Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2021 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	933 174 697
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	TRINTECH AS
Forretningsadresse:	Brugata 19
	0186 OSLO

Regnskapsår

Årsregnskapets periode:	01.02.2020 - 31.01.2021

Konsern

Morselskap i konsern:	Nei

Regnskapsregler

Regler for små foretak benyttet:	Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet:	Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Lars Owe Berge Nyland
Dato for fastsettelse av årsregnskapet:	21.09.2021

Grunnlag for avgivelse

År 2021: Årsregnskapet er elektronisk innlevert

År 2020: Tall er hentet fra elektronisk innlevert årsregnskap fra 2021

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 20.06.2023

Resultatregnskap

Beløp i: NOK	Note	2021	2020
RESULTATREGNSKAP			
Inntekter			
Sales revenue	1, 4, 13	94 793 957	92 732 889
Sum inntekter		**94 793 957**	**92 732 889**
Kostnader			
Cost of materials	1, 4	4 317 620	4 892 700
Personnel expenses	2	31 555 539	26 834 788
Depreciation of tangible and intanglible fixed assets	6	6 592 745	6 384 047
Nedskrivning av varige driftsmidler og immaterielle eiendeler	5		
Other operating expenses	2, 10	17 968 155	22 278 851
Sum kostnader		**60 434 059**	**60 390 386**
Driftsresultat		**34 359 898**	**32 342 503**
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern	4		97 564
Annen renteinntekt		11 980	42 623
Sum finansinntekter		**11 980**	**140 187**
Rentekostnad til foretak i samme konsern	4		
Annen rentekostnad		150 735	45 775
Other financial expenses		6 904 469	9 745 871
Sum finanskostnader		**7 055 204**	**9 791 646**
Netto finans		**-7 043 224**	**-9 651 459**
Ordinært resultat før skattekostnad		**27 316 674**	**22 691 044**
Tax expense	1, 9	6 011 177	4 694 241
Ordinært resultat etter skattekostnad		**21 305 497**	**17 996 803**
Årsresultat		**21 305 497**	**17 996 803**
Årsresultat etter minoritetsinteresser		**21 305 498**	**17 996 804**

Resultatregnskap

Beløp i: NOK	Note	2021	2020
Overføringer og disponeringer			
Konsernbidrag			12 214 555
Allocated to other equity		21 305 498	5 782 249
Sum overføringer og disponeringer	11	**21 305 498**	**17 996 804**

Balanse

Beløp i: NOK	Note	2021	2020
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Research and development	6	20 644 258	18 733 291
Utsatt skattefordel	1, 9	8 232 818	7 667 322
Sum immaterielle eiendeler		**28 877 076**	**26 400 613**
Varige driftsmidler			
Equipment., fixtures and fittings and other movables	6	595 610	587 754
Sum varige driftsmidler		**595 610**	**587 754**
Finansielle anleggsmidler			
Investering i annet foretak i samme konsern	8	7 598 533	7 598 533
Sum finansielle anleggsmidler		**7 598 533**	**7 598 533**
Sum anleggsmidler		**37 071 219**	**34 586 900**
Omløpsmidler			
Varer			
Fordringer			
Accounts receivables		14 807 516	12 794 809
Other short-term receivables		657 727	1 667 914
Konsernfordringer	5	94 097 904	113 316 070
Sum fordringer		**109 563 147**	**127 778 793**
Bankinnskudd, kontanter og lignende			
Bank deposits, cash and cash equivalents	3, 12	21 921 591	11 846 590
Sum bankinnskudd, kontanter og lignende		**21 921 591**	**11 846 590**
Sum omløpsmidler		**131 484 738**	**139 625 383**
SUM EIENDELER		**168 555 957**	**174 212 283**

BALANSE - EGENKAPITAL OG GJELD

Balanse

Beløp i: NOK	Note	2021	2020
Egenkapital			
Innskutt egenkapital			
Share capital	7, 11	3 992 263	3 992 263
Sum innskutt egenkapital		**3 992 263**	**3 992 263**
Opptjent egenkapital			
Other equity	11	41 776 757	20 771 276
Sum opptjent egenkapital		**41 776 757**	**20 771 276**
Sum egenkapital		**45 769 020**	**24 763 539**
Sum langsiktig gjeld		**0**	**0**
Kortsiktig gjeld			
Leverandørgjeld		1 641 485	1 507 298
Tax payable	9	6 764 840	4 585 738
Public duties payable		7 238 082	6 627 471
Utbytte	11		
Kortsiktig konserngjeld	5	61 446 274	78 704 350
Other current debt		45 696 254	58 023 886
Sum kortsiktig gjeld		**122 786 935**	**149 448 743**
Sum gjeld		**122 786 935**	**149 448 743**
SUM EGENKAPITAL OG GJELD		**168 555 955**	**174 212 282**

FAVORDALE LIMITED

DIRECTORS' REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST JANUARY 2021

FAVORDALE LIMITED

CONTENTS

FAVORDALE LIMITED
DIRECTORS AND OTHER INFORMATION
FOR THE YEAR ENDED 31ST JANUARY 2021

Directors	Alan Fitzpatrick Daniel Joseph Hanley
Secretary	Alan Fitzpatrick & Co Limited
Registered Office	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare
Registered Number	614581
Solicitors	McCann Fitzgerald Riverside One Sir John Rogerson's Quay Dublin 2
	Kirkland & Ellis LLP 300 North LaSalle Chicago, IL 60654 USA
Bankers	Bank of Ireland Stillorgan Co. Dublin.
	JP Morgan Bank Luxembourg S.A. 200 Capital Dock 79 Sir John Rogersons Quay Dublin 2
Auditors	RSM Ireland Business Advisory Limited t/a RSM Ireland Statutory Audit Firm Trinity House Charleston Road Ranelagh Dublin 6

FAVORDALE LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 January 2021

The directors present their annual report and audited Financial Statements of the Group for the year ended 31st January 2021.

PRINCIPAL ACTIVITIES

Favordale Limited is organised as a private limited company under the laws of Ireland and is a wholly owned subsidiary of Wolverine Holdings Sarl (Luxembourg). Wolverine Holdings Sarl is a wholly owned subsidiary of Wolverine Topco Inc (Cayman Islands). On 29 December 2017, Wolverine Topco Inc acquired all of the equity interests of Ranger Finance Limited through its wholly owned subsidiary Favordale Limited, in a transaction referred to hereafter as the acquisition.

Favordale Limited and its wholly owned subsidiaries ('the Group' trading as Trintech Group) are a major international provider globally of integrated financial governance, risk management and compliance (GRC) solutions focused on the office of the CFO. The Group's recognised expertise in reconciliation process management, financial data aggregation, financial close, disclosure management, risk management and compliance enables customers to gain greater stability and control over their critical financial processes leading to better overall business performance.

Many organisations are realising the benefits of the group's configurable and highly scalable solutions every day to: ensure the accuracy and integrity of financial data; identify and reduce transaction risk; improve the quality and timeliness of disclosure management and strengthen internal controls to support compliance requirements.

The Group provides cloud-based financial software solutions for the record-to-report process. The Groups products aim to produce greater stability and control over their critical record-to-report financial processes, leading to better overall business performance. These software solutions are designed to help customers to ensure the accuracy and integrity of financial data, identify and reduce transaction risk, optimise employee efficiency, and improve reporting and strengthen internal controls to support compliance requirements. The Groups Cadency® platform automates and manages all aspects of the financial close - including balance sheet reconciliation, journal entries, close tasks, governance, compliance, and reporting for large enterprise organisations. The Adra® Suite provides cloud-based, financial close and reconciliation solutions for mid-sized companies looking to quickly increase the efficiency, control and visibility for all key areas of the financial close process. ReconNET™ streamlines operational reconciliations such as bank and credit card transactions, and the Dataflow Transaction Network helps customers with data collection and delivery.

The Group's customer base includes retail chains, commercial companies and financial institutions, and its sales and marketing efforts are divided by region as follows:

- Europe, Middle East and Africa;
- North and South America; and
- Australia.

The Group's principal market is the United States, which represents approximately 67% of the Group's total revenues in fiscal 2021 (2020: 69%).

REVIEW OF THE DEVELOPMENT, PERFORMANCE OF THE BUSINESS AND KEY PERFORMANCE INDICATORS

Turnover was US$123.9 million for the year ended 31 January 2021 (2020: US$117.9 million). The loss on ordinary activities before taxation for the year amounted to US$48.6 million (2020: US$54.2 million). Following a taxation credit of US$0.3 million (2020:US$1 million) the loss retained for the year was US$48.3 million (2020: US$53.2 million).

During the year, the Group continued its investment program to drive financial governance, risk management and compliance (Financial GRC) revenue growth in vertical markets such as healthcare, energy, financial services, technology, retail and manufacturing.

LIKELY FUTURE DEVELOPMENTS

The Group's mission is to be the leading global provider of integrated Financial GRC software solutions. The Group is growing its financial software solutions and services business through capitalising on an increasing demand for Financial GRC solutions globally; offering new products and services to its existing customer base and expanding indirect sales channels through new partners and marketing alliances. The future growth of the Group will be underpinned by a strong core customer base and an established market position.

FAVORDALE LIMITED
DIRECTORS' REPORT – (Continued)
FOR THE YEAR ENDED 31ST JANUARY 2021

The key components of the Group's strategy are:

- Continue to increase revenues for its solutions in the Financial GRC software market, where there is demand for an integrated suite of Financial GRC applications;
- Maintain direct sales resources and invest in indirect channels through strategic partnerships to increase market share for its key products in new markets and in new geographies;
- Expand demand for compliance and financial control modules (CadencyTM, Adra Suite & ReconNET) across its existing customer base;
- Extract cost synergies from existing business to drive growth in Earnings before Interest, Tax, Depreciation and Amortisation or EBITDA; and
- Maintain a high level of recurring revenue streams.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties which the Group faces are set out below:

- *Conditions and changes in the national and global economic and political environments may adversely affect the Group's business and financial results.*

  Adverse economic conditions in markets that the Group operate in can harm its business.

- *The Group will depend on sales of its financial governance, risk management, and compliance (GRC) software and services to customers located in the United States for a large majority of its total revenues.*

  For the period, U.S. customers accounted for 67% (2020: 69%) of the Group's turnover. Any material reduction in demand for the Group's products and services in the United States could adversely affect the Group's business, financial condition and results of operations.

- *The Group's businesses collect, use and retain personal customer information and enable customer transactions, which presents security risks, requires the Group to incur expenses and could harm its business.*

  Although the Group has sophisticated network and application security, internal control measures, and physical security procedures to safeguard its systems, there can be no assurance that a security breach, loss or theft of personal information will not occur, which could harm the business, customer reputation and results of operations. If the business expands to new industry segments that are regulated for privacy and security, or to countries outside the United States that have more strict data protection laws, compliance requirements and costs will increase.

- *New versions and releases of the Group's products may contain errors or defects.*

  The Group's software products are complex and, accordingly, may contain undetected errors or be subject to intermittent failures when first introduced or as new versions are released. This may result in the loss of, or delay in, market acceptance of the Group's products.

- *The Group could be subject to potential product liability claims and third party liability claims related to products and services.*

  Any errors, defects or other performance problems could result in financial or other damages to the Group's customers. A product liability claim brought against the Group, even if not successful, would likely be time consuming and costly and could seriously harm the Group's business.

- *The Group may be unsuccessful in developing and selling new products or in penetrating new markets.*

  The Group's competitiveness and future success depend on its ability to develop, market and sell new products and services on a timely and cost effective basis. A fundamental shift in technologies in any of the Group's markets could harm its competitive position within these markets.

FAVORDALE LIMITED
DIRECTORS' REPORT – (Continued)
FOR THE YEAR ENDED 31ST JANUARY 2021

PRINCIPAL RISKS AND UNCERTAINTIES – (Continued)

- *The Group may fail to adequately integrate acquired products, technologies or businesses.*

  The Group evaluates opportunities to acquire additional product offerings, complementary technologies and businesses. Turnover from the acquired businesses may not be sufficient to support the costs associated with those businesses, thereby adversely affecting the Group's operating margins in the future.

- *The Group depends on a few key personnel to manage and operate.*

  The loss of certain members of the Group's senior management, including the Group's Chief Executive Officer, could have a material adverse effect on the Group's business and prospects.

- *If the Group is unable to retain and attract highly skilled personnel with experience in retail software and transaction services industries, the business may be unable to grow.*

  The Group is dependent upon the ability to attract and hire, when necessary, as well as train and retain highly skilled technical, sales and marketing, engineering, support and other highly skilled personnel with knowledge in funds management, financial governance, reconciliation workflow, transaction risk management, internet and other expertise.

- *Regulatory compliance, including the cost of complying with legislative actions and potential new accounting pronouncements, may result in increased costs that would affect the Group's future financial position and results of operations.*

  Regulatory compliance, including the cost of complying with legislative actions and changes in accounting rules may materially increase the Group's operating expenses and adversely affect its operating results.

RESEARCH AND DEVELOPMENT

The Group intends to continue to develop innovative Financial GRC solutions to respond to the needs of the Group's customers in this rapidly changing industry, particularly where the Group believes that it can leverage its existing product set. The Group has developed its products independently, through the Group's research and development team, through funded development projects and through acquisition.

The Group has concentrated research and development in the following metropolitan areas:

- *Dallas, Texas:* Financial GRC products and services;

For the period, approximately 14.8% (2020: 16.1%) of the Group's revenues were dedicated to research and development expenses. Research and development expenses totalled US$18.3 million for the year (2020: US$18.9 million).

DIVIDENDS

The directors do not propose the payment of a dividend for the period.

ACCOUNTING RECORDS

To ensure that adequate accounting records are kept in accordance with sections 281 to 285 of the Companies Act 2014, the directors have employed appropriately qualified accounting personnel and have maintained appropriate computerised accounting systems. The accounting records are kept jointly at Suite 13, Classon House, Dundrum Business Park, Dundrum and at 15851 Dallas Parkway, Suite 900, Addison, Texas 75001, United States of America.

FAVORDALE LIMITED
DIRECTORS' REPORT – (Continued)
FOR THE YEAR ENDED 31ST JANUARY 2021

DIRECTORS

The names of the persons who were directors at any time during the year ended 31 January 2021 are listed on page 2.

DIRECTORS' AND SECRETARY'S INTEREST

The directors and the secretary and their families who held office at did not have any direct or beneficial interest in the shares of the Company or any other Group companies or the ultimate parent undertaking, Summit Partners L.P. at the beginning or end of the financial period.

There were no changes in shareholdings between 31 January 2021 and the date of signing the financial statements.

SUBSIDIARY COMPANIES

The disclosures required under the Companies Act 2014 in respect of subsidiary undertakings are provided in note 12 to the Financial Statements.

POLITICAL DONATIONS

The Electoral (Amendment) (Political Funding) Act, 2012, requires companies to disclose all political donations over €200 in aggregate made during the financial period. The directors, on enquiry, have satisfied themselves that no such donations in excess of this amount have been made by the company.

IMPACT OF COVID-19

In December 2019, a novel strain of Coronavirus disease (COVID-19) was reported. In March 2020, the World Health Organization ("WHO") declared the outbreak a pandemic. While the Groups' revenues, billings and earnings are relatively predictable as a result of its subscription-based business model, the effect of the COVID-19 pandemic may not be fully reflected in its results of operations and overall financial performance until future periods, if at all. The Company may experience curtailed customer demand, lengthened payment terms that could materially impact its business, results of operations and overall financial performance in future periods. The extent and continued impact of the COVID-19 pandemic on the Group's operational and financial performance will depend on certain developments, including the continued duration and spread of the outbreak; the availability of vaccines; government responses to the pandemic; impact on the Group's customers and its sales cycles; impact on the Group's customer events; extent of delays in hiring and onboarding new employees; and effect on the Group's partners, vendors and supply chains, all of which are uncertain and difficult to predict.

The Group assessed certain accounting matters that generally require consideration of forecasted financial information in connect with the information reasonably available to the Group and the unknown future impacts of COVID-19 at 31 January 2021 and up to the date of signing the financial statements. The account matters included, but were not limited to, the Group's allowance for doubtful accounts and the carrying amount of goodwill and other intangible assets. While there was not a material impact to the Group's consolidated financial statements as of the year ended 31 January 2021, the Group's future assessment and magnitude and duration of COVID-19, as well as other factors, could result in material impacts to the Group's consolidated financial statements in future reporting periods.

EVENTS AFTER THE BALANCE SHEET DATE

There were no significant events between the end of the reporting period and the date of signing the financial statements which require adjustment to or disclosure in the financial statements.

In April 2021, the Company and Golub executed an amendment to the Facility. The amendment included definitional changes to covenant calculations, amendments to the covenant ratio requirements and extended the Facility's maturity by one year to December 2024.

STATEMENT OF RELEVANT AUDIT INFORMATION

There is no relevant audit information of which the statutory auditors are unaware. The directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and they have established that the statutory auditors are aware of that information.

FAVORDALE LIMITED
DIRECTORS' REPORT – (Continued)
FOR THE YEAR ENDED 31ST JANUARY 2021

STATEMENT OF COMPLIANCE

The directors of the company:
- acknowledge that they are responsible for securing the company's compliance with its relevant obligations; and
- confirm that the following have been done:

(i) the drawing up of a statement setting out the company's policies (that, in the directors opinion, are appropriate to the company) respecting compliance by the company with its relevant obligations;
(ii) the putting in place of appropriate arrangements or structures that are, in the directors opinion, designed to secure material compliance with the company's relevant obligations; and
(iii) the conducting of a review, during the financial year, of any arrangements or structures that have been put in place.

In finalising the above Statement of Compliance, the directors have considered the compliance of the company's subsidiaries with its relevant obligations under the Companies Acts 2014.

AUDIT COMMITTEE

The Directors are aware of the requirements of Section 167 of the Companies Act 2014 which introduced the requirement for large companies to consider the establishment of an Audit Committee. The Directors have decided not to establish an Audit Committee as they have full access to the Audit Committee in the Company's subsidiary Ranger Acqco HoldCo Limited. The Directors will continue to keep their decision under review.

AUDITORS

The auditors, RSM Ireland Business Advisory Limited t/a RSM Ireland have indicated their willingness to continue in office in accordance with the provisions of section 383(2) of the Companies Act 2014.

Signed on behalf of the board

Alan Fitzpatrick
Director
20/12/21

Daniel Joseph Hanley
Director

FAVORDALE LIMITED
STATEMENT OF DIRECTORS RESPONSIBILITIES
FOR THE YEAR ENDED 31ST JANUARY 2021

STATEMENT OF DIRECTORS RESPONSIBILITES

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable Irish law and regulations.

Irish company law requires the directors to prepare financial statements for each financial period. Under the law the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council. 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 assets, liabilities and financial position of the company as at the financial period end date and of the profit or loss of the company for the financial period and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to·
- select suitable accounting policies for the company financial statements and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- assess the group and parent company's ability to continue as a going concern, and
- prepare the financial statements on the going concem basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and profit or loss of the company to be determined with reasonable accuracy and enable them to ensure that the financial statements and directors' report comply with the Companies Act 2014 and enable the financial statements to be audited. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Signed on behalf of the board

Alan Fitzpatrick
Director

20/12/21

Daniel Joseph Hanley
Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAVORDALE LIMITED

Report on the audit of the financial statements

Opinion
We have audited the group and parent company financial statements of Favordale Limited and its subsidiaries ('the group') for the year ended 31 January 2021 which comprise the Group Profit and Loss Account, Group Statement of Comprehensive Income, the Group Balance Sheet, the Company Balance Sheet, the Group Statement of Changes in Equity, Company Statement of Changes in Equity, the Group Cash Flow Statement and the related notes to the financial statements, including a summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is Irish Law and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the Company as at 31 January 2021 and of its loss for the financial year then ended;
- give a true and fair view of the assets, liabilities and financial position of the Group as at 31 January 2021 and of its loss for the financial year then ended
- have been properly prepared in accordance with FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard for Auditors (Ireland) issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2014
Based solely on the work undertaken in the course of the audit, we report that:

- in our opinion, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- in our opinion, the Directors' Report has been prepared in accordance with the Companies Act 2014.

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.
In our opinion the accounting records of the company were sufficient to permit the financial statements to be readily and properly audited. The financial statements are in agreement with the accounting records.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAVORDALE LIMITED

Matters on which we are required to report by exception
Based on the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report. The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Respective responsibilities

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

In preparing the financial statements, the directors are responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to the going concern and using the going concern basis of accounting unless management either intends to liquidate the group or to cease operation, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) 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 these financial statements.

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

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAVORDALE LIMITED

The purpose of our audit work and to whom we owe our responsibilities
Our report is made solely to the company's shareholders, as a body, in accordance with section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the company's shareholders 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 any responsibility to anyone other than the company and the company's shareholders, as a body, for our audit work, for this report, or for the opinions we have formed.

Niall May

Niall May
for and on behalf of
RSM IRELAND BUSINESS ADVISORY LTD
Statutory Audit Firm
Trinity House
Charleston Road
Ranelagh, Dublin 6

20 December 2021

FAVORDALE LIMITED
GROUP PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 January 2021

	Notes	Year ended 31 January 2021	Year ended 31 January 2020
		US$'000	**US$'000**
Turnover	5	**123,887**	117,907
Cost of sales		**(35,278)**	(33,309)
Gross profit		**88,609**	84,598
Research and development costs		**(18,361)**	(18,985)
Sales and Marketing costs		**(29,979)**	(30,948)
General and administrative costs		**(71,838)**	(68,801)
Operating loss	6	**(31,569)**	(34,136)
Loss on ordinary activities before interest		**(31,569)**	(34,136)
Interest payable and similar charges	8	**(17,101)**	(20,046)
Loss on ordinary activities before taxation		**(48,670)**	(54,182)
Tax on loss on ordinary activities	9	**314**	1,004
Loss for the financial period		**(48,356)**	(53,178)
Loss for the period attributable to:			
Owners of the parent company		**(48,356)**	(53,178)

FAVORDALE LIMITED
GROUP STATEMENT OF COMPREHENSIVE INCOME
AS AT 31st JANUARY 2021

	Year ended 31 January 2021	Year ended 31 January 2020
	US$'000	**US$'000**
Loss for the period	**(48,356)**	(53,178)
Exchange differences on retranslation of net assets of subsidiary undertakings	**5,967**	(3,508)
Total comprehensive income for the financial year	**(42,389)**	(56,686)
Comprehensive income for the year attributable to:		
Owners of the parent company	**(42,389)**	(56,686)
	(42,389)	(56,686)

FAVORDALE LIMITED
GROUP BALANCE SHEET
AS AT 31st JANUARY 2021

	Note	2021 US$'000	2020 US$'000
Fixed Assets			
Intangible assets	10	332,205	378,692
Tangible assets	11	4,662	7,041
		336,867	385,733
Current Assets			
Debtors falling due within one year	13	40,503	36,698
Debtors falling due after one year	14	2,996	461
Cash at bank and in hand	30	36,898	7,881
		80,397	45,040
Creditors (amounts falling due within one year)	15	(88,352)	(66,556)
		(88,352)	(66,556)
Net Current Liabilities		(7,955)	(21,516)
Total Assets less Current Liabilities		328,912	364,217
Creditors (amounts falling due after more than one year)	16	(231,082)	(227,319)
Net Assets		97,830	136,898
Capital and Reserves			
Called up share capital presented as equity	19	-	-
Capital Contribution reserve	20	297,572	294,251
Other reserves		(846)	(6,813)
Profit and loss account		(198,896)	(150,540)
Equity shareholders' funds		97,830	136,898

Approved by the board on 20/12/21 **and signed on its behalf by:**

Alan Fitzpatrick
Director

Daniel Joseph Hanley
Director

FAVORDALE LIMITED
COMPANY BALANCE SHEET
AS AT 31st JANUARY 2021

	Notes	2021 US$'000	2020 US$'000
FIXED ASSETS			
Financial assets	12	392,806	392,806
CURRENT ASSETS			
Debtors		-	-
CREDITORS (amounts falling due within one year)		-	-
NET CURRENT ASSETS		-	-
TOTAL ASSETS LESS CURRENT LIABILITIES		392,806	392,806
CREDITORS (amounts falling due after more than one year)		-	-
NET ASSETS		392,806	392,806
CAPITAL AND RESERVES			
Called up share capital presented as equity	19	-	-
Capital Contribution	20	392,806	392,806
Equity shareholders' funds		392,806	392,806

Approved by the board on 20/12/21 **and signed on its behalf by:**

Alan Fitzpatrick
Director

Daniel Joseph Hanley
Director

FAVORDALE LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY

AS AT 31st JANUARY 2021

	Share capital	Retained earnings	Foreign currency translation reserve	Additional Paid-in Capital	Total
	US$'000	US$'000	US$'000		US$'000
At 01 February 2020	-	(150,540)	(6,813)	294,251	136,898
Movement [1]	-	-	-	-	-
Profit/(Loss) for the year	-	(48,356)	-	-	(48,356)
Other movements in equity attributable to owners					
Capital contribution	-	-	-	3,321	3,321
Currency translation adjustment	-	-	5,967	-	5,967
At 31 January 2021	-	(198,896)	(846)	297,572	97,830

	Share capital	Retained earnings	Foreign currency translation reserve	Additional Paid-in Capital	Total
	US$'000	US$'000	US$'000		US$'000
At 01 February 2019	-	(97,362)	(3,305)	291,120	190,453
Movement [1]	-	-	-	-	-
Profit/(Loss) for the year	-	(53,178)	-	-	(53,178)
Other movements in equity attributable to owners					
Capital contribution	-	-	-	3,131	3,131
Currency translation adjustment	-	-	(3,508)	-	(3,508)
At 31 January 2020	-	(150,540)	(6,813)	294,251	136,898

FAVORDALE LIMITED
COMPANY STATEMENT OF CHANGES IN EQUITY
AS AT 31st JANUARY 2021

	Share capital US$'000	Retained earnings US$'000	Foreign currency translation reserve US$'000	Additional Paid-in Capital	Total US$'000
At 01 February 2020	-	-	-	392,806	392,806
Profit/(Loss) for the period	-	-	-	-	-
Other movements in equity attributable to owners					
Capital contribution	-	-	-	-	-
Currency translation adjustment	-	-	-	-	-
At 31 January 2021	-	-	-	392,806	392,806

	Share capital US$'000	Retained earnings US$'000	Foreign currency translation reserve US$'000	Additional Paid-in Capital	Total US$'000
At 01 February 2019	-	-	-	392,806	392,806
Profit/(Loss) for the period	-	-	-	-	-
Other movements in equity attributable to owners					
Capital contribution	-	-	-	-	-
Currency translation adjustment	-	-	-	-	-
At 31 January 2020	-	-	-	392,806	392,806

FAVORDALE LIMITED
GROUP STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31ST JANUARY 2021

	Notes	2021 US$'000	2020 US$'000
Cash flow from operating activities	21	38,756	30,388
Taxation			
Taxes paid		(1,708)	(1,811)
Cash flows from investing activities			
Purchase of tangible fixed assets		(427)	(2,272)
Capitalised software development costs		(978)	(387)
Net Cash used in investing activities		(1,405)	(2,659)
Cash flows from financing activities			
Interest paid		(17,101)	(20,046)
Proceeds from long term borrowings		13,000	3,000
Principal payments on term loan		(2,107)	(6,107)
Dividends		-	(37)
Payments on Capital Leases		(1,579)	(312)
Net Cash used in financing activities		(7,787)	(23,502)
Net Increase in cash and cash equivalents		27,856	2,416
Reconciliation of net cash inflow (outflow) to movement in net funds			
Increase in cash in period		27,856	2,416
Cashflows from decrease in debt		1,286	1,276
Change in net debt from cash flows		29,142	3,692
Net debt at beginning of period		(195,461)	(199,109)
Effect of exchange rate changes on cash and cash equivalents		1,161	(44)
Net debt at end of period	31	(165,158)	(195,461)

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

GENERAL INFORMATION

Favordale Limited is a company limited by shares incorporated in the Republic of Ireland, registered address Gorse Valley, Tipperkevin, Ballymore Eustace, Co. Kildare. The nature of the group's operations and its principal activities are set out in the Directors' Report.

1. ACCOUNTING POLICIES

(a) Basis of preparation

The financial statements have been prepared on the going concern basis in accordance with accounting standards generally accepted in Ireland including FRS 102 and Irish statute comprising the Companies Act 2014 and the European Communities (Companies: Group Accounts) Regulations, 1992. Accounting Standards issued by the Financial Reporting Council and generally accepted in Ireland in preparing the financial statements giving a true and fair view are those published by the Institute of Chartered Accountants in Ireland and issued by the Financial Reporting Council. The Financial Statements are presented in US Dollars (US$) which is also the functional currency of the Company.

The Company has availed of the exemption in section 304 of the Companies Act 2014, to not present a separate Company Profit and Loss account.

FRS 102 exemptions claimed

The Company is a qualifying entity for the purposes of FRS 102. As a qualifying entity the Company has availed of a number of exemptions from the disclosure requirements of FRS 102 in the preparation of the Company financial statements.

The Company has notified its shareholders in writing about, and they do not object to, the disclosure exemptions availed of by the Company in the entity financial statements. In accordance with FRS 102 the Company has availed of an exemption from the following paragraphs of FRS 102:

The requirements of section 7 and paragraph 3.17(d) to present a company statement of cash flows.
Under FRS102, 33.1A, the Company is exempt from disclosing other related party transactions as they are with other companies that are wholly owned within the group.

(b) Basis of consolidation

The Financial Statements consolidate the results of Favordale Limited and all its subsidiary undertakings.

(c) Turnover

Turnover represents the value of goods and services supplied to external customers and excludes intercompany sales and value added tax.

(d) Revenue recognition

The Group's revenues are derived from licence fees and charges for services. The Group recognises licence revenue in accordance with the Financial Accounting Standards Board ("FASB") ASC 606 "Revenue from Contracts with Customers" except where these criteria conflict with the requirements of FRS 102.

The Group generates revenue primarily from three sources: SaaS, maintenance and support, and professional services, such as implementation, training, and consulting. For these services, revenue is recognised as promised services are transferred to our customers in an amount that reflects the consideration the Group expects to receive in exchange for those services. The Group also sells products that include a software term license bundled with maintenance and support.

The Group determines revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract
- Recognition of revenue when, or as, the Group satisfies a performance obligation

SaaS subscription revenues primarily consist of fees that provide customer access to one of more of our cloud-based applications. Initial subscription contracts are generally three-year, non-cancellable agreements billed annually in advance. Subscription services consist of a series of SaaS access, data maintenance and support services provided throughout the term

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

(d) Revenue recognition (continued)

of the contract and revenue is recognised rateably over the term of the contract beginning on the date access to our service is made available to the customer.

The Group provides maintenance and support services to customers with term and perpetual software licenses. Services may also include hosting the customer's license in the data centres. Term software license contracts include a bundle of a distinct software license with support and maintenance services. The transaction price is allocated between the software license and support and maintenance based upon the stand-alone selling price ("SSP") of the software and services performance obligations. Software license revenues are recognised at the point in time the customer has both the contractual right to use the software and the Group has provided access to the product. Revenues allocated to support and maintenance obligations are recognised rateably over the period services are provided to customers.

Professional services consist of implementation, training and consulting services to assist customers as they deploy our solutions. These services are considered distinct performance obligations and do not result in significant customization of the subscription service. Revenue is recognised as services are performed and invoiced monthly for time and material contracts. For fixed fee contracts, revenue is recognised on a proportional performance method based upon hours completed compared to estimated hours for the contracts. The Group applies the practical expedient to recognize professional services revenue when it has the right to invoice based on time and materials incurred.

Contracts with customers often require us to transfer multiple performance obligations over the duration of the contract. The Group uses significant judgement to estimate the SSP of these performance obligations and the associated consideration we expect to receive from customers. Determining whether products and services are considered distinct performance obligations also requires significant judgment. The transaction price is generally determined by the stated fixed fees in the contract, excluding taxes. The Group has determined that none of the contracts includes a significant financing component. Reimbursable expenses are presented gross.

The Group determines the SSP of maintenance and support and professional services based on numerous factors including the Group's overall pricing objectives, geography, customer size and number of users, and discounting practices. The Group uses historical maintenance renewal fees to estimate SSP for maintenance and support fees bundled with software licenses. The Group may use the residual method to allocate consideration to SaaS offerings because SaaS solutions are highly variable due to factors such as the nature and number of users, instances, transactions, data storage and features.

(e) Cost of sales

Cost of license revenues includes shipping, software documentation, labour, third-party license fees and other costs associated with the delivery of software products from which license revenue is derived and the cost of providing after-sale support and maintenance services to customers and amortisation of acquired technology costs. Cost of service revenues includes labour, travel and other non-recoverable costs associated with the delivery of services to customers.

(f) Research and development costs

Research costs are expensed as incurred. Development expenditure on an individual project is recognised as an intangible asset when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the asset and the ability to measure reliably the expenditure during development.
Following initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete, and the asset is available for use. It is amortised over the period of expected future benefit. During the period of development, the asset is tested for impairment annually.

The Group capitalised software development costs of $978,000 (2020: $387,000) during the year.

(g) Goodwill, purchased technology and trade names

Goodwill represents the excess of the purchase price over the fair value of the net assets acquired in various business acquisitions. Goodwill is amortised on a straight-line basis over its estimated useful economic life.

Purchased technology and trade names are recorded at their fair value at the date of acquisition and are amortised on a straight-line basis over their estimated useful economic life.

The carrying value of goodwill and intangible assets is reviewed for impairment at the end of the first full year following acquisition and in other periods if events or changes in circumstances indicate the carrying value may not be recoverable. When the Group determines that the carrying value of goodwill may not be recoverable, the Group tests for impairment using a projected discounted cash flow model with a discount rate commensurate with the risk inherent in the Group's current business model.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

(h) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group makes an estimate of the recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

The carrying value of goodwill is reviewed for impairment at the end of the first full year following acquisition and in other periods if events or changes in circumstances indicate the carrying value may not be recoverable.

Impairment is determined for goodwill by assessing the recoverable amount of the cash-generating units, to which the goodwill relates. Where the recoverable amount of the cash-generating units is less than their carrying amount an impairment loss is recognised. Impairment losses relating to goodwill are not reversed in future periods.

(i) Taxation

Current taxation represents the amount expected to be paid or recovered in respect of tax on the profits for the period and is calculated using the taxation rates and laws that have been enacted substantively at the Balance Sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Balance Sheet date where transactions or events that result in an obligation to pay more, or a right to pay less, tax in the future have occurred at the Balance Sheet date. Timing differences are differences between profit as computed for taxation purposes and profit as stated in the Financial Statements, which arise because certain items of income and expenditure in the Financial Statements are dealt with in different periods for taxation purposes.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the Balance Sheet date.

(j) Foreign currency translation

The Group Financial Statements are presented in US Dollars (US$), which is also the reporting currency of the Company's US and Cayman Island subsidiaries. The Euro (€) is the reporting currency of the Company's subsidiaries in Ireland, with the exception of Trintech Group Limited which reports in US$. The Pound Sterling (Stg£) is the reporting currency of the Company's UK subsidiary. The Norwegian krona, Swedish krona and Danish krone are the functional currencies of the Company's subsidiaries in Norway, Sweden and Denmark, respectively. The functional currency of the company is US Dollars (US$).

Foreign currency transactions are translated into the reporting currency of the relevant Group company at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities are retranslated at the rate of exchange ruling at the Balance Sheet date. Exchange gains and losses arising on the settlement of foreign currency transactions and on the translation of monetary items, are reflected in the Profit and Loss Account.

The assets and liabilities of non-US$ subsidiaries are translated into US$ at the exchange rate ruling at the Balance Sheet date and their Profit and Loss Accounts at the average exchange rates for the period. The exchange differences arising are reflected in the foreign currency translation reserve. On the disposal of a foreign subsidiary, the cumulative exchange differences are reflected in the Group Profit and Loss Account as part of the gain or loss on disposal.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

(k) Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation is computed on costs less residual values, using the straight-line method over estimated useful lives of the assets as follows:

- Office furniture and fittings 3 - 7 years.
- Computer and office equipment 3 - 7 years.

The Group conducts an annual impairment review of tangible fixed assets, and any impairment losses are taken to the profit and loss account in the year that they are identified.

(l) Intangible fixed assets

Intangible assets represent cost of in-place technology, customer relationships and trade names/trademarks acquired at fair value at the date of the acquisition and are being amortised over their useful economic lives in accordance with FRS 102.

(m) Leasing

Assets held under leasing arrangements that transfer substantially all the risks and rewards of ownership to the Group are capitalised. The capital element of the related rental obligations is included in creditors. The interest element of the related rental obligations is charged to the Profit and Loss Account so as to produce a constant rate of charge.

Operating lease rentals are charged to the Profit and Loss Account on a straight-line basis over the lease term.

(n) Retirement benefits

The Group contributes to certain employee private pension plans but does not operate a pension plan or provide for other retirement benefits on behalf of its employees.

(o) Business combinations

The Group accounts for business combinations under FRS 102. Assets and liabilities of the Company acquired are included in the Group Balance Sheet at their fair value at the date of acquisition. The difference between the fair value of the consideration given and the fair value of the net assets of the entity acquired is accounted for as goodwill.

(p) Share based payments

The group issues equity-settled share-based payments to certain employees (including directors). Equity-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, together with a corresponding increase in equity, based upon the company's estimate of the shares that will eventually vest.

Fair value is measured using the Black-Scholes Pricing Model for equity settled payments. The expected life used in the models have been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations.

Where the terms of an equity-settled transaction are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled transaction is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not yet recognised for the transaction is recognised immediately. However, if a new transaction is substituted for the cancelled transaction and designated as a replacement transaction on the date that it is granted, the cancelled and new transactions are treated as if they were a modification of the original transaction, as described in the previous paragraph.

(q) Financial Instruments

Ordinary Share Capital
The ordinary share capital of the company is presented as equity.

Unlisted Investments
The company holds investments in unlisted non-puttable equity shares of a number of entities. It is considered by the directors that the fair value of these shares cannot be measured reliably. These investments are measured at cost less impairment.

Cash and cash equivalents
Cash consists of cash on hand and demand deposits. Cash equivalents consist of short term highly liquid investments that are readily convertible to known amounts of cash that are subject to an insignificant risk of change in value.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

(q) Financial Instruments (cont.)

Other financial assets
Other financial assets including trade debtors arising from goods sold to customers on short-term credit, are initially measured at the undiscounted amount of cash receivable from that debtor, which is normally the invoice price. If payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate, this constitutes a financing transaction, and the financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Subsequently, other financial assets are measured at amortised cost less impairment, where there is objective evidence of impairment.

Loans and borrowings
All loans made by the company are initially recorded at the amount of cash advanced plus transaction costs incurred, unless the arrangement constitutes, in effect, a financing transaction, in which case it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument. Subsequently loans made by the company are stated at amortised cost using the effective interest rate method less impairment, where there is objective evidence of impairment.

All borrowings by the company are initially recorded at the amount of cash received less separately incurred transaction costs, unless the arrangement constitutes, in effect, a financing transaction, in which case it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument. Subsequently, borrowings are stated at amortised cost using the effective interest rate method.

The computation of amortised cost includes any issue costs, transaction costs and fees, and any discount or premium on settlement, and the effect of this is to amortise these amounts over the expected borrowing period. Loans with no stated interest rate and repayable within one year or on demand are not amortised. Loans and borrowings are classified as current assets or liabilities unless the borrower has an unconditional right to defer settlement of the liability for at least twelve months after the financial year end date.

Other financial liabilities
Other financial liabilities, including trade creditors arising from goods purchased from suppliers on short-term credit, are initially measured at the undiscounted amount owed to the creditor, which is normally the invoice price. Liabilities that are settled within one year are not discounted. If payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate, this constitutes a financing transaction, and the financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Subsequently, other financial liabilities are measured at amortised cost.

2. STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with Generally Accepted Accounting Practice in Ireland (accounting standards issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland, including FRS 102 "The Financial Reporting Standard applicable in the UK and the Republic of Ireland", and the Companies Act, 2014.

3. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATION UNCERTAINTY

Estimates and judgements are required when applying accounting policies. These are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(i) Critical accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future, which can involve a high degree of judgement or complexity. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are addressed below.

a) Recoverability of debtors

Management make estimates in respect of the recoverable value of trade and other debtors. When assessing the level of provisions required, management consider factors including current trading experience, historical experience and the ageing profile of debtors. See note 13 for the net carrying amount of the debtors.

b) Impairment risk to carrying value of tangible and intangible assets

The carrying value of tangible and intangible assets is assessed for impairment based on the presence of impairment indicators. Management assess impairment risk based on estimates of future cash flows from the related income generating units, either through value-in-use or fair value (less cost to sell). The selection of an appropriate discount rate is a key variable in impairment models.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

i) Critical accounting estimates and assumptions (cont.)

c) Useful economic lives of tangible and intangible assets

The annual depreciation and amortisation charges for tangible and intangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on future investments, economic utilisation and the physical condition of the assets. See note 10 and 11 for the carrying amount of the intangible and tangible assets.

d) Share-based payments

Certain employees have been granted share-based payments entitlements. Estimates have been made with regard to the likely future shares to be issued under these schemes. Management make this estimate based on historical information and using latest information available on expected exercise of entitlements. This is set out in more detail in note 22 to the financial statements.

4. GOING CONCERN

The group recognised a loss of €48.356m during the year ended 31 January 2021.

The Group has prepared projections covering the period to 31 December 2022 which indicate that, provided the Group trades in line with expectations, the Group will have sufficient funds to meet its liabilities as they fall due.

The directors have considered the trading position up to the date of approval of the financial statements, the projected profit and loss account and cash flow requirements for the period to 31 December 2022 and the basis for the underlying assumptions and are satisfied that they are appropriate.

Accordingly, based on the above, the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

5. SEGMENTAL INFORMATION

The Group has one business and operates in one industry segment: Financial GRC. The Group is a leading global provider of integrated Financial GRC solutions for commercial, financial and healthcare markets. The Group's recognised expertise in reconciliation process management, financial data aggregation, financial close and reporting, risk management and compliance enables customers to gain greater visibility and control over their financial processes leading to better overall business performance.

Geographical analysis

The geographical analysis of turnover is based on destination. There is no material difference between this analysis and the split of turnover by origin.

	Year Ended 31 January 2021 **US$'000**	Year Ended 31 January 2020 **US$'000**
Turnover		
United States of America	83,115	81,698
Republic of Ireland	375	251
Rest of Europe	23,383	30,360
Rest of World	17,014	5,598
Total	123,887	117,907

FAVORDALE LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 January 2021

6. OPERATING LOSS

Operating loss is arrived at after charging

	Year Ended 31 January 2021 US$'000	Year Ended 31 January 2020 US$'000
Depreciation of tangible fixed assets	3,243	1,965
Amortisation of intangible fixed assets	53,313	50,211
Operating Leases – Land and buildings	2,467	2,535

Auditors' remuneration

Remuneration of the auditors for the statutory audit of the individual Financial Statements of Favordale Limited and other services to the Company is as follows:

	Year Ended 31 January 2021 US$'000	Year Ended 31 January 2020 US$'000
Audit of the parent individual Financial Statements	5	5
Other assurance services	-	-
Tax advisory services	-	-
Other non-audit services	-	-
	5	5

Remuneration of the auditors for the statutory audit of the Group Financial Statements and other services to the Group is as follows:

	Year Ended 31 January 2021 US$'000	Year Ended 31 January 2020 US$'000
Audit of the Group Financial Statements	40	40
Other assurance services	-	-
Tax advisory services	-	-
Other non-audit services	-	-
	40	40

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

6. EMPLOYMENT

The average number of employees by region was as follows:

	Year Ended 31 January 2021	Year Ended 31 January 2020
United States of America	339	365
Republic of Ireland	-	-
Rest of World	123	118
	462	483

The average monthly number of persons employed by the Group by department (including Executive Directors) during the period was as follows:

	Year Ended 31 January 2021	Year Ended 31 January 2020
Research and development	94	105
Professional and support services	93	91
Sales and marketing	193	201
Administration	82	86
	462	483

The staff costs comprise:

	Year Ended 31 January 2021	Year Ended 31 January 2020
Wages and salaries	54,194	51,979
Other compensation costs	4,391	4,108
Retirement benefit costs	1,539	1,584
Social welfare costs	4,320	4,403
	64,444	62,074

	Year Ended 31 January 2021	Year Ended 31 January 2020
Share Based Payments	3,321	3,131

The Group does not operate a pension scheme for its employees. However, it does make pension contributions to a private scheme on behalf of certain employees. The group accrued for Payroll and related expenses of $9,561,000 at 31 January 2021 (2020: US$7,294,000).

7. DIRECTORS REMUNERATION

	Year Ended 31 January 2021	Year Ended 31 January 2020
Remuneration	-	-

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

8. INTEREST PAYABLE AND SIMILAR CHARGES

	Year Ended 31 January 2021 US$'000	Year Ended 31 January 2020 US$'000
Interest payable charges as follows:		
- bank loans made to the company repayable within five years (note 17)	**(17,101)**	**(20,046)**

9. TAX ON LOSS ON ORDINARY ACTIVITIES

	Year Ended 31 January 2021 US$'000	Year Ended 31 January 2020 US$'000
Current taxation		
Irish taxation	-	-
Overseas taxation	2,252	982
Total current taxation charge	2,252	982
Deferred taxation		
Origination and timing differences	(2,566)	(1,986)
Total taxation credit on loss on ordinary activities	(314)	(1,004)

The current tax charge for the period differs to the charge that would result from applying the standard rate of Irish corporation tax of 12.5% to the loss on ordinary activities before taxation; the differences are explained below.

	31 January 2021 US$'000	31 January 2020 US$'000
Loss on ordinary activities before taxation	(48,670)	(54,182)
Loss on ordinary activity multiplied by the Irish corporation taxation rate	(6,084)	(6,773)
Foreign tax rate differential	(742)	(1,048)
US Federal Tax change	-	-
Other jurisdictions Tax change	-	(434)
Valuation allowance US	1,363	1,711
State and local taxes	40	381
Disallowable expenses / (income)	5,038	5,345
Other timing differences	71	(187)
Current tax charge for the period	(314)	(1,004)

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

10. INTANGIBLE ASSETS

	Trade names	Goodwill	In-Place Technology	Customer relationship	Total
	US$'000	US$'000	US$'000	US$'000	US$'000
Cost					
At 1 February 2020	16,286	306,456	54,248	107,497	484,487
Currency adjustment	1,576	-	3,291	1,959	6,826
At 31 January 2021	17,862	306,456	57,539	109,456	491,313
Amortisation					
At 1 February 2020	3,393	63,862	16,145	22,395	105,795
Amortised during period	2,115	30,644	9,200	11,354	53,313
At 31 January 2021	**5,508**	**94,506**	**25,345**	**33,749**	**159,108**
Net book amounts					
At 31 January 2021	**12,354**	**211,950**	**32,194**	**75,707**	**332,205**
At 31January 2020	12,893	242,594	38,103	85,102	378,692

Goodwill arises on the acquisition of the Group on 29 December 2017 and is amortised over 10 years in accordance with FRS 102.

The weighted average amortization period for each type of intangible asset was as follows at 31 January 2021:

In-place technology	7 years
Trade names/trademarks	10 years
Customer relationships	10 years

11. TANGIBLE ASSETS

	Office furniture and fittings	Computer and office equipment	Total
	US$'000	US$'000	US$'000
Cost			
At 1 February 2020	2,580	7,543	10,123
Additions during the period	8	1,104	1,112
Disposals during the period	(14)	(385)	{398)
Currency adjustment	20	28	48
Write downs in period	-	(2)	(2)
At 31 January 2021	**2,594**	**8,288**	**10,883**
Depreciation			
At 1 February 2020	785	2,296	3,081
Charged in period	702	2,542	3,244
Disposals during the period	(32)	(326)	(358)
Adjustments/write downs in period	237	57	294
Currency adjustment	(4)	(36)	(40)
At 31 January 2021	**1,688**	**4,533**	**6,221**
Net book amounts			
At 31 January 2021	**906**	**3,756**	**4,662**
At 31 January 2020	1,795	5,247	7,041

Leased assets included above:

	Office furniture and fittings	Computer and office equipment	Total
At 31 January 2021	-	2,775	2,775

Leased Asset additions during the year amounted to $3,798,855

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

12. FINANCIAL ASSETS

COMPANY	31 January 2021 US$'000	31 January 2020 US$'000
Unlisted investments in ordinary shares, at cost		
Subsidiary undertakings	392,806	392,806

At 31 January 2021, the Company had the following wholly owned subsidiary undertakings. All shareholdings are in ordinary shares.

Group companies	Registered office	Holding	Nature of business
Haltonbrook Designated Activity Company	10 Earlsfort Centre Dublin 2, Ireland.	100%	Investment Holding Company
Ranger Finance Limited (a subsidiary of Haltonbrook DAC)	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare, Ireland.	100%	Investment Holding Company
Ranger Topco Limited (a subsidiary of Ranger Finance Limited)	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare, Ireland.	100%	Investment Holding Company
Ranger Acqco Holdco Limited (a subsidiary of Ranger Topco Limited)	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare, Ireland.	100%	Investment Holding Company
Ranger Acqco Limited (a subsidiary of Ranger Acqco Holdco Limited)	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare, Ireland.	100%	Investment Holding Company
Trintech Holdings Limited (a subsidiary of Ranger Acqco Limited)	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare, Ireland.	100%	Investment Holding Company
Trintech Group Limited (a subsidiary of Trintech Holdings Limited)	Gorse Valley Tipperkevin Ballymore Eustace Co Kildare, Ireland.	100%	Investment Holding Company

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

At 31 January 2021, Trintech Group Limited had the following wholly owned subsidiary undertakings. All shareholdings are in ordinary shares.

Trintech Group Finance Limited	PO Box 309, Grand Cayman, Cayman Islands, British West Indies.	100%	Non-trading company.
Trintech Inc	15851 Dallas Parkway, Suite 900, Addison, Texas 75001, United States of America.	100%	Sale of financial governance, risk management and compliance software solutions to commercial, financial and healthcare markets in North America.
Slan Limited	PO Box 309, Grand Cayman, Cayman Islands, British West Indies.	100%	Non-trading company..
Trintech UK Limited	4-6 Throgmorton Avenue, London, EC2N 2DL, England.	100%	Sale of financial governance, risk management and compliance software solutions to commercial and financial markets in the United Kingdom.
Trintech Limited	Gorse Valley, Tipperkevin, Ballymore Eustace, Co Kildare, Ireland.	100%	Non-trading company.
Trintech Technologies Limited	Gorse Valley, Tipperkevin, Ballymore Eustace, Co Kildare, Ireland.	100%	Sale of financial governance, risk management and compliance software solutions to commercial and financial markets in Europe and Australia and the licensing of its intellectual property to the Group companies.
Insua Limited (a subsidiary of Trintech Technologies Limited)	Gorse Valley, Tipperkevin, Ballymore Eustace, Co Kildare, Ireland.	100%	Non-trading company.
Adra Holdings AS (a subsidiary of Trintech Technologies Limited)	Brugata 19, 0186 Oslo, Norway	100%	Investment Holding Company
Nordic International Holding AS (a subsidiary of Adra Holdings AS)	Brugata 19, 0186 Oslo, Norway.	100%	Dissolved
Adra Software AS (a subsidiary of Nordic International Holding AS)	Brugata 19, 0186 Oslo, Norway	100%	Investment Holding Company
Adra Software AB (a subsidiary of Nordic Software AS)	Katrinebergsvägen 6 117 43 Stockholm Sweden	100%	Investment Holding Company
Adra Software Ltd (a subsidiary of Nordic Software AS)	Tricor Suite 4th Floor, Mark Lane, London, EC3R 7QR, England.	100%	Provider of financial transaction account reconciliation and treasury solutions.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

Adra Match Inc (a subsidiary of Nordic Software AS)	Delaware	100%	Dissolved
CW & Associates, Inc. (a subsidiary of Trintech Inc)	15851 Dallas Parkway, Suite 900, Addison, Texas 75001, United States of America.	100%	Provider of a data transaction network supporting customers' bank reconciliation processes by aggregating bank account statement data and delivering it to customers daily in electronic form.
Movaris Inc. (a subsidiary of Trintech Inc)	15851 Dallas Parkway, Suite 900, Addison, Texas 75001, United States of America.	100%	Sale of financial governance, risk management and compliance software solutions to commercial, financial and healthcare markets in North America.
Chesapeake System Solutions Inc (a subsidiary of Trintech Inc)	15851 Dallas Parkway, Suite 900, Addison, Texas 75001, United States of America.	100%	Provider of financial transaction account reconciliation and treasury solutions.
Global Treasury Systems LLC	10461 Mill Run Circle, Suite 600 Ownings Mills, MD, 21117 United States of America.	100%	Investment Holding Company

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

13. DEBTORS

	2021	2020
	US$'000	**US$'000**
GROUP		
Amounts falling due within one year		
Trade debtors	33,249	28,590
Prepayments and accrued income	7,254	8,044
Income taxes receivable	0	63
	40,503	36,698

14. OTHER DEBTORS

	2021	2020
	US$'000	**US$'000**
GROUP		
Long-term deposits	2,996	461
	2,996	461

15. CREDITORS (amounts falling due within one year)

	2021	2020
	US$'000	**US$'000**
GROUP		
Amounts falling due within one year		
Trade creditors	1,269	766
Taxation Creditors	3,836	1,378
Accruals	14,416	11,576
Bank loans (note 17)	7,958	2,075
Current portion of capital leases	28	91
Deferred revenue	60,845	50,670
	88,352	66,556

	2021	2020
	US$'000	**US$'000**
Taxation Creditors		
Value Added Tax	3,184	1,378
Income Taxes Payable	652	-
	3,836	1,378

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

16. CREDITORS (amounts falling due after more than one year)

GROUP	2021 US$'000	2020 US$'000
Bank loans (note 17)	194,099	201,267
Revolving line of credit	14,830	1,772
Provision for liabilities (note 18)	18,447	20,774
Deferred revenue	1,063	593
Capital Leases	22	50
Other Long term liabilities	2,621	2,862
	231,082	227,318

17. BANK LOANS

Bank Loans - maturity and security

	2021 US$'000	2020 US$'000
In one year or less or on demand	7,958	2,075
In more than one year, but no more than two years	-	2,107
In more than two years, but no more than five years	194,099	199,160
	202,057	203,342

Other – non current

	2021 US$'000	2020 US$'000
Revolver Advances	14,830	1,772
	14,830	1,772

The Group has a debt facility with Golub Capital LLC that provides for two term loans, revolver capacity and available letter of credits. The Facility with Golub is secured substantially by all of the Group's assets. The agreement contains financial and certain nonfinancial covenants including a leverage ratio. The leverage ratio limit decreases over the term of the note to 6x at 31 January 2022. For the year ended 31 January 2021 the Group incurred an interest expense of approximately $17,101,000 (2020 $20,046,000).

18. PROVISION FOR LIABILITIES

	2021 US$'000	2020 US$'000
Deferred tax liability	18,447	20,774
	18,447	20,774

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

19. SHARE CAPITAL

COMPANY

	2021 **US$'000**	2020 **US$'000**
Authorised		
1,000,000 ordinary shares of US$1 each	1,000,000	1,000,000
	1,000,000	1,000,000

	2021 **US$**	2020 **US$**
Allotted, called up and fully paid		
Ordinary shares of US$1 each:		
100 shares of US$1 each		
Balance at end of period	100	100
Presented as follows:		
Called up share capital presented as equity	100	100

20. RESERVES

The profit and loss account represents cumulative gains and losses recognised in the profit and loss account, net of transfers to/from other reserves and dividends paid.

The capital contribution reserves consists of amounts set aside for capital expenditure.

FAVORDALE LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 January 2021

21. RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2021	2020
	US$'000	**US$'000**
Operating loss	(31,569)	(34,136)
Depreciation and Amortisation	56,556	52,176
Amortisation of Debt costs	882	890
Provision for Doubtful Debts	1,473	408
Increase/Decrease in debtors	(7,270)	2,955
Increase in creditors	16,196	6,950
Effects of changes in foreign currency exchange rates	1,243	(407)
Loss on disposal of assets	1,108	-
Other assets	(617)	407
Share based compensation	3,321	3,131
Deferred Tax	(2,567)	(1,986)
Net cash inflow from operating activities	38,756	30,388

22. SHARE BASED PAYMENTS

On 30 December 2017 the Company's parent Wolverine Topco Inc ("Wolverine") granted 366,866 restricted shares to certain eligible employees of the Group in exchange for $2. Shares are subject to vesting based either solely on continued employment (time-based) or on the sale of Wolverine and continued employment (performance-based). The Group determined restricted share grant date fair values using a Monte Carlo analysis. If employment ceases, unvested shares are forfeited, and Wolverine has the right to repurchase vested shares at then-current fair value as determined under the agreement.

The Group recognised share-based compensation expense of $3,321,000 for the year ended 31 January 2021 (2020: $3,131,000) and anticipates it will recognise approximately $3,869,000 as future compensation related to time-based restricted shares outstanding as of 31 January 2021 (2020: $7,247,000).

Time-based

Time-based restricted shares totalling 244,578 were issued on 30 December 2017 with a grant date fair value of $44.69. 25% of the share's cliff vest on 30 December 2018 with the remaining shares vesting rateably over the succeeding 36 months. Expense is recognised on a straight-line basis over the requisite service period.

	2021		2020	
Outstanding at	Shares	Weighted average exercise price US$	Shares	Weighted average exercise price US$
Beginning of the period	286,840	46,26	250,401	44.95
Granted during the period	-	-	37,895	55.31
Cancelled during the period	-	-	-	0.00
Exercised during the period	-	-	-	0.00
Forfeited during the period	(1,516)	55.75	(1,456)	55.75
Outstanding at end of the period	285,324	46.21	286,840	46.26
Vested at end of the period	204,708	46.21	130,340	46.26

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

22. SHARE BASED PAYMENTS (cont.)

Performance-based

Performance-based shares vest on the sale of Wolverine provided the shareholder has provided continuous employment. In addition, shares do not vest unless Summit Partners achieves a specific return on the sale of their investment in Wolverine as defined in the restricted share agreement.

	2021		2020	
Outstanding at	Shares	Weighted average exercise price US$	Shares	Weighted average exercise price US$
Beginning of the period	142,670	29.78	125,200	29.02
Granted during the period	-	-	18,198	35.24
Cancelled during the period	-	-	-	0.00
Exercised during the period	-	-	-	0.00
Forfeited during the period	(1,456)	35.24	(728)	35.24
Outstanding at end of the period	141,214	29.72	142,670	29.78
Vested at end of the period	-	29.72	-	29.78

23. COMMITMENTS

Operating lease obligations

The Group has annual commitments under operating leases which expire as follows:

	2021 US$'000	2020 US$'000
Within one year:		
Buildings	1,954	2,411
Between two and five years:		
Buildings	2,088	6,203
After more than five years:		
Buildings	-	-
	4,042	8,614

24. CONTINGENCIES

The Group had no contingent liabilities at the Balance Sheet date.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's investment policy is to invest funds in excess of current operating requirements in marketable securities with high credit-quality banks in low risk, short term investments such as deposit accounts, money market funds and US government agency fixed income securities. As stated in the Group's investment policy, the Group is averse to principal loss and seeks to ensure the safety and preservation of invested funds by limiting default and market risks. The Group mitigates default risk by investing in only investment-grade securities.

As of 31 January 2021, the Group's cash at bank and in hand consisted primarily of highly liquid investments with maturity of three months or less.

It is, and has been since incorporation, the Group's policy that no trading in derivatives shall be undertaken.

The main risks arising from the Group's Financial Statements are credit risk, foreign currency risk and liquidity risk. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below.

Credit risk

The Group sells its products primarily to commercial, financial and healthcare markets. The Group performs ongoing credit evaluations on its customers and maintains reserves for potential credit losses. Generally such losses have been within management's expectations.

The Group invests its excess cash in low risk, short term investments with maturity terms of 3 months or less. At 31 January 2021, US$ Nil was invested in short term investments. The Group performs periodic evaluations of the relative credit standing of all of the financial institutions dealt with by the Group, and considers the credit risk to be nil.

Foreign currency risk

Due to the Group's multinational operations, the Group's business is subject to fluctuations based upon changes in the exchange rates between the currencies in which the group collects revenues or pay expenses and the US dollar. In particular, the value of the US Dollar to the Euro and the Pound Sterling impacts the Group's operating results.

The Group's operations are exposed to foreign exchange risk arising from cash flows and financial instruments that are denominated in currencies other than the reporting currency of the relevant subsidiary conducting the business.

Liquidity risk

The Group monitors its risk of a shortage of funds by reviewing cash balances on a weekly basis. This review considers the maturity of both its financial investments and financial assets (accounts receivable, other financial assets) and projected cash flows from operations.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and finance leases. The Group's policy is to source funds directly from operations and to minimise the use of funds held in money market funds for operational purposes.

26. KEY MANAGEMENT PERSONNEL

The total compensation paid to key management personnel and directors in the year ended 31 January 2021 amounted to US$ 2.8m.

FAVORDALE LIMITED
NOTES TO THE GROUP FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 January 2021

27. RELATED PARTY TRANSACTIONS

The Company has availed of the exemption under FRS 102 in relation to the disclosure of transactions with group companies.

28. PARENT AND ULTIMATE PARENT COMPANY

The ultimate parent undertaking and ultimate controlling party is Summit Partners L.P. a company based in the Cayman Islands. Copies of the Trintech Group Financial Statements are available from 13 Classon House, Dundrum Business Park, Dundrum, Dublin 14.

The immediate parent company is Wolverine Holdings S.a.r.l., a company registered in Luxembourg. The registered address is Rue du Puits Romain 33, L-8070 Bertrange, Luxembourg.

29. GUARANTEES

Pursuant to the provision of Section 357(1)(b) of the Companies Act 2014, Favordale Limited has guaranteed the liabilities of its subsidiaries Haltonbrook DAC, Ranger Finance Limited, Ranger Topco Limited, Ranger Acqco Holdco Limited, Ranger Acqco Limited, Trintech Holdings Limited, Trintech Group Limited, Trintech Technologies Limited, Trintech Limited, Insua Limited, and Trintech Limited for the year ended 31 January 2021. As a result, these entities have availed of the exemptions referred to in Section 357 of the Companies Act 2014.

Favordale Limited has also guaranteed the liabilities of its subsidiary Adra Software Limited (a company incorporated in the UK) and as a result, Adra Software Limited has availed of the exemptions referred to in Section 479A of the Companies Act 2006.

30. EVENTS AFTER THE BALANCE SHEET DATE

Other than discussed below, there were no known events occurring after the consolidated balance sheet date that would materially affect the information presented herein.

In April 2021, the Company and Golub executed an amendment to the Facility. The amendment included definitional changes to covenant calculations, amendments to the covenant ratio requirements and extended the Facility's maturity by one year to December 2024.

31. CASH AND CASH EQUIVALENTS

	2021	2020
	US$'000	**US$'000**
Cash equivalents	36,898	7,881

32. ANALYSIS OF NET DEBT

	2021	2020
	US$'000	**US$'000**
Cash at bank and in hand	36,898	7,881
Bank loan - repayable < 1yr	(7,958)	(2,075)
Bank loan - repayable > 1yr	(194,099)	(201,267)
Net debt at end of year	(165,159)	(195,461)

33. APPROVAL OF FINANCIAL STATEMENTS

The Financial Statements were approved and authorised for issue by the directors on 20 December 2021

Skattedirektoratet

Saksbehandler	Deres dato	Vår dato
Torstein Kinden Helleland	13.02.2017	20.02.2017
Telefon	Deres referanse	Vår referanse
22078139	Even Dalene	2017/199351

BDO AS
Postboks 1704 Vika
0121 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for Adra Software AS, org. nr. 933 174 697

Vi viser til deres brev av 13. februar 2017 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for Adra Software AS.

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering Adra Software AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn
Adra Software AS er heleid av Nordic International Holding AS. Selskapets virksomhet er bl.a. å utvikle og levere dataprogrammer innen avstemming av transaksjoner og automatisering av periodeavslutning for både nasjonale og internasjonale aktører. Klientporteføljen består av ulike typer kunder i Norge og i utlandet. Styret har utenlandske medlemmer. Konsernets arbeidsspråk er engelsk. Alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

Skattedirektoratets vurdering
Etter regnskapsloven § 3-4 tredje ledd skal *"årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."*

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

> *"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan*

Postadresse
Postboks 9200 Grønland
0134 Oslo

Besøksadresse:
Se www.skatteetaten.no
Org.nr: 996250318
E-post: skatteetaten.no/sendepost

Sentralbord
800 80 000
Telefaks
22 17 08 60

foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon."

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til *"informative regnskaper for ulike grupper av regnskapsbrukere"*. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at selskapet er eiet av et aksjeselskap. Eierkretsen er begrenset. Konsernets arbeidsspråk er engelsk. Styret har utenlandske medlemmer. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer

Financial statement 31. January 2021
Adra Software AS

Income statement

Adra Software AS

Accounting period is 01. February - 31. January

	Note	2021 1.2.20-31.1.21 12 months	2020 1.2.19-31.1.20 12 months
Operating income and operating expenses			
Sales revenue	1, 4, 13	94 793 957	92 732 889
Total operating income		**94 793 957**	**92 732 889**
Cost of materials	1, 4	4 317 620	4 892 700
Personnel expenses	2	31 555 539	26 834 788
Depreciation of tangible and intanglible fixed assets	6	6 592 745	6 384 047
Other operating expenses	2, 10	17 968 155	22 278 851
Total operating expenses		**60 434 058**	**60 390 386**
Operating profit/loss		**34 359 899**	**32 342 504**
Financial income and expenses			
Interest income from group companies	4	0	97 564
Other interest income		11 980	42 623
Other interest expenses		150 735	45 775
Other financial expenses		6 904 469	9 745 871
Net financial items		**-7 043 224**	**-9 651 458**
Result before tax		**27 316 675**	**22 691 045**
Tax expense	1, 9	6 011 177	4 694 241
Result for the year		**21 305 498**	**17 996 804**
Allocation of result for the year			
Given intra-group contribution		0	12 214 555
Allocated to other equity		21 305 498	5 782 249
Total brought forward	**11**	**21 305 498**	**17 996 804**

Balance sheet

Adra Software AS

Assets	Note	2021	2020
Fixed assets			
Intangible assets			
Research and development	6	20 644 258	18 733 291
Deferred tax assets	1, 9	8 232 818	7 667 322
Total intangible assets		**28 877 076**	**26 400 613**
Tangible assets			
Equipment., fixtures and fittings and other movables	6	595 610	587 754
Total tangible assets		**595 610**	**587 754**
Financial fixed assets			
Investments in subsidiaries	8	7 598 533	7 598 533
Total financial fixed assets		**7 598 533**	**7 598 533**
Total fixed assets		**37 071 219**	**34 586 900**
Current assets			
Receivables			
Accounts receivables		14 807 516	12 794 809
Other short-term receivables		657 727	1 667 914
Receivables from group companies	5	94 097 904	113 316 070
Total receivables		**109 563 146**	**127 778 793**
Investments			
Bank deposits, cash and cash equivalents			
Bank deposits, cash and cash equivalents	3, 12	21 921 591	11 846 590
Total bank deposits, cash and cash equivalents		**21 921 591**	**11 846 590**
Total current assets		**131 484 737**	**139 625 383**
Total assets		**168 555 956**	**174 212 283**

Balance sheet

Adra Software AS

Equity and liabilities	Note	2021	2020
Equity			
Paid in equity			
Share capital	7, 11	3 992 263	3 992 263
Total paid-up equity		**3 992 263**	**3 992 263**
Retained earnings			
Other equity	11	41 776 757	20 771 276
Total retained earnings		**41 776 757**	**20 771 276**
Total equity		**45 769 020**	**24 763 539**
Liabilities			
Current debt			
Trade payables		1 641 485	1 507 298
Tax payable	9	6 764 840	4 585 738
Public duties payable		7 238 082	6 627 471
Liabilities to group companies	5	61 446 274	78 704 350
Other current debt		45 696 254	58 023 886
Total current debt		**122 786 936**	**149 448 744**
Total liabilities		**122 786 936**	**149 448 744**
Total equity and liabilities		**168 555 956**	**174 212 283**

Oslo, 21.09.2021
The board of Adra Software AS

DocuSigned by:
Lars Owe Nyland
Lars Owe Berge Nyland
chairman of the board/General Manager

DocuSigned by:
Espen Odland Larsen
Espen Odland Larsen
member of the board

Adra Software AS

Cash flow statement

	2021	2020
Cash flow from operations		
Profit before income taxes	27 316 675	22 691 045
Taxes paid in the period	-4 397 570	-6 606 548
Depreciation	6 592 745	6 384 047
Change in trade debtors	-2 012 707	-949 812
Change in trade creditors	134 187	-1 024 401
Change in intercompany balances	-17 558 094	0
Change in other provisions	8 380 530	-12 193 192
Net cash flow from operations	**18 455 766**	**8 301 138**
Cash flow from investments		
Purchase of fixed assets	-8 380 766	-7 441 990
Proceeds from sale of other investments	0	752 929
Net cash flow from investments	**-8 380 766**	**-6 689 061**
Cash flow from financing		
Proceeds from short term loans	0	2 468 614
Net cash flow from financing	**0**	**2 468 614**
Exchange gains / (losses) on cash and cash equivalents		
Net change in cash and cash equivalents	10 075 001	4 080 693
Cash and cash equivalents at the beginning of the period	11 846 589	7 765 897
Cash and cash equivalents at the end of the period	**21 921 591**	**11 846 590**

Notes to the financial statement 2021

Note 1 Accounting principles

The annual accounts have been prepared in conformity with the provisions of the Accounting Act and good accounting practice.

Use of estimates
In the preparation of the annual accounts estimates and assumptions have been made that have affected the profit and loss account and the valuation of assets and liabilities, and uncertain assets and liabilities on the balance sheet date in accordance with generally accepted accounting practice. Areas which to a large extent contain such subjective evaluations, a high degree of complexity, or areas where the assumptions and estimates are material for the annual accounts, are described in the notes.

Foreign currency
Foreign currency transactions are translated at the exchange rate on the date of the transaction. Monetary foreign currency items are translated to NOK at the exchange rate on the balance sheet date. Non-monetary items that are measured at historical cost in a foreign currency are translated to NOK using the exchange rate on the transaction date. Non-monetary items that are measured at fair value in a foreign currency are translated to NOK using the exchange rate on the measurement date. Exchange rate fluctuations are posted to the profit and loss account as they arise under other financial items.

Revenues
Income from the sale of goods is recognised on the date of delivery and the risk has been transferred. Professional services are posted as income as they are delivered.

Tax
The tax charge in the profit and loss account consists of tax payable for the period and the change in deferred tax. Deferred tax is calculated at tax rate at 22 % for the period ending 31.01.2021 on the basis of tax-reducing and tax-increasing temporary differences that exist between accounting and tax values, and the tax loss carried forward at the end of the accounting year. Tax-increasing and tax-reducing temporary differences that reverse in the same period are set off and entered net. The net deferred tax receivable is entered on the balance sheet to the extent that it is likely that it can be utilised.

Classification and valuation of fixed assets
Fixed assets consist of assets intended for long-term ownership and use. Fixed assets are valued at acquisition cost less depreciation and write-downs. Long-term liabilities are entered on the balance sheet at the nominal amount at the time of the transaction.

Plant and equipment is capitalised and appreciated over the economic lifetime of the asset. Significant items of plant and equipment that consist of several material components with different lifetimes are broken down in order to establish different depreciation periods for the different components. Direct maintenance of plant and equipment is expensed on an ongoing basis under operating costs, while additions or improvements are added to the asset's cost price and depreciated in line with the asset. Plant and equipment is written down to the recoverable amount in the event of a fall in value that is not expected to be temporary. The recoverable amount is the higher of the net sales value and the value in use. Value in use is the present value of future cash flows related to the asset. The write-down is reversed when the basis for the write-down is no longer present.

Classification and valuation of current assets
Current assets and short-term liabilities consist normally of items that fall due for payment within one year of the balance sheet date, as well as items related to the stock cycle. Current assets are valued at the lower of acquisition cost and fair value. Short-term liabilities are entered on the balance sheet at the nominal amount at the time of the transaction.

Research and development
Expenses on research and development are capitalised to the extent one cannot identify a future economic benefit related to the development of an identifiable intangible asset and where the acquisition cost can be measured reliably. In the opposite case such costs are expensed as incurred. Capitalised research and development is depreciated on a straight line basis over its economic lifetime.

Notes to the financial statement 2021

Subsidiaries and associated companies
Subsidiaries and associated companies are valued using the cost method in the company accounts. The investment is valued at acquisition cost for the shares unless a write-down has been necessary. A write-down to fair value is made when a fall in value is due to reasons that cannot be expected to be temporary and such write-down must be considered as necessary in accordance with good accounting practice. Write-downs are reversed when the basis for the write-down is no longer present.

Dividends, group contributions and other distributions from subsidiaries are posted to income in the same year as provided for in the distributor's accounts. To the extent that dividends/ group contributions exceed the share of profits earned after the date of acquisition, the excess amounts represents a repayment of invested capital, and distributions are deducted from the investment's value in the balance sheet of the parent company.

Receivables
Receivables from customers and other receivables are entered at par value after deducting a provision for expected losses. The provision for losses is made on the basis of an individual assessment of the respective receivables. In addition an unspecified provision is made to cover expected losses on claims in respect of customer receivables.

Cash flow statement
The cash flow statement has been prepared using the indirect method. Cash and cash equivalents consist of cash, bank deposits and other short-term, liquid investments.

Accounting period
The accounting period is from 01. February to 31. January.

Further in the notes we use "2021" for the period 01.02.2020 - 31.01.2021, and "2020" for the period 01.01.2019 - 31.01.2020.

Note 2 Personnel expenses, number of employees, employee benefits and audit expense

	2021	2020
Wages	27 369 345	24 649 055
Employer's national insurance constribution	3 373 848	3 688 269
Pension expenses	735 397	695 949
Other payments	76 951	-2 198 486
Total	**31 555 539**	**26 834 788**
Average number of employees during the financial year	35	30

Remuneration to executives	General manager
Salaries	257 353
Pension cost	40 656
Other remuneration	0

OTP (Statuatory occupational pension)
The company is required to have a pension scheme in accordance with the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon"). The company's pension scheme meets the requirement of this law.

Notes to the financial statement 2021

Expensed audit fee
The fee consists of the following elements:

	2021	2020
Statutory audit fee	145 000	149 050
Technical preparation of annual accounts	12 500	0
Technical preparation of tax return forms	2 500	9 450
Advisory services	30 000	103 275
Other non-audit and certification services	209	0

Note 3 Restricted bank deposits, cash in hand etc.

	2021	2020
Restricted funds deposited in the tax deduction account	726 612	645 560

Note 4 Transactions with subsidiaries

	Income from subsidiaries		Interest from subsidiaries	
	2021	2020	2021	2020
Adra Software AB	20 035 229	19 299 125	0	0
Adra Software Aps	5 464 863	5 805 974	0	0
Adra Software Ltd	7 419 957	7 881 819	2 832	161 316
Sum	32 920 049	32 986 918	2 832	161 316

	Costs to subsidiaries		Interest to subsidiaries	
	2021	2020	2021	2020
Adra Software AB	2 525 815	2 712 612	3 068	42 979
Adra Software Aps	0	0	1 855	20 773
Adra Software Ltd	0	0	0	0
Sum	2 525 815	2 712 612	4 923	63 752

Note 5 Group balances

	Current liabilities		Current recievables	
	31.01.2021	31.01.2020	31.01.2021	31.01.2020
Adra Software AB	31 720 983	48 494 252	0	0
Adra Software Aps	29 725 292	23 506 771	0	0
Adra Software Ltd	0	0	6 639 509	7 403 018
Adra Holdings AS	0	0	82 871 158	99 898 200
Adra Holdings AS	0	1 703 327	0	1 424 193
Trintech Technologies Ltd	0	0	4 587 236	4 590 659
Total	**61 446 274**	**73 704 350**	**94 097 904**	**113 316 070**

	Non-current liabilities		Non-current receivables	
	31.01.2021	**31.01.2020**	**31.01.2021**	**31.01.2020**
Group companies	0	0	0	0
Total	**0**	**0**	**0**	**0**

Notes to the financial statement 2021

Note 6 Assets

	Fixtures & fittings and equipment	R&D	Total
Acquisition cost 01.02.2020	10 654 361	44 310 236	54 964 597
Addition purchased assets	309 823	8 070 943	8 380 766
Disposal	0	0	0
Acquisition cost 31.01.2021	**10 964 184**	**52 381 179**	**63 345 363**
Accumulated depreciation 31.01.2020	10 066 607	24 473 448	34 540 055
+ depreciation	301 967	6 290 778	6 592 745
Accumulated depreciation 31.01.2021	10 368 574	30 764 226	41 132 800
R&D "SkatteFunn"	0	-972 695	-972 695
Book value as of 31.01.2021	**595 610**	**20 644 258**	**21 239 868**
Economic life	3-10 years	5 years	
Depreciation plan	Linear	Linear	

SkatteFunn
The company has worked with research and development within adaptive and automatic reconciliation of accounts during the financial year. Capitalized expenses related to research and development is in total NOK 5 119 445. The capitalized cost are divided between internal costs (labour costs) of NOK 2 289 200 and external cost of NOK 2 830 245. Furthermore, the capitalized numbers has been reduced by NOK 972 695 as a result of Skattefunn. Expected total earnings from ongoing research and development activity corresponds with total costs.

Note 7 Share capital and shareholder information

The company's shareholders are:	Ownership
Adra Holdings AS	100%

Share capital	Number	Nominal value	Balance sheet value
Shares	5 703 233	0,70	3 992 263

Note 8 Shares in subsidiaries and associated companies

Company	Business address	Share capital	Ownership	Book value (NOK)	Currency	Profit after tax	Equity
Adra Software AB *	Stockholm	400 000	100 %	1 434 585	SEK	12 362 382	33 597 257
Adra Software Ltd	London	100	100 %	560	GBP	1 021 655	179 716
Adra Software Aps	Copenhagen	130 000	100 %	6 163 388	DKK	3 356 790	14 725 707
			Sum	7 598 533		16 740 827	48 502 680

* The numbers are expected from the 31.01.2021 financial statements.

Adra Software AS is the parent company in a subgroup, no consolidation has been made in accordance with the Accounting Act § 3-7.

Trintech Technologies Ltd prepares consolidated accounts where Adra Software AS is included in the consolidation. Group accounts can be obtained from Trintech Technologies Ltd, c / o MBSL, 13 Classon House, Dundrum Business Park, Dublin 14 X9F9.

Notes to the financial statement 2021

Note 9 Tax

This year's tax expense	**2021**	**2020**
Entered tax on ordinary profit/loss:		
Payable tax	6 576 673	5 221 266
Changes in deferred tax assets	-565 496	-527 025
Tax expense on ordinary profit/loss	**6 011 177**	**4 694 241**
Taxable income:		
Ordinary result before tax	27 316 675	22 691 045
Permanent differences	6 855	-1 063 637
Changes in temporary differences	2 570 437	2 395 566
Provided intra-group contribution	0	-15 659 686
Taxable income	**29 893 968**	**8 363 288**
Payable tax in the balance:		
Payable tax on this year's result	6 576 673	9 122 695
Payable tax on provided Group contribution	0	-3 445 131
Owing assessed tax from previous years	1 160 862	0
Payable tax on SkatteFUNN	-972 695	-1 091 826
Total payable tax in the balance	**6 764 840**	**4 585 738**

The tax effect of temporary differences that has formed the basis for deferred tax and deferred tax advantages, specified on type of temporary differences

	2021	**2020**	**Difference**
Tangible assets	-1 535 336	-1 321 119	214 216
Accounts receivable	-172 094	99 515	271 608
Allocations and more	-35 714 468	-33 629 856	2 084 612
Total	**-37 421 898**	**-34 851 460**	**2 570 437**
Basis for deferred tax assets	**-37 421 898**	**-34 851 460**	**2 570 437**
Deferred tax assets (22 %)	**-8 232 817**	**-7 667 321**	**565 496**

Note 10 Lease commitments for non-capitalizes assets

Annual cost amounts to:	**2021**	**2020**
Lease	2 348 374	2 209 917
Total	**2 348 374**	**2 209 917**

The contract expires the 31.12.2021 but there is an option of prolonging the lease with 5 year.

Notes to the financial statement 2021

Note 11 Equity

	Share capital	Other equity	Total equity
Equity 31.01.2020	**3 992 263**	**20 771 276**	24 763 539
Net profit for the year		21 305 498	21 305 498
Other changes in equity*		-300 018	-300 018
Given intra-group contribution		0	0
Dividend to parent company		0	0
Equity 31.01.2021	**3 992 263**	**41 776 757**	**45 769 020**

*Transferred intercompany balance with previous parent company as a result of merger.

Note 12 Restricted group funds/guarantees

Restricted funds related to bank deposits	31.01.2021	31.01.2020
Tax	726 612	645 560
Total	**726 612**	**645 560**

Guarantees	31.01.2021	31.01.2020
Nordea - Rent guarantee Brugata 19 AS (12.06.14 - 31.12.21)	1 283 500	1 283 500
Nordea - Factoring (first priority)	6 000 000	6 000 000
Nordea - Deponent (priority after NOK 6 000 000)	6 000 000	6 000 000

Note 13 Sales

Geographical distribution	31.01.2021	31.01.2020
Norway	94 793 957	92 732 889
Total	**94 793 957**	**92 732 889**

The company has one business area which is software and license sales.
Revenues is included charged management fee for foreign subsidiairies.

RSM

RSM Norge AS

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Til generalforsamlingen i Adra Software AS

Uavhengig revisors beretning

Uttalelse om revisjonen av årsregnskapet

Konklusjon

Vi har revidert Adra Software AS' årsregnskap som viser et overskudd på kr 21 305 498. Årsregnskapet består av balanse per 31. januar 2021, resultatregnskap for regnskapsåret avsluttet per denne datoen og noter til årsregnskapet, herunder et sammendrag av viktige regnskapsprinsipper.

Etter vår mening er det medfølgende årsregnskapet avgitt i samsvar med lov og forskrifter og gir et rettvisende bilde av selskapets finansielle stilling per 31. januar 2021, og av dets resultater for regnskapsåret avsluttet per denne datoen i samsvar med regnskapslovens regler og god regnskapsskikk i Norge.

Grunnlag for konklusjonen

Vi har gjennomført revisjonen i samsvar med lov, forskrift og god revisjonsskikk i Norge, herunder de internasjonale revisjonsstandardene International Standards on Auditing (ISA-ene). Våre oppgaver og plikter i henhold til disse standardene er beskrevet i Revisors oppgaver og plikter ved revisjon av årsregnskapet. Vi er uavhengige av selskapet slik det kreves i lov og forskrift, og har overholdt våre øvrige etiske forpliktelser i samsvar med disse kravene. Etter vår oppfatning er innhentet revisjonsbevis tilstrekkelig og hensiktsmessig som grunnlag for vår konklusjon.

Øvrig informasjon

Ledelsen er ansvarlig for øvrig informasjon. Øvrig informasjon omfatter informasjon i årsrapporten bortsett fra årsregnskapet og den tilhørende revisjonsberetningen.

Vår uttalelse om revisjonen av årsregnskapet dekker ikke øvrig informasjon, og vi attesterer ikke den øvrige informasjonen.

I forbindelse med revisjonen av årsregnskapet er det vår oppgave å lese øvrig informasjon med det formål å vurdere hvorvidt det foreligger vesentlig inkonsistens mellom øvrig informasjon og årsregnskapet, kunnskap vi har opparbeidet oss under revisjonen, eller hvorvidt den tilsynelatende inneholder vesentlig feilinformasjon.

Dersom vi konkluderer med at den øvrige informasjonen inneholder vesentlig feilinformasjon er vi pålagt å rapportere det. Vi har ingenting å rapportere i så henseende.

Styrets og daglig leders ansvar for årsregnskapet

Styret og daglig leder (ledelsen) er ansvarlig for å utarbeide årsregnskapet i samsvar med lov og forskrifter, herunder for at det gir et rettvisende bilde i samsvar med regnskapslovens regler og god regnskapsskikk i Norge. Ledelsen er også ansvarlig for slik internkontroll som den finner nødvendig for å kunne utarbeide et årsregnskap som ikke inneholder vesentlig feilinformasjon, verken som følge av misligheter eller utilsiktede feil.

Ved utarbeidelsen av årsregnskapet må ledelsen ta standpunkt til selskapets evne til fortsatt drift og opplyse om forhold av betydning for fortsatt drift. Forutsetningen om fortsatt drift skal legges til grunn for årsregnskapet så lenge det ikke er sannsynlig at virksomheten vil bli avviklet.

Revisors beretning 2020 for Adra Software AS

Revisors oppgaver og plikter ved revisjonen av årsregnskapet

Vårt mål med revisjonen er å oppnå betryggende sikkerhet for at årsregnskapet som helhet ikke inneholder vesentlig feilinformasjon, verken som følge av misligheter eller utilsiktede feil, og å avgi en revisjonsberetning som inneholder vår konklusjon. Betryggende sikkerhet er en høy grad av sikkerhet, men ingen garanti for at en revisjon utført i samsvar med lov, forskrift og god revisjonsskikk i Norge, herunder ISA-ene, alltid vil avdekke vesentlig feilinformasjon som eksisterer. Feilinformasjon kan oppstå som følge av misligheter eller utilsiktede feil. Feilinformasjon blir vurdert som vesentlig dersom den enkeltvis eller samlet med rimelighet kan forventes å påvirke økonomiske beslutninger som brukerne foretar basert på årsregnskapet.

For videre beskrivelse av revisors oppgaver og plikter vises det til:
https://revisorforeningen.no/revisjonsberetninger

Uttalelse om andre lovmessige krav

Konklusjon om årsberetningen

Basert på vår revisjon av årsregnskapet som beskrevet ovenfor, mener vi at opplysningene i årsberetningen om årsregnskapet og forutsetningen om fortsatt drift er konsistente med årsregnskapet og i samsvar med lov og forskrifter.

Konklusjon om registrering og dokumentasjon

Basert på vår revisjon av årsregnskapet som beskrevet ovenfor, og kontrollhandlinger vi har funnet nødvendig i henhold til internasjonal standard for attestasjonsoppdrag (ISAE) 3000 «Attestasjonsoppdrag som ikke er revisjon eller forenklet revisorkontroll av historisk finansiell informasjon», mener vi at ledelsen har oppfylt sin plikt til å sørge for ordentlig og oversiktlig registrering og dokumentasjon av selskapets regnskapsopplysninger i samsvar med lov og god bokføringsskikk i Norge.

Oslo, 4. oktober 2021
RSM Norge AS

Anders Nereng
Statsautorisert revisor
(elektronisk signert)

PENNEO

Signaturene i dette dokumentet er juridisk bindende. Dokument signert med "Penneo™ - sikker digital signatur".
De signerende parter sin identitet er registrert, og er listet nedenfor.

"Med min signatur bekrefter jeg alle datoer og innholdet i dette dokument."

Anders Ivar Nereng
Statsautorisert revisor
På vegne av: RSM Norge AS
Serienummer: 9578-5999-4-1194192
IP: 77.16.xxx.xxx
2021-10-04 14:30:04 UTC

bank ID

Penneo Dokumentnøkkel: 3EAXM-BHX2E-8T2IX-4BW36-1SC04-7KPD3