term plans would be communicated to NTT Data Business Solutions AG via the shared management.</p>
b) the interests of the company's employees	<p>Employees are updated and informed of all decisions and activities the Company undertakes in a number of manners including a series of both formal virtual and more relaxed physical "townhall" gatherings where the company's strategic policies are presented. The company also offers confidential independent consolation on employees wellbeing. Flexible working policies have been introduced that includes a "Work where it Works" as a philosophy which does not demand office work rather also the individual to be where they are most effective. Additional holidays including "Free Fridays" once a month are also key to employees job satisfaction.</p>
c) the need to foster the company's business relationships with suppliers, customers and others	<p>The Company in the UK and worldwide is a major partner with SAP, the company's main supplier and the two organisations have a long and productive interactive relationship. Both Companies are committed to Customers satisfaction and run several User Group Events as well as the companies highly attended Annual Customer Conference in the UK. The Company also has strong relationships with its Consulting Partners as all committed to delivering implementations of the highest quality. All Customers have a dedicated Account Manager and access to Executive level Management if required, to ensure the Customer is satisfaction. The company holds an annual customer conference which is traditionally held in London and attracts attendance at the level or higher that SAP's own flagship UK events. Each quarter the Company and SAP jointly review the partnership in line with our annual objectives.</p>
d) the impact of the company's operations on the community and the environment	<p>The Directors have set specific policies to increase the positive impact the company has on the community and environment. This includes pledges to a paperless office and removal of all one time plastics. The company also has a Carbon Neutral policy and also run electric vehicle and cycle schemes for all employees</p>
e) the desirability of the company maintaining a reputation for high standards of business conduct	<p>As an example of the Company's quality vision, the Managed Services UK Division holds ISO9001 for Quality Management Systems and ISO27001 relating to Quality in Management of Information Security. The Company regularly surveys customers and employees, helping maintain and improve quality and relationships between the stakeholders.</p>
f) the need to act fairly as between members of the company	<p>The Directors have set up several escalation processes, should a stakeholder wish to rectify any act they would consider as unfair. Employees can pursue many options both formal and informal to rectify any concerns. All Partners, Vendors and Customers have designated Executive member(s) assigned giving them an independent contact to their service provider unit.</p>

ON BEHALF OF THE BOARD:

DocuSigned by:



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Philip Newman Director
 12 Gough Square, London. EC4A 3DW
 Date: 31st March 2023

NTT Data Business Solutions Limited
(Registered number: 03689001)

Report of the Directors
For the year ended 31 March 2022

The directors present their report with the financial statements of the company for the year ended 31 March 2022.

DOMICILE AND LEGAL FORM

NTT Data Business Solutions Limited is domiciled in the United Kingdom and has the legal form of a Limited Company. The company is a 100% owned subsidiary of NTT Data Business Solutions AG ("Group"), as detailed in Note 19.

COUNTRY OF INCORPORATION

NTT Data Business Solutions Limited is incorporated in the United Kingdom.

DIVIDENDS

Dividends have not yet been agreed with the parent company for this period ended 31 March 2022. (2020/2021: £8.8million)

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company's activities expose it to a number of financial risks including price risk, cash flow risk and liquidity risk. The use of financial derivatives is governed by the Group's policies approved by the board of directors of the ultimate parent company, which provide written principles on the use of financial instruments or derivatives to manage these risks. The Company does not use derivative financial instruments for speculative purposes.

Price Risk

The Company's exposure to price risk due to the industries competitive and evolving nature. Due to the company's strong relationship with partners and position in the industry in the UK, the risk is immaterial.

Cash flow risk

The Company's activities expose it to the financial risk in foreign currency exchange rates. This risk is managed locally under Group policies and principles. The volume of foreign currency trade is low, and the risk is considered as immaterial.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company has the ability to access a mixture of long-term and short-term debt finance provided by the Group treasury.

Credit Risk

The Company's main exposure to credit risk arises principally from Receivables from Customers. The carrying amount of the financial asset represents the maximum credit exposure. The company has established a credit policy whereby new customers are analysed for creditworthiness before a contractual relationship is entered into. Any non-standard credit terms must receive Financial and executive approval. Customer credit risk is monitored, and provision is provided in line with the group policies.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2021 to the date of this report.

P Newman

S Ellerbrake (Resigned 1 February 2023)

N Rotter

J Brading

J Purzer (Appointed 1 February 2023)

EMPLOYMENT POLICIES

The company's outstanding achievements are dependent on the contribution of every member of staff. We have continued to focus our efforts towards making NDBS UK a great place to work, a place where talent, expertise and success are recognised, where we continue to focus on innovation and where employees are empowered to achieve their professional goals.

Employee diversity

Multiculturalism, respect and openness are at the heart of the culture. The diversity of our staff enriches the company with their different experiences and backgrounds. We explicitly outline a multicultural approach as the first of the prime core competencies required of our employees.

Equality among all genders alignments is a key concern for the company, whose efforts are focused on increasing awareness and reinforcing policies in this matter. Diversity, and with-it equality among all employees, is the source of our incredible wealth in human assets, and the foundation and constant progress within the company.

The company gives full consideration to employing disabled persons and making reasonable adjustments where necessary. Employees who become disabled are given every opportunity and assistance to continue in their employment or to be trained for other suitable positions. The company is committed to equal opportunities for all its employees and potential employees. All individuals will be treated or considered for employment and advancement on the basis of their relative merits, abilities, and qualifications.

Compensation and benefits

The company offer competitive benefits to our employees that are specific to market needs and comply with local legislation.

We seek to incentivise our employees through variable remuneration schemes linked to individual and company performance. We believe this comprehensive approach to reward reinforces our strong corporate culture and helps us maintain our sector leadership.

A competitive remuneration package is key to attract and retain the best talent. The company provides comprehensive benefit packages, aligned with social security legislation, tax legislation and market practice. All our employees are entitled to a workplace defined contribution retirement plan.

Employee wellbeing

Employee wellbeing has come to the forefront during the Pandemic and the company continues to maintain it as a high priority. We have proactively development initiatives to improve employee health and wellbeing in the work environment and the company's "duty of care", including our "work where it works" policy, which form part of our focus on employee welfare and satisfaction.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Report of the Directors - continued**
For the year ended 31 March 2022**RESEARCH AND DEVELOPMENT**

The Group, of which the Company is a part, is committed to research and development activities principally in relation to product and process development, to improve the added value of its product range to the company's customers. There was an immaterial amount completed in the period.

DONATIONS

The Company donated £2,984 to SNAC (Scottish Network for Arthritis in Children) as one of the companies designated charities, as nominated and selected by the employees. No other charitable or political donations over £2,000 were made in the period.

BRANCHES OUTSIDE THE UK

The Company operates no branches outside the UK.

GOING CONCERN

In determining whether it is appropriate to continue to adopt going concern basis in preparing the financial statements for the year ended 31 March 2022, the Directors have considered the following factors:

- The Company's balance sheet position and cash flow forecasts
- The Company's funding requirements to continue as going concern.

The Company has prepared a cash flow forecast for at least 12 months from the date of approval of these financial statements, which is based on the Company's budgets and expected performance in this period.

The directors have also prepared severe, but plausible downside scenarios taking into account the current economic uncertainty, which could result in significant decreases in revenue and margin which assume 1) reduction in revenues due to difficulty in acquiring and maintaining the talent required to deliver the contracted and forecasted services, 2) loss of key customers due to commercial pressures, significant cancellations or deferrals of contracts and major decreases in work pipeline and 3) adverse fluctuations in GBP against other major trading currencies including INR which impacts the Company's cost base. Even under these downside scenarios the Company expects that it will continue to generate positive cash flows and will continue to meet its obligations as they fall due.

In addition, the Company had £44.4million of available cash and net current assets £26.5million as at 31 March 2022. The cash balance as at 28 February 2023 was £40.0m.

Taken into account the facts and circumstances above, including the base case and downside cash flow forecasts, the Company's balance sheet position as well as its current cash reserves, the Directors are confident that the Company will continue to meet its obligations, settle liabilities as they fall due and continue to operate for at least 12 months from the date of approval of the financial statements and therefore have prepared these financial statements on a going concern basis.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Report of the Directors - continued**
For the year ended 31 March 2022**GREENHOUSE GAS EMISSIONS, ENERGY CONSUMPTION AND ENERGY EFFICIENCY ACTION**

The company's greenhouse gas emissions and energy consumption as at April 2022 were as follows;

Emissions resulting from the purchase of the electricity by the company for its own use	537.02 t CO ₂ e
The purchase of electricity by the company for its own use, including for the purposes of transport	2,248,571 kWh

The Methodology applied to calculate the Company's energy and emissions is based on the principles set out in the company's SECR for the period.

The intensity Ratio used by the Company is tonnes of CO₂ per FTE, the ratio for the period was 1.3 tCO₂e/FTE.

The Company continues to strive for energy and carbon reduction arising from their activities. During the period actions were undertaken included:

- remote working and use of public transport have been increasingly encouraged.
- unnecessary power usage has been avoided.
- incentivising employees to take advantage of the electric car scheme thereby reducing scope 3 carbon emissions.

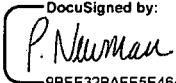
STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR

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

AUDITOR

The Audit committee is reviewing appointment of an Audit firm for next year and will announce it's findings at a later date.

ON BEHALF OF THE BOARD:

DocuSigned by:

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Philip Newman Director
12 Gough Square, London. EC4A 3DW
Date: 31st March 2023

NTT Data Business Solutions Limited
(Registered number: 03689001)

Statement of Directors' Responsibilities
For the year ended 31 March 2022

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Strategic Report, 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-adopted international accounting standards and applicable law.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with UK-adopted international accounting standards;
- 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

NTT DATA Business Solutions**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NTT DATA BUSINESS SOLUTIONS LIMITED****Opinion**

We have audited the financial statements of NTT Data Business Solutions Limited ("the Company") for the year ended 31 March 2022 which comprise the Income Statement, Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

Fraud and breaches of laws and regulations – ability to detect*Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors and inspection of policy documentation as to the Company's high-level policies and procedures to prevent and detect fraud, as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board minutes.
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit. On this audit we do not believe there is a fraud risk related to revenue recognition because revenue recognition is driven by a large volume of low value transactions, there are no judgements applied to revenue recognition and the nature of the entity's operations provide limited opportunities or incentives for fraudulent revenue recognition.

As required by auditing standards, and taking into account possible pressures to meet profit targets, we perform procedures to address the risk of management override of controls.

We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included Journal entries containing key words, those posted to seldom-used accounts, unusual pairings with Cash/Bank and unusual pairings to revenue account.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the directors and other management (as required by auditing standards) and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation, and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Whilst the Company is subject to many other laws and regulations, we did not identify any others where the consequences of non-compliance alone could have a material effect on amounts or disclosures in the financial statements.

NTT DATA Business Solutions*Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006, we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 8, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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



Lilit Barkhudaryan (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada square
London E14 5GL
United Kingdom.
31/03/2023

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Income Statement
 For the year ended 31 March 2022

	Notes	FY 2021 £	2020/2021 £
Continuing Operations			
Revenues	3	106,079,614	122,576,829
		<u>106,079,614</u>	<u>122,576,829</u>
Cost of Sales		<u>(89,138,300)</u>	<u>(104,550,637)</u>
Gross Profit		16,941,314	18,026,192
Other operating income		605,168	824,787
Administrative expenses		<u>(8,035,658)</u>	<u>(9,998,198)</u>
Operating Profit		9,510,824	8,852,781
Finance Income	4	141,436	229,170
Impairment Loss on Investment	10	(967,000)	-
Finance costs	4	<u>(295,691)</u>	<u>(251,840)</u>
Profit before Income Tax	6	8,389,569	8,830,111
Income Tax	7	<u>(1,333,525)</u>	<u>(1,050,204)</u>
Profit for the year		<u>7,056,044</u>	<u>7,779,907</u>

The accompanying notes form part of these financial statements

NTT Data Business Solutions Limited
(Registered number: 03689001)**Statement of Comprehensive Income**
For the year ended 31 March 2022

	Notes	FY 2021	2020/2021
		£	£
Profit for the year		<u>7,056,044</u>	<u>7,779,907</u>
Total Comprehensive Income for the Year		<u><u>7,056,044</u></u>	<u><u>7,779,907</u></u>
Attributable to Equity Holders of the Parent		<u><u>7,056,044</u></u>	<u><u>7,779,907</u></u>

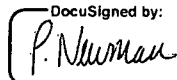
The accompanying notes form part of these financial statements

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Balance Sheet
As at 31 March 2022

	Notes	FY 2021 £	2020/2021 £
ASSETS			
Non-Current Assets			
Goodwill	8	15,753,005	15,753,005
Property, plant and equipment	9	877,277	696,534
Right of Use Assets	16	2,895,046	3,692,728
Non-Current Trade Receivables	11	140,700	281,400
Non-Current Put Options	21	-	796,069
Deferred tax asset	7	32,423	-
Investments	10	7,340,293	8,307,293
		<u>27,038,744</u>	<u>29,527,029</u>
Current Assets			
Trade and other receivables	11	22,576,144	31,309,565
Current Put Options	21	592,180	-
Cash and cash equivalents	12	44,432,287	17,365,023
		<u>67,600,611</u>	<u>48,674,588</u>
TOTAL ASSETS		<u><u>94,639,355</u></u>	<u><u>78,201,617</u></u>
EQUITY			
Shareholders' Equity			
Called up share capital	13	10,587,278	10,587,278
Retained earnings	14	40,469,441	33,413,397
TOTAL EQUITY		<u>51,056,719</u>	<u>44,000,675</u>
LIABILITIES			
Non-current Liabilities			
Deferred tax liability	7	-	7,070
Lease liabilities non-current	16	2,525,471	3,526,314
Long term Intercompany Loan	17	-	745,909
		<u>2,525,471</u>	<u>4,279,293</u>
Current Liabilities			
Trade and other payables	15	38,286,678	28,441,064
Lease liabilities current	16	526,219	97,954
Short term Intercompany Loan	17	-	800,000
Corporation Tax payable		2,244,268	582,631
		<u>41,057,165</u>	<u>29,921,649</u>
TOTAL LIABILITIES		<u>43,582,636</u>	<u>34,200,942</u>
TOTAL EQUITY AND LIABILITIES		<u><u>94,639,355</u></u>	<u><u>78,201,617</u></u>

The financial statements were approved by the Board of Directors on 31st March 2023 and were signed on its behalf by:

DocuSigned by:

 9BEE32BAFE5E464...

Philip Newman Director
 12 Gough Square, London. EC4A 3DW

The accompanying notes form part of these financial statements

NTT Data Business Solutions Limited
(Registered number: 03689001)
Statement of Changes in Equity
for the year ended 31 March 2022

	Notes	Called Up share capital £	Retained earnings £	Total Equity £
Balance at 1st Jan 2020		10,587,278	25,633,490	36,220,768
Changes in Equity				
Total comprehensive income	14	-	7,779,907	7,779,907
Balance at 31st Mar 2021		<u>10,587,278</u>	<u>33,413,397</u>	<u>44,000,675</u>
Changes in Equity				
Total comprehensive income	14	-	7,056,044	7,056,044
Balance at 31st Mar 2022		<u>10,587,278</u>	<u>40,469,441</u>	<u>51,056,719</u>

The accompanying notes form part of these financial statements

NTT Data Business Solutions Limited
(Registered number: 03689001)
Statement of Cash Flows
for the year ended 31 March 2022

	Notes	FY 2021 £	2020/2021 £
Cash flows from operating activities			
Cash Generated from operations	20	29,044,030	13,905,133
Interest Received		141,436	-
Tax Refund/(Paid)		295,696	(1,615,102)
Net cash from operating activities		<u>29,481,162</u>	<u>12,290,031</u>
Cash flows from investing activities			
Purchase of tangible fixed assets	9	(152,014)	(159,674)
Net cash used in investing activities		<u>(152,014)</u>	<u>(159,674)</u>
Cash flows from financing activities			
Interest Paid	4	(91,802)	75,883
Payment of lease liabilities	16	(624,173)	(631,193)
Payment of Group loans	17	(1,545,909)	(1,000,000)
Net cash used in financing activities		<u>(2,261,884)</u>	<u>(1,555,310)</u>
Increase/(Decrease) in cash and cash equivalents		27,067,264	10,575,047
Cash and cash equivalents at beginning of the year	12	<u>17,365,023</u>	<u>6,789,976</u>
Cash and cash equivalents at end of the year	12	<u>44,432,287</u>	<u>17,365,023</u>

The accompanying notes form part of these financial statements

NTT Data Business Solutions Limited
(Registered number: 03689001)**Notes to the Financial Statements**
For the year ended 31 March 2022

1. ACCOUNTING POLICIES**Basis of preparation**

NTT Data Business Solutions Limited (the "Company") is a private company incorporated, domiciled and registered in England in the UK. The registered number is 03689001 and the registered address is 12 Gough Square, London, EC4A 3DW.

The Company is exempt by virtue of Section 401 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

The company financial statements have been prepared and approved by the directors in accordance with UK-adopted International Financial Reporting Standards ("UK-adopted IFRS").

The Company's ultimate parent undertaking, Nippon Telegraph and Telephone Corporation, includes the company in its consolidated financial statement. Information on parent companies are laid out in Note 18.

These financial statements have been prepared for the year ended 31 March 2022 (FY 2021) and the comparative period represents the 15 months ending 31 March 2021 (2020/2021). The difference in periods is due to the change in the Company's year-end to 31st March.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

There are no judgements made by the directors, in the application of these accounting policies, that have a significant effect on the financial statements and no estimates with a significant risk of material adjustment in the next year.

Change in accounting policy

The Company has adopted no new IFRSs in this financial period.

Measurement convention

The financial statements are prepared on the historical cost basis except for Option in Weaveability and Weaveability Hosting measured at fair value.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Notes to the Financial Statements - continued**
for the year ended 31 March 2022**1. ACCOUNTING POLICIES - continued****Going Concern**

In determining whether it is appropriate to continue to adopt going concern basis in preparing the financial statements for the year ended 31 March 2022, the Directors have considered the following factors:

- The Company's balance sheet position and cash flow forecasts
- The Company's funding requirements to continue as going concern.

The Company has prepared a cash flow forecast for at least 12 months from the date of approval of these financial statements, which is based on the Company's budgets and expected performance in this period.

The directors have also prepared severe, but plausible downside scenarios taking into account the current economic uncertainty, which could result in significant decreases in revenue and margin which assume 1) reduction in revenues due to difficulty in acquiring and maintaining the talent required to deliver the contracted and forecasted services, 2) loss of key customers due to commercial pressures, significant cancellations or deferrals of contracts and major decreases in work pipeline and 3) adverse fluctuations in GBP against other major trading currencies including INR which impacts the Company's cost base. Even under these downside scenarios the Company expects that it will continue to generate positive cash flows and will continue to meet its obligations as they fall due.

In addition, the Company had £44.4million of available cash and net current assets £26.5million as at 31 March 2022. The cash balance as at 28 February 2023 was £40.0m.

Taken into account the facts and circumstances above, including the base case and downside cash flow forecasts, the Company's balance sheet position as well as its current cash reserves, the Directors are confident that the Company will continue to meet its obligations, settle liabilities as they fall due and continue to operate for at least 12 months from the date of approval of the financial statements and therefore have prepared these financial statements on a going concern basis.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Notes to the Financial Statements - continued**
For the year ended 31 March 2022**1. ACCOUNTING POLICIES – continued****Revenue recognition**

The company earns revenue from the provision of information technology services. Revenue is measured based on the consideration specified in a contract with a customer in exchange for transferring goods or services to a customer. The Company recognises revenue when (or as) it transfers control over a product or service to its customers.

Revenue is recognised to the extent that it is probable that economic benefits will flow to the company and the revenue can be reliably measured. Revenue is reported net of discounts and value added or other sales taxes.

Services Revenue: Consultancy and Application Management Services priced under time and materials contracts are recognized as the services are provided at contractual unit price.

Revenue from Application Management Services under fixed price contracts and Managed Private Cloud Services are recognized rateably over the contract term.

Consultancy priced under fixed price contracts is recognized with reference to the stage of completion.

Software Revenue: Licence fees are recognized as the license is granted to the customer, Maintenance and Public Cloud Subscriptions revenue is recognised rateably over the term of the contract, regardless of the amounts that can be billed in each period, unless evidence suggest the revenue is earned or our obligations are fulfilled in a different pattern.

Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets including goodwill and investments in subsidiaries are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, the recoverable amount is tested annually for impairment and is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units, or ("CGU").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022

1. ACCOUNTING POLICIES - continued

Depreciation

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

Fixtures and fittings	-	8 years
Computer equipment	-	3 years
Building Improvement	-	8 years
Right of Use Assets	-	Life of the lease agreement

Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the statement of financial position date.

Foreign currencies

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

Employee benefit costs

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

Leases

As a lessee

The Company has applied IFRS 16 using the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17. All leases are classified as a Right of Use (RoU) Asset. Total value of all RoU Assets are shown in the Balance Sheet. The value of the Asset is depreciated over the life of the Assets Lease agreement. The Company recognises a right-of-use asset and a lease liability at the lease commencement date.

Depreciation expense and interest expense has replaced the operating lease expense charged in respect of leases in previous years.

Financial instruments

Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Notes to the Financial Statements - continued**
for the year ended 31 March 2022**1. ACCOUNTING POLICIES - continued****Financial instruments (continued)***Classification and subsequent measurement*

On initial recognition, a financial asset is classified as measured at: amortised cost.

A financial asset is measured at amortised cost if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial liabilities are classified as measured at amortised cost.

The company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is more than 120 days past due.

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

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term deposits. Short term deposits are defined as deposits with an initial maturity of three months or less.

Bank overdrafts that are repayable on demand and form an integral part of the company's cash management are included as a component of cash and cash equivalents.

Deferred tax

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
 for the year ended 31 March 2022

2. EMPLOYEES AND DIRECTORS

The totals below include directors' remuneration.

	FY 2021	2020/2021
Wages and Salaries	40,002,568	43,530,330
Social security costs	4,143,564	4,749,921
Other Pension costs	1,609,916	1,839,512
	<u>45,756,048</u>	<u>50,119,763</u>

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

	FY 2021	2020/2021
Administration	18	16
Sales And Marketing	22	25
Distribution	369	343
	<u>409</u>	<u>384</u>

Directors' remuneration

	FY 2021	2020/2021
Directors emoluments	728,486	943,317
Directors defined contribution pension schemes	9,900	21,712
	<u>738,386</u>	<u>965,029</u>

The highest paid director received remuneration of £374,568 (2020/2021 £574,849).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £9,075 (2020/2021 £9,937).

The amount shown above represent the remuneration paid to the directors for qualifying services to the company for the year ending 31st March 2022.

NTT Data Business Solutions Limited
(Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022

3. REVENUE FROM CONTRACTS WITH CUSTOMERS

(i) Disaggregation of revenue

In the following table the revenue is disaggregated by major products/service lines and timing of revenue recognition:

Major products/service lines	FY 2021	2020/2021
Consultancy	44,067,087	54,117,322
Application Management Services	15,090,534	15,200,750
Managed Private Cloud	8,220,867	9,715,356
Total Services	67,378,488	79,033,428
On-Prem. Licence fees	5,954,595	6,870,132
On Prem. Maintenance fees	21,579,560	26,088,212
Public Cloud Subscriptions	10,371,140	9,568,421
Total Software	37,905,295	42,526,765
Other Revenues	795,831	1,016,636
Total Revenues	106,079,614	122,576,829

(ii) Contract balance

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

	FY 2021	2020/2021
	£	£
Contract with Customers Balances		
Receivables	19,756,060	27,120,989
Contract assets	1,185,447	2,642,233
Contract Liabilities	18,647,063	2,076,966

The contract assets primarily relate to the company's rights to consideration for work completed but not billed at the reporting date on percentage completion contracts. The contract assets are transferred to receivables when the rights become unconditional. The contract liabilities primarily relate to the advance consideration received from customers for support and maintenance contracts.

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
 for the year ended 31 March 2022

3. REVENUE FROM CONTRACTS WITH CUSTOMERS (continued)

Significant changes in the contract assets and the contract liabilities balances during the period are as follows:

Significant Changes	Contract assets	Contract liabilities
Revenue recognised that was included in the contract liability balance at the beginning of the period		2,076,966
Increases due to cash received, excluding amounts recognised as revenue during the period		18,647,063
Transfers from contract assets recognised at the beginning of the period to receivables	2,642,233	

4. NET FINANCE INCOME/COSTS

	FY 2021	2020/2021
Interest Income from Banks	141,436	31,301
Gain in fair value of Put Option	-	197,869
Financial Income	<u>141,436</u>	<u>229,170</u>
Interest Expense from Right-of-Use Assets	(51,596)	(144,656)
Loss in fair value of Put Option	(203,889)	-
Interest Expense on Loans from Parent	(40,206)	(107,184)
Financial Costs	<u>(295,691)</u>	<u>(251,840)</u>
Net Finance Income/Cost	<u>(154,255)</u>	<u>(22,670)</u>

5. PROFIT BEFORE INCOME TAX

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

	FY 2021	2020/2021
Depreciation - RoU Asstes	490,743	601,552
Depreciation - owned asets	278,210	341,788
Foreign exchange differences	64,531	550,022

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
for the year ended 31 March 2022
6. AUDITORS REMUNERATION

The Company paid the following amounts to its auditor in respect of the audit of the financial statements and for other services provided to the company:

	FY 2021	2020/2021
Fees payable to the Company's auditor and its associates for the audit of the company's annual financial statements	220,000	132,392

Amounts receivable by the Company's auditor and its associates in respect of services other than the audit of the Company's financial statement is £nil (2020/21 £nil).

7. ANALYSIS OF TAX EXPENSE
Analysis
Recognised in the income statement

	FY 2021	2020/2021
	£	£
Current year	1,658,311	1,557,900
Adjustments for prior years	(285,293)	(522,259)
Current tax expense	<u>1,373,018</u>	<u>1,035,641</u>
Deferred tax expense		
Origination and reversal of temporary differences	<u>(39,493)</u>	<u>14,563</u>
Tax expense in income statement	<u><u>1,333,525</u></u>	<u><u>1,050,204</u></u>

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
for the year ended 31 March 2022
7. ANALYSIS OF TAX EXPENSE (Continued)
Factors affecting the tax expense

The tax assessed for the year is lower (2020/2021 - lower) than the standard rate of Corporation tax in the UK. The difference is explained below:

		FY 2021	2020/2021
		£	£
Profit on ordinary activities		8,389,569	8,830,111
Tax Rate	19.00%	1,594,018	1,677,721
Effects of:			
Temporary differences		18,038	(108,855)
Non-Deductible expenses		6,762	3,597
Adjustments for prior year		(285,293)	(522,259)
		<u>1,333,525</u>	<u>1,050,204</u>

Factors that may affect future current and total tax charges

At Budget 2020, the government announced that the Corporation Tax Main rate for the years starting 1st April 2020 and 2021 would remain at 19%.

An increase in the UK corporation rate from 19% to 25% (effective 1st April 2023) was substantively enacted on 24th May 2021. This will increase the company's future current tax charge accordingly.

The deferred tax liability at 31st March 2022 has been calculated based on these rates, reflecting the expected timing of the related temporary differences (2021:19%).

8. GOODWILL

The goodwill of £15,753,005 (2020/2021 £15,753,005) arose on the acquisition of the trade and net assets of Chelford SAP Solutions on 4th August 2010, Contemporary plc on 1st Dec 2013, Blueprint Management Systems Limited on 2nd July 2012, and IT Performs Limited on 5th June 2015.

The entire goodwill amount is allocated to NTT Data Business Solutions Limited which is the Company's only cash generating unit. The previous acquisitions made are all included within this cash generating unit. The recoverable amount of this cash generating unit has been determined based on the value in use calculation. The calculation uses pre tax cash flow projections based on financial forecast approved by management for the first year, beyond which a terminal growth rate of 2% has been applied. Changing the key assumptions to reasonably possible alternative assumptions would not give rise to the recognition of any impairment.

The key assumptions of the impairment review calculation are shown below:

	FY2021	2020/2021
Period on which management approved forecasts are based	5 years	5 years
Growth rate applied beyond approved forecast period	2%	2%
Discount Rate	14%	14%

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
for the year ended 31 March 2022
9. Property, Plant and Equipment

	Leasehold Improvements	Furniture and Fittings	Computer Equipment	Total
Cost	£	£	£	£
As at 1st Jan 2020	1,015,625	430,890	1,370,922	2,817,437
Additions	-	-	159,674	159,674
Disposals	(265,184)	(213,147)	(954,882)	(1,433,213)
As at 31st Mar 2021	750,441	217,743	575,714	1,543,898
Additions	-	-	152,014	152,014
Transfer from RoU	306,939			306,939
Disposals	-	-	-	-
As at 31 Mar 2022	1,057,380	217,743	727,728	2,002,851
	£	£	£	£
Amortisation				
As at 1st Jan 2020	511,800	312,191	1,112,525	1,936,516
Additions	94,530	34,218	213,040	341,788
Disposals	(265,184)	(210,874)	(954,882)	(1,430,940)
As at 31st Mar 2021	341,146	135,535	370,683	847,364
Additions	99,556	27,218	151,436	278,210
Disposals	-	-	-	-
As at 31 Mar 2022	440,702	162,753	522,119	1,125,574
Net Book Value				
As at 31 Mar 2021	409,295	82,208	205,031	696,534
As at 31 Mar 2022	616,678	54,990	205,609	877,277

NTT Data Business Solutions Limited
(Registered number: 03689001)
Notes to the Financial Statements - continued
For the year ended 31 March 2022
10. INVESTMENTS IN SUBSIDIARIES

The Company has the following investments in subsidiaries:

Movement

As at 1st Jan 2020	<u>8,307,293</u>
As at 31st Mar 2021	<u>8,307,293</u>
Impairment	<u>(967,000)</u>
As at 31 Mar 2022	<u>7,340,293</u>

	Registered office address	Ownership	
		FY2021	2020/21
Weaveability Ltd	12 Gough Square, London, England, EC4A 3DW	51%	51%
Weaveability Hosting Limited	12 Gough Square, London, England, EC4A 3DW	51%	51%
NTT Data Business Solutions Ltd	Boole House, Beech Hill Office Campus, Clonskeagh, Dublin 4, Ireland	100%	100%

In April 2019 Investment with 51% ownership were acquired in Weaveability and Weaveability Hosting. The remaining 49% ownership have subsequently been purchased.

As at 31 March 2022 the company identified indicators of impairment in its investments in subsidiaries in Weaveability Limited and Weaveability Hosting Limited and therefore an impairment review was performed as at this date resulting in an impairment loss of £967,000 being recognized in the profit and loss account.

For the purpose of impairment testing, the investments in Weaveability Limited and Weaveability Hosting Limited are allocated to one cash-generating unit.

The company calculated the recoverable amount of these investments using the value in use method by estimating the discounted future cash flows (DCF). The cash flows on which the DCF valuation is based are based on current approved business plans and internal planning, whereby a planning horizon of five years is assumed.

The key assumptions used in estimating the recoverable amount are set out below. The values assigned to the key assumptions represent the management's assessment of future developments in the relevant industry and are based on historical values from external and internal sources.

Discount rate	10.6%
Terminal value growth rate	2.0%
EBITA Margin (average over five years).	12.6%

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022
10. INVESTMENT IN SUBSIDIARIES (Continued)

	CGU Weaveability
	GBP
Balance at 31.03.2021	8,250,000
Impairment	-967,000
Balance at 31.03.2022	7,283,000

Following the impairment loss recognized above, the carrying amount was equal to the recoverable amount for the Weaveability CGU. Therefore, any adverse movement in a key assumption would lead to further impairment.

Sensitivity analysis

The impact of increasing or decreasing the main assumptions below by 1% on the recoverable amount of the CGU is set out below (Unit £'000)

		1%	-1%
WACC - Weighted Average Cost of Capital			
WACC	10.6%	11.6%	9.6%
DCF	7,283	6,487	8,289
Change		(796)	1,006
Estimated Growth			
Estimated Growth	2.0%	3.0%	1.0%
DCF	7,283	7,959	6,747
Change		676	(536)
EBITA Margin (Average over 5 years)			
EBITA Margin (Average over 5 years)	12.6%	13.6%	11.6%
DCF	7,283	8,047	6,519
Change		764	(764)

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022
11. TRADE AND OTHER RECEIVABLES

	FY 2021	2020/2021
Current Trade Receivables	£	£
Trade Debtors	19,756,060	27,120,989
Provision for doubtful debts	(537,150)	(650,417)
Amounts owed by group undertakings	1,107,072	863,535
Contract assets	1,185,447	2,642,233
Prepayments and accrued income	192,119	552,058
Other Debtors	872,596	781,167
	<u>22,576,144</u>	<u>31,309,565</u>
	FY 2021	2020/2021
Non-Current Trade Receivables	£	£
Trade Receivables over one year	<u>140,700</u>	<u>281,400</u>

Amounts due from group undertakings are payable on demand and interest free.

12. CASH AND CASH EQUIVALENTS

	FY 2021	2020/2021
	£	£
Cash in Hand	80	180
Bank Accounts	44,432,207	17,364,843
	<u>44,432,287</u>	<u>17,365,023</u>

13. CALLED UP SHARE CAPITAL

			FY 2021	2020/2021
Number of Shares	Nominal value	Class	£	£
10,587,278	£	1.00 Ordinary	10,587,278	10,587,278

14. RESERVES

	FY 2021	2020/2021
Retained Earnings	£	£
At the start of the period	33,413,397	25,633,490
Profit for the year	7,056,044	7,779,907
At 31st March 2022	<u>40,469,441</u>	<u>33,413,397</u>

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022
15. TRADE AND OTHER PAYABLES

	FY 2021	2020/2021
	£	£
Current		
Trade Creditors	9,447,757	3,382,138
Contract Liabilities	18,647,063	2,076,966
VAT Liabilities	2,784,419	
Payroll related tax Liabilities	1,144,015	
Amounts owed to group undertakings	1,207,922	1,992,952
Accruals	5,055,502	17,045,888
	<u>38,286,678</u>	<u>24,497,944</u>

16. LEASING AGREEMENTS

Leases as a lessee (IFRS 16)	Land and
Right-of-use Assets	Buildings
	£
Balance at 1st Jan 2020	4,347,803
Additions	(53,523)
Depreciation charge for the year	(601,552)
Balance at 31st March 2021	<u>3,692,728</u>
Additions	-
Retirement	-
Transfer to Building Imp	(306,939)
Depreciation charge for the year	(490,743)
Balance at 31st March 2022	<u>2,895,046</u>

	FY 2021	2020/2021
	£	£
Leases under IFRS 16		
Interest Expense on Lease Liability	51,596	144,656
Depreciation charge for the year	490,743	601,552
	<u>542,339</u>	<u>746,208</u>
Total cash outflows for leases		
Payments	<u>(624,174)</u>	<u>(631,193)</u>
	<u>(624,174)</u>	<u>(631,193)</u>

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
for the year ended 31 March 2022
16. LEASING AGREEMENTS (continued)

Lease Liabilities	Land and Buildings
	£
Non-Current	
Balance at 1st Jan 2020	4,127,749
NPV revalue	(163,623)
Transfer to Current	(582,468)
Interest	144,656
Balance at 31st March 2021	<u>3,526,314</u>
Transfer to Current	(1,052,438)
Interest	51,595
Balance at 31st March 2022	<u>2,525,471</u>
	£
Current	
Balance at 1st Jan 2020	146,679
Transfer from Non-Current	582,468
Payments	(631,193)
Balance at 31st March 2021	<u>97,954</u>
Transfer from Non-Current	1,052,438
Payments	(624,173)
Balance at 31st March 2022	<u>526,219</u>

Note 22 presents a maturity analysis of the payments due over the next 5 years for these liabilities.

17. LOAN FROM PARENT

	FY 2021	2020/2021
	£	£
Long term Loan from Parent		
Opening Balance	745,909	1,745,909
Repayment	(745,909)	(1,000,000)
Closing Balance	<u>-</u>	<u>745,909</u>
Loan falling due in 12 months		
Opening Balance	800,000	800,000
Repayment	(800,000)	-
Closing Balance	<u>-</u>	<u>800,000</u>

NTT Data Business Solutions Limited
(Registered number: 03689001)
Notes to the Financial Statements - continued
for the year ended 31 March 2022
18. RELATED PARTY DISCLOSURES

The company trades with fellow group entries on a day-to-day basis as a normal course of business and includes Consulting and Managed Cloud services as well as own product sales. These transactions are included in the table below:

	Sales to		Expenses incurred from	
	FY 2021	2020/2021	FY 2021	2020/2021
	£	£	£	£
Parent	3,129,020	3,999,633	1,408,737	2,262,078
Subsidiaries	51,809	14,107	2,653,041	3,183,421
Other Related Parties	3,781,714	3,699,795	11,240,148	16,476,911
	<u>6,962,543</u>	<u>7,713,535</u>	<u>15,301,926</u>	<u>21,922,410</u>
	Receivables Outstanding		Payables Outstanding	
	FY 2021	2020/2021	FY 2021	2020/2021
	£	£	£	£
Parent	346,759	541,076	(135,694)	350
Subsidiaries	2,392	0	251,233	268,493
Other Related Parties	757,921	322,459	1,092,383	1,724,109
	<u>1,107,072</u>	<u>863,535</u>	<u>1,207,922</u>	<u>1,992,952</u>

Related parties Key personnel are the Directors whose remuneration disclosure is presented in note 2.

19. ULTIMATE CONTROLLING PARTY

The parent company and ultimate controlling party is NTT Data Business Solutions AG, incorporated in Germany. NTT Data Business Solutions AG is the immediate parent and the smallest group of which the company is a member and for which group accounts are drawn up. The consolidated accounts can be obtained at www.nttdata.com or can be obtained from Königsbreede 1, 33605 Bielefeld, Germany.

The ultimate parent of the company is Nippon Telegraph and Telephone Corporation, registered in Japan, which also the largest group in which the results of the company are consolidated. The consolidated accounts can be obtained from 3-1 Otemachi 2-chome, Chiyoda-ku, Tokyo, 100-816, Japan.

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
for the year ended 31 March 2022
20. RECONCILIATION OF PROFIT BEFORE INCOME TAX TO CASH GENERATED FROM OPERATIONS

	FY 2021	2020/21
	£	£
Profit before income tax	8,389,569	8,830,111
Net Interest	(49,634)	(75,883)
Impairment loss	967,000	-
Change in fair value of put option	203,889	-
Depreciation and amortisation charges	768,953	943,340
	<u>10,279,777</u>	<u>9,697,568</u>
(Increase)/Decrease in Accounts receivables	9,117,658	(2,282,397)
Increase/(Decrease) in Accounts payables	10,675,162	6,120,855
Net Change in Intercompany receivables and payables	(1,028,567)	369,107
	<u>29,044,030</u>	<u>13,905,133</u>

21. ACQUISITIONS OF INVESTMENT

On 10th of April 2019, the Company purchased 51% interest in the businesses of Weaveability Limited and Weaveability Hosting Limited. The Company has option to purchase the remaining 49% of the businesses in 2022. The Company appointed an independent external expert to perform the valuation of the option. This was done using the Black Scholes Method. As per the valuation, £592,180 is recognized as fair value of the derivate and accounted as Derivative current asset. The Company exercised the option to purchase in May 2022, at a final purchase price of £3,810,730 for the remaining Weaveability 539 shares, and Weaveability Hosting 490 shares. These acquisitions will help the Company expand its own IT product range as well as gaining specialist skills and knowledge in the industry to assist in the Company's Growth Plans.

NTT Data Business Solutions Limited
(Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022

22. FINANCIAL RISK MANAGEMENT

I. Accounting Classifications and Fair Value

The company does not hold any financial assets or financial liabilities where the carrying amount is not a reasonable approximation of fair value.

II. Financial Risk Management

The Group has exposure to the following risks arising from financial instruments:

- credit risk and
- liquidity risk.

III. Risk management framework

The Company's risk management policies are established to identify and analyse the risk faced by the group, to set appropriate risk limits and controls and to monitor risk and adherence to limits. Risk policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

IV. Credit Risk

Credit risk is the risk of financial loss to the company if a customer fails to meet its contractual obligations, and arises principally from the company's receivables from customers.

The carrying amount of financial assets represents the maximum credit exposure.

V. Trade and other receivables

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

The company has established a credit policy under which each new customer is analysed individually for creditworthiness before the standard payment terms and conditions are offered. The reviews include external ratings, if they are available, financial statements, industry information, and in some cases bank references. Sale limits are established for each customer and reviewed on a regular basis. Any sales exceeding those limits require Executive approval.

The company limits its exposure to credit risk from trade receivables by establishing a maximum payment period of one month for corporate customers. Any extended term requires Finance and Executive approval.

NTT Data Business Solutions Limited
 (Registered number: 03689001)

Notes to the Financial Statements - continued
For the year ended 31 March 2022
22. FINANCIAL RISK MANAGEMENT - continued
IV. Credit Risk (continued)
V. Trade and other receivables (continued)

In monitoring credit risk, customers are grouped according to their credit characteristics, including their geographic location, industry, trade history with the company and existence of previous financial difficulties.

At 31 March 2022, the maximum exposure to credit risk for trade receivables by geographic region was as follows

	FY 2021	2020/2021
	£	£
UK	16,411,090	25,351,524
EU	3,122,106	1,483,381
US	363,565	63,592
Other	-	503,892
Total Trade receivables	19,896,760	27,402,389

At 31 March 2022, the aging of trade receivables that held no bad debt provision was as follows.

	FY 2021	2020/2021
	£	£
Not Due	12,615,764	11,089,354
Past due 1-30 days	4,022,399	6,464,856
Past due 31-90 days	2,249,366	6,157,358
Past due 91-120 days	172,124	2,662,728
Beyond 120 days	837,106	1,028,093
Total Trade receivables	19,896,760	27,402,389

The movement in the allowance for bad debt provision in respect of trade receivables during the year was as follows.

Bad Debt Provisions	£
As at 1 Jan 2020	526,846
Additions	442,409
Written off	<u>(318,838)</u>
As at 1 Mar 2021	<u>650,417</u>
Additions	537,150
Written off	<u>(650,417)</u>
As at 31 March 2022	<u><u>537,150</u></u>

NTT Data Business Solutions Limited
(Registered number: 03689001)
Notes to the Financial Statements - continued
For the year ended 31 March 2022
22. FINANCIAL RISK MANAGEMENT - continued
VI. Liquidity risk

Liquidity risk is the risk the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or other financial assets. The company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

The company uses activity-based costing to cost its services, which assists it in monitoring cash flow requirements and optimising its cash return on investments.

The company aims to maintain the level of its cash and cash equivalents at an amount in excess of expected cash outflows on financial liabilities. The company also monitors the level of expected cash inflows on trade and other receivables together with the expected cash flows from trade and other payable. At 31 March 2022, the expected cash flows from trade and other receivables maturing within two months exceeded the expected cash flows out from trade and other payables. This excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as national disasters.

The following are the remaining contractual maturities of financial liabilities at the reporting date:

FY 2021	Carrying Amount	Total	Within 1 year		1-2 years	3-5 Years	Over 5 years
			01/04/2022 to 31/05/2022	01/06/2022 to 31/03/2023	01/04/2023 to 31/03/2024	01/04/2024 to 31/03/2027	After 01/04/2027
Loan from Parent	-	-	-	-	-	-	-
Lease Liabilities	3,051,690	(3,057,129)	(83,953)	(419,766)	(427,497)	(1,245,333)	(880,581)
Trade Payables	38,286,678	(38,286,678)	(38,286,678)	-	-	-	-
	<u>41,338,368</u>	<u>(41,343,807)</u>	<u>(38,370,631)</u>	<u>(419,766)</u>	<u>(427,497)</u>	<u>(1,245,333)</u>	<u>(880,581)</u>

2020/21	Carrying Amount	Total	2 Months	2-12 Months	1-2 years	3-5 Years
			or less			
Loan from Parent	1,545,909	(1,545,909)	-	(800,000)	(745,909)	-
Lease Liabilities	3,526,314	(3,526,314)	(87,703)	(438,516)	(1,052,438)	(1,578,657)
Trade Payables	24,497,944	(24,497,944)	(24,497,944)	-	-	-
	<u>29,570,167</u>	<u>(29,570,167)</u>	<u>(24,585,647)</u>	<u>(1,238,516)</u>	<u>(1,798,347)</u>	<u>(1,578,657)</u>

23. SUBSEQUENT EVENTS

Subsequent to the balance sheet date, 31st March 2022 but before the issue of the Financial Statements the company purchased the remaining 49% of Weaveability and Weaveability Hosting.

On the 14th and 15th June 2022, the company paid a Dividend to the company's parent for the 15 month period ending 31st March 2021 of £8.8million.

NTT Data Business Solutions Limited
(Registered number: 03689001)**Notes to the Financial Statements - continued**
For the year ended 31 March 2022**24. ACCOUNTING ESTIMATES AND JUDGEMENTS**

In preparing the financial statements, management is required to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts represented in the financial statements and related disclosures. Use of available information, historical experience and the application of judgement are inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the financial statements. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future period affected. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements include:

Impairment of Investment in Subsidiaries

Management review and test the carrying value when events or changes in circumstances suggest the that carrying amount may not be recovered. These calculations require the use of estimates and assumptions. It is reasonably possible that the assumptions may change. If there are indications that impairment may have occurred, estimates of expected future cash flows are prepared for the asset. Expected future cash flows are inherently uncertain and could materially change over time.