

Registration number: 09892623

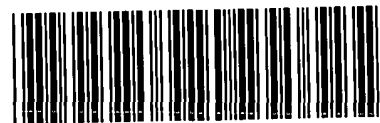
# Prodapt (UK) Limited

Annual Report and Financial Statements

for the Year Ended 31 March 2022

KNAV Limited  
Statutory Auditors  
Hygeia Building  
Ground Floor  
66-68 College Road  
Harrow  
Middlesex  
HA1 1BE

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## **Prodapt (UK) Limited**

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**Prodapt (UK) Limited**

**Company Information**

<b>Director:</b>	Mr. N. Subbaiah
<b>Registered office:</b>	Suite 277 200 Brook Drive Green Park Reading RG2 6UB
<b>Auditors:</b>	KNAV Limited Statutory Auditors Hygeia Building Ground Floor 66-68 College Road Harrow Middlesex HA1 1BE

## **Prodapt (UK) Limited**

### **Strategic Report for the Year Ended 31 March 2022**

The director presents his strategic report for the year ended 31 March 2022.

#### **Principal activity**

The principal activity of the company is that of telecommunications infrastructure management and services.

#### **Fair review of the business**

The company achieved a turnover of £16,738,859 (2021: £11,107,811) and a gross profit of £8,563,900 (2021: £2,609,216). The net profit for the period, before taxation, amounted to £1,261,479 (2021: 795,372).

The Company experienced an increase in turnover of 50.69% over the previous year. The turnover has increased mainly on account of new customer contracts won during the year and growth in our existing customer portfolio.

The directors expect improved results in 2023 and in future years. Increased demands of communication industry underpin our continued growth. The strategic vision is to continue to develop our global capabilities and evolve our existing services to meet the developing market.

#### **Principal risks and uncertainties**

The Company, in conjunction with the ultimate parent company, has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company. The policies set out by the board and agreed with the ultimate parent company are implemented by the company's directors and management. The directors monitor performance through regular review of the financials.

Risks considered by management include the following:

##### **Credit risk**

The company has implemented policies that require appropriate credit checks on customers before sales are made to minimise the risk of financial loss.

##### **Liquidity risk**

The company maintains sufficient funds and generates cash from operations to meet working capital requirements. The company has access to longer term financing from its ultimate parent if required.

##### **Foreign exchange risk**

The company has the risk of foreign currency fluctuations associated with US Dollar and Euro denominated transactions for the services provided to customers and fellow group undertakings, as well as services provided by fellow group undertakings. This is monitored closely by management.

##### **Price risk**

Management closely monitor the price of their services to ensure they stay competitive in the industry.

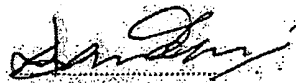
**Prodapt (UK) Limited**

**Strategic Report for the Year Ended 31 March 2022 (continued)**

**Interest rate risk**

During the year, the company had variable interest rate risk on its Long-Term Loan and a working capital line which is based on LIBOR. The company continues to monitor the interest rate volatility.

Approved by the director on 14 August 2022 and signed on its behalf by:



Mr N Subbaiah  
Director

**Prodapt (UK) Limited**

**Director's Report for the Year Ended 31 March 2022**

The director presents his report and the financial statements for the year ended 31 March 2022.

**Director of the company**

The director who held office during the year was as follows:

Mr N Subbaiah

**Results and dividends**

The Company's financial results have been discussed in the Strategic Report. During the year no dividends have been paid or declared (2021: No dividends had been paid or declared).

**Financial risk management**

The Directors have identified and included the Company's key risks and associated management policies in the Strategic Report on pages 2 to 3.

**Going concern**

The company is profitable, has positive net current assets and positive shareholders funds as at 31 March 2022. On the basis of their assessment of the Company's financial position the Company's director has a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future, being a period of not less than twelve months from the approval of these financial statements. The company also has financial support from the parent company should it require it.

As a result, the director has prepared the financial statements on a going concern basis.

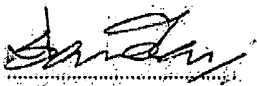
**Disclosure of information to the auditors**

The director has taken steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information. The director confirms that there is no relevant information that he knows of and of which he knows the auditors are unaware.

**Reappointment of auditors**

The auditors KNAV Limited are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the director on 14 August 2022 and signed on its behalf by:



Mr N Subbaiah  
Director

## **Prodapt (UK) Limited**

### **Statement of Director's Responsibilities**

The director acknowledges his responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

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

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

## **Prodapt (UK) Limited**

### **Independent Auditor's Report to the Members of Prodapt (UK) Limited**

#### **Opinion**

We have audited the financial statements of Prodapt (UK) Limited (the 'company') for the year ended 31 March 2022, which comprise the Profit and Loss Account, Balance Sheet, Statement of Changes in Equity, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Basis for opinion**

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

#### **Conclusions relating to going concern**

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

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

## **Prodapt (UK) Limited**

### **Independent Auditor's Report to the Members of Prodapt (UK) Limited (continued)**

#### **Opinion on other matter prescribed by the Companies Act 2006**

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

- the information given in the Strategic Report and Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and Director's Report have been prepared in accordance with applicable legal requirements.

#### **Matters on which we are required to report by exception**

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Director's Report.

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

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

#### **Responsibilities of the director**

As explained more fully in the Statement of Director's Responsibilities [set out on page 5], the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determines 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 director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

## **Prodapt (UK) Limited**

### **Independent Auditor's Report to the Members of Prodapt (UK) Limited (continued)**

#### **Extent to which the audit is capable of detecting irregularities, including fraud**

We design our procedures so as to obtain sufficient appropriate audit evidence that the financial statements are not materially misstated due to non-compliance with laws and regulations or due to fraud or error.

We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations - this responsibility lies with management with the oversight of the Directors.

Based on our understanding of the Company and industry, discussions with management, we identified Companies Act 2006, Financial Reporting Standard 102 and UK taxation legislation as having a direct effect on the amounts and disclosures in the financial statements.

As part of the engagement team discussion about how and where the Company's financial statements may be materially misstated due to fraud, we did not identify any areas with an increased risk of fraud.

#### **Our audit procedures included:**

- enquiry of management about the Company's policies, procedures and related controls regarding compliance with laws and regulations and if there are any known instances of non-compliance;
- examining supporting documents for all material balances, transactions and disclosures;
- review of the Board of directors minutes;
- enquiry of management and review and inspection of relevant correspondence with any legal firms;
- evaluation of the selection and application of accounting policies related to subjective measurements and complex transactions;
- analytical procedures to identify any unusual or unexpected relationships;
- testing the appropriateness of journal entries recorded in the general ledger and other adjustments made in the preparation of the financial statements;
- review of accounting estimates for biases.

Owing to the inherent limitations of an audit, there is an unavoidable risk that some material misstatements of the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The potential effects of inherent limitations are particularly significant in the case of misstatement resulting from fraud because fraud may involve sophisticated and carefully organized schemes designed to conceal it, including deliberate failure to record transactions, collusion or intentional misrepresentations being made to us.

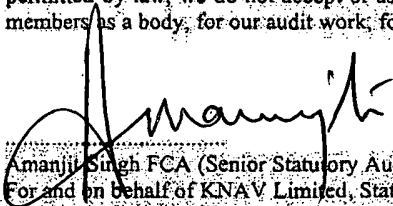
A further description of our responsibilities is available on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Prodapt (UK) Limited**

**Independent Auditor's Report to the Members of Prodapt (UK) Limited (continued)**

**Use of our report**

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



Amanjit Singh FCA (Senior Statutory Auditor)  
For and on behalf of KNAV Limited, Statutory Auditor

Hygeia Building  
Ground Floor  
66-68 College Road  
Harrow  
Middlesex  
HA1 1BE

14 August 2022

**Prodapt (UK) Limited**

**Profit and Loss Account for the Year Ended 31 March 2022**

	Note	2022 £	2021 £
Turnover	3	16,738,859	11,107,811
Cost of sales		<u>(12,478,482)</u>	<u>(8,498,595)</u>
Gross profit		4,260,377	2,609,216
Administrative expenses		<u>(2,896,493)</u>	<u>(1,813,844)</u>
Operating profit	4	1,363,884	795,372
Interest payable and similar expenses	5	<u>(102,405)</u>	-
Profit before tax		1,261,479	795,372
Tax on profit	9	<u>(237,553)</u>	<u>(143,540)</u>
Profit for the financial year		<u>1,023,926</u>	<u>651,832</u>

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

The notes on pages 13 to 26 form an integral part of these financial statements.

**Prodapt (UK) Limited**

**(Registration number: 09892623)  
Balance Sheet as at 31 March 2022**

	Note	2022 £	2021 £
<b>Fixed assets</b>			
Tangible assets	10	154,196	113,655
Investments	11	<u>8,933,842</u>	<u>787</u>
		<u>9,088,038</u>	<u>114,442</u>
<b>Current assets</b>			
Debtors	12	7,678,408	4,719,326
Cash at bank and in hand		<u>2,033,328</u>	<u>907,499</u>
		9,711,736	5,626,825
Creditors: Amounts falling due within one year	14	<u>(10,373,664)</u>	<u>(4,526,583)</u>
Net current (liabilities)/assets		<u>(661,928)</u>	<u>1,100,242</u>
Total assets less current liabilities		8,426,110	1,214,684
Creditors: Amounts falling due after more than one year	14	(4,287,500)	-
Provisions for liabilities	15	<u>(1,900,000)</u>	<u>-</u>
Net assets		<u>2,238,610</u>	<u>1,214,684</u>
<b>Capital and reserves</b>			
Called up share capital		100	100
Profit and loss account		<u>2,238,510</u>	<u>1,214,584</u>
Shareholders' funds		<u>2,238,610</u>	<u>1,214,684</u>

Approved and authorised by the director on 14 August 2022



Mr N Subbaiah  
Director

**Prodapt (UK) Limited**

**Statement of Changes in Equity for the Year Ended 31 March 2022**

	<b>Share capital</b>	<b>Profit and loss</b>	<b>Total</b>
	<b>£</b>	<b>account</b>	<b>£</b>
	<b>£</b>	<b>£</b>	<b>£</b>
At 1 April 2021	100	1,214,584	1,214,684
Profit for the year	-	1,023,926	1,023,926
<b>Total comprehensive income</b>	<b>-</b>	<b>1,023,926</b>	<b>1,023,926</b>
At 31 March 2022	100	2,238,510	2,238,610
	<b>Share capital</b>	<b>Profit and loss</b>	<b>Total</b>
	<b>£</b>	<b>account</b>	<b>£</b>
	<b>£</b>	<b>£</b>	<b>£</b>
At 1 April 2020	100	562,752	562,852
Profit for the year	-	651,832	651,832
<b>Total comprehensive income</b>	<b>-</b>	<b>651,832</b>	<b>651,832</b>
At 31 March 2021	100	1,214,584	1,214,684

## **Prodapt (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2022**

#### **1 General information**

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

Suite 277  
200 Brook Drive  
Green Park  
Reading  
RG2 6UB  
United Kingdom

These financial statements were authorised for issue by the director on 14 August 2022.

#### **2 Accounting policies**

##### **Summary of significant accounting policies and key accounting estimates**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### **Statement of compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

##### **Basis of preparation**

These financial statements have been prepared using the historical cost convention.

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

##### **Group accounts not prepared**

The financial statements contain information about Prodapt Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Prodapt Solutions Private Limited, a company incorporated in India.

## **Prodapt (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Going concern**

The company is profitable, has positive net current assets and positive shareholders funds as at 31 March 2021. On the basis of their assessment of the Company's financial position the Company's director has a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future, being a period of not less than twelve months from the approval of these financial statements. The company also has financial support from the parent company should it require it and the director does not expect there to be any major impacts due to the COVID-19 virus on the financials.

At the balance sheet date the company owed its parent company an amount of £2,225,026 (2020: £1,713,510). This balance is unsecured and interest free. The parent company has confirmed that they will not seek repayment of the amount owed by the company until such time as the company is able to repay it without compromising its ability to continue to trade and to meet its liabilities as they fall due.

As a result, the director has prepared the financial statements on a going concern basis.

##### **Revenue recognition**

Turnover comprises the fair value of the consideration received or receivable for the provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts.

The company recognises revenue when:

The amount of revenue can be reliably measured;  
it is probable that future economic benefits will flow to the entity;  
and specific criteria have been met for each of the company's activities.

##### **Foreign currency transactions and balances**

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

##### **Tax**

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

##### **Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 2 Accounting policies (continued)

##### Tangible assets

Tangible assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

##### Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Computer equipment	5 years straight line basis

##### Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

##### Investments

Investments in subsidiary companies are held at historic cost less any impairment. The investments are reviewed for impairment if there are any events of changes in circumstances that indicate that the carrying value may not be recoverable. If such a review indicates the carrying amount of an investment exceeds the recoverable amount, the investments carrying amount is written down to its recoverable amount in the period in which it is identified. Any impairment is charged to the profit and loss statement.

The recoverable amount is the higher of the net realisable value and value in use. The net realisable value is the amount which an asset could be disposed of less any direct selling costs and value in use is the present value of future cash flows obtainable as a result of an asset's continued use, including those resulting from its ultimate disposal.

##### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

##### Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

## **Prodapt (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)**

#### **2 Accounting policies (continued)**

##### **Trade creditors**

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

##### **Borrowings**

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

##### **Provisions**

Provisions are recognised when the company has an obligation at the reporting date as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

##### **Leases**

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

##### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

##### **Defined contribution pension obligation**

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 2. Accounting policies (continued)

##### Long term employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

##### Financial Instruments

###### Classification

The company has only basic financial instruments measured at amortised cost, with no financial instruments classified as other or basic instruments measured at fair value.

###### Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

###### Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

###### Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

#### 3 Revenue

The analysis of the company's revenue for the year from continuing operations is as follows:

	2022	2021
	£	£
Rendering of services	<u>16,738,859</u>	<u>11,107,811</u>

The analysis of the company's turnover for the year by market is as follows:

**Prodapt (UK) Limited**

**Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)**

**3 Revenue (continued)**

	2022	2021
	£	£
UK	9,018,466	6,687,012
Europe	3,451,395	1,831,962
Rest of world	4,268,998	2,588,837
	<u>16,738,859</u>	<u>11,107,811</u>

**4 Operating profit**

Arrived at after charging/(crediting)

	2022	2021
	£	£
Depreciation expense	37,703	11,660
Foreign exchange (gains)/losses	<u>(69,468)</u>	<u>142,730</u>

**5 Interest payable and similar expenses**

	2022	2021
	£	£
Interest on bank overdrafts and borrowings	<u>102,405</u>	<u>-</u>

**6 Staff costs**

The aggregate payroll costs (including director's remuneration) were as follows:

	2022	2021
	£	£
Wages and salaries	5,430,298	2,412,459
Social security costs	574,187	272,070
Other short-term employee benefits	32,856	11,381
Pension costs, defined contribution scheme	78,534	22,996
Other employee expense	680,421	529,395
	<u>6,796,296</u>	<u>3,248,301</u>

The average number of persons employed by the company (including the director) during the year, analysed by category was as follows:

	2022	2021
	No.	No.
Administration and support	<u>58</u>	<u>30</u>

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 7 Director's remuneration

The director's remuneration for the year was as follows:

	2022 £	2021 £
Remuneration	<u>325,000</u>	<u>-</u>

Emoluments of the highest paid director were £325,000 (2021 - £Nil). There were no company pension contributions (2021 - £Nil) made to a pension scheme on his behalf.

#### 8 Auditors' remuneration

	2022 £	2021 £
Audit of the financial statements	<u>12,000</u>	<u>7,500</u>

#### 9 Taxation

Tax charged/(credited) in the income statement:

	2022 £	2021 £
Current taxation		
UK corporation tax	<u>237,553</u>	<u>143,540</u>

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2021 - the same as the standard rate of corporation tax in the UK) of 19% (2021 - 19%).

The differences are reconciled below:

	2022 £	2021 £
Profit before tax	<u>1,261,479</u>	<u>795,372</u>
Corporation tax at standard rate	239,681	151,121
Effect of expense not deductible in determining taxable profit (tax loss)	9,618	10,096
Tax decrease from effect of capital allowances and depreciation	<u>(11,746)</u>	<u>(17,677)</u>
Total tax charge	<u>237,553</u>	<u>143,540</u>

**Prodapt (UK) Limited**

**Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)**

**10 Tangible assets:**

	<b>Computer equipment</b>	<b>Fixtures and fittings</b>	<b>Total</b>
	<b>£</b>	<b>£</b>	<b>£</b>
<b>Cost or valuation</b>			
At 1 April 2021	130,670	-	130,670
Additions	78,028	216	78,244
At 31 March 2022	208,698	216	208,914
<b>Depreciation</b>			
At 1 April 2021	17,015	-	17,015
Charge for the year	37,671	32	37,703
At 31 March 2022	54,686	32	54,718
<b>Carrying amount</b>			
At 31 March 2022	154,012	184	154,196
At 31 March 2021	113,655	-	113,655

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 11 Investments

	2022	2021
	£	£
Investments in subsidiaries	8,933,842	787
<b>Subsidiaries</b>		£
<b>Cost or valuation</b>		
At 1 April 2021		787
Additions		8,933,055
At 31 March 2022		8,933,842
<b>Carrying amount</b>		
At 31 March 2022		8,933,842
At 31 March 2021		787

#### Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2022	2021
<b>Subsidiary undertakings</b>				
Prodapt Chile SpA	Santiago, Chile	Ordinary	100%	100%
Prodapt Colombia S.A.S	Bogota, D.C., Republic of Colombia	Ordinary	100%	0%
SLR Consultants Limited	England, United Kingdom	Ordinary	100%	0%

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 11 Investments (continued)

##### Subsidiary undertakings

###### *Prodapt Chile SpA*

The principal activity of Prodapt Chile SpA is that of telecommunications infrastructure management and services.

###### *Prodapt Colombia S.A.S*

The principal activity of Prodapt Colombia S.A.S is that of telecommunications infrastructure management and services.

###### *SLR Consultants Limited*

The principal activity of SLR Consultants Limited is that focussed on digital engineering and automation services in the TMT industry.

#### 12 Debtors

	Note	2022 £	2021 £
Trade debtors		3,620,672	3,171,841
Amounts owed by related parties	20	1,919,844	1,479
Other debtors		106,794	215,254
Prepayments		19,708	12,296
Accrued income		<u>2,011,390</u>	<u>1,318,456</u>
Total current trade and other debtors		<u>7,678,408</u>	<u>4,719,326</u>

All amounts shown under debtors fall due for payment within one year.

The amounts owed by related parties are interest free, unsecured and repayable on demand.

#### 13 Cash and cash equivalents

	2022 £	2021 £
Cash at bank	<u>2,033,328</u>	<u>907,499</u>

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 14 Creditors

	Note	2022 £	2021 £
<b>Due within one year</b>			
Loans and borrowings	18	2,671,994	-
Trade creditors		273,995	466,079
Amounts due to related parties	20	5,361,017	2,225,812
Social security and other taxes		651,862	595,402
Other payables		646,194	444,316
Accrued expenses		502,262	527,820
Corporation tax payable	9	237,554	213,494
Deferred income		28,786	53,660
		<u>10,373,664</u>	<u>4,526,583</u>
<b>Due after one year</b>			
Loans and borrowings	18	<u>4,287,500</u>	-

Amounts due to related parties are interest free, unsecured and repayable on demand.

## Prodapt (UK) Limited

### Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

#### 15 Provisions for liabilities

	Other provisions £	Total £
Increase (decrease) through acquisitions	<u>1,900,000</u>	<u>1,900,000</u>
At 31 March 2022	<u>1,900,000</u>	<u>1,900,000</u>

The acquisition of SLR Consultants Limited (the investment) included a contingent consideration consisting of four potential payments of up to £1.5 million payable March 2022, £1.5 million payable 30 April 2022, £1.2 million payable March 2023 and £1.2m payable March 2024.

The first two contingent considerations were based on the investment achieving certain EBITDAs. The earn out periods for both performance criteria are based on the 11-month period ending 31st March 2022 and 12-month period ended 30th April 2022 respectively. The company's directors have assessed these two payments will not be payable and as such have not considered these payouts in their contingent consideration workings.

The third and fourth contingent considerations are based on the certain joint revenues achieved between the investment and the company, in a 12 month period ending 31st March 2023 and 31st March 2024.

The contingent consideration of £1.9 million was estimated by allocating probability to the achievement of the financial milestones.

#### 16 Pension and other schemes

##### Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £78,534 (2021 - £22,996). Contributions totalling £16,154 (2021 - £7,211) were payable to the scheme at the end of the year and are included in creditors.

**Prodapt (UK) Limited**

**Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)**

**17 Share capital**

**Allotted, called up and fully paid shares**

	2022		2021	
	No.	£	No.	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

**18 Loans and borrowings**

	2022	2021
	£	£
<b>Non-current loans and borrowings</b>		
Bank borrowings	<u>4,287,500</u>	<u>-</u>

	2022	2021
	£	£
<b>Current loans and borrowings</b>		
Bank borrowings	<u>2,671,994</u>	<u>-</u>

During the year, the group borrowed funds from its bankers under two term loans of £2,059,494 and £4,900,000 respectively. The first (reporting date carrying amount of £2,059,494) is repayable in June 2022 and the second (reporting date carrying amount on £4,900,000 is repayable in 16 equal installments to September 2026, with the first payment becoming due in September 2022.

The first loan accrues interest at a variable rate equivalent to LIBOR plus 3% per annum. The second loan accrues interest at a variable rate equivalent to the applicable base rate plus a spread of 3% per annum.

With respect to the first loan, the bank has a specific and special lien on all of the company's present and future stocks, shares, securities, property, book debts, all monies in all accounts whether current, savings overdraft, fixed or other deposits, held with or in custody, legal or constructive, with the bank and/or any relevant entities, now or in future. With respect to the second loan, there is a standby letter of credit (SBLC) from the same lending bank, guaranteeing the commitment of payment in the event of default, equivalent to the loan amount outstanding.

**19 Dividends**

During the year and as of 31st March 2022, the company have not proposed any dividends, nor have they paid any dividends during the year (2021: the company have not proposed any dividends, nor have they paid any dividends during the year).

## **Prodapt (UK) Limited**

### **Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)**

#### **20 Related party transactions**

The company has taken advantage of the exemption available in accordance with FRS 102 section 33 'Related Party Disclosures' not to disclose transactions entered into between two or more members of the group, as the company is a wholly owned subsidiary undertaking of the group with which it is party to the transactions.

#### **21 Parent and ultimate parent undertaking**

The company's immediate parent is Prodapt Solutions Private Limited, incorporated in India.

The most senior parent entity producing publicly available financial statements is Prodapt Solutions Private Limited. These financial statements are available upon request from

4th Floor  
Prince Infocity-II  
No. 283/4  
Rajiv Gandhi Salai (OMR)  
Kandanchavadi  
Chennai 600 096  
India.

The ultimate controlling party is Prodapt Solutions Private Limited.