

Registration number: 06127985

**SIMPLITIUM LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2018**



# SIMPLITIUM LIMITED

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# SIMPLITIUM LIMITED

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## COMPANY INFORMATION

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**Directors**

O N Brandstrom  
L J Ottersgard  
L M Wikner

**Company  
secretary**

Goodwille Limited

**Registered office**

St James House  
13 Kensington Square  
Kensington  
London  
W8 5HD

**Independent  
Auditor**

Harmer Slater Limited  
Statutory Auditor  
Salatin House  
19 Cedar Road  
Sutton  
Surrey  
SM2 5DA

## SIMPLITIUM LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018

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The directors present their annual report on the affairs of Simplitium Limited, together with the financial statements and auditor's report for the year ended 31 December 2018.

#### **Principal activity**

The principal activity of the company is servicing the finance industry with transparency services. The company provides a MifID2-compliant trade reporting platform (TRADEcho) which enables investment firms to meet their pre-trading quoting and post trade reporting obligations for all their European OTC trades covered under MifID2. The company further provides transparency and reporting services for the precious metals market (LBMA-i). The company also provides a catastrophic risk modelling platform to enable (re)insurers to better understand their risk (ModEx).

#### **Directors of the company**

The directors who served throughout the year and up to date of authorisation of this report were as follows:

L T Bendixen (resigned 8 March 2019)

A V Augustsson (resigned 13 August 2018)

J Khurshid (resigned 17 May 2018)

N M Pramdell (resigned 17 May 2018)

L P A H Bedman (appointed 17 May 2018 and resigned 6 September 2018)

P K Lenardos (appointed 19 June 2018 and resigned 8 March 2019)

J J T Yonker (appointed 6 September 2018 and resigned 8 March 2019)

The following directors were appointed after the year end:

O N Brandstrom (appointed 8 March 2019)

L J Ottersgard (appointed 8 March 2019)

L M Wikner (appointed 8 March 2019)

#### **Going concern**

The directors have considered financial projections for the company over the foreseeable future and have also reviewed the ongoing committed financial support from the company's parent undertaking and are confident that this will be available for the foreseeable future. After making enquiries, the directors are satisfied that the company has sufficient resources to continue in operation for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

#### **Events after the financial period**

On 10 January 2019, Nasdaq Technology AB, a wholly-owned indirect subsidiary of Nasdaq, Inc., acquired 98.2 percent of the total number of shares in Cinnober Financial Technology AB (publ), the company's parent undertaking.

There have been no other significant events between the year end and the date of approval of these financial statements which would require a change to, or disclosure in, the financial statements.

## SIMPLITIUM LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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#### Statement of disclosure to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information (as defined by section 418 of the Companies Act 2006) and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

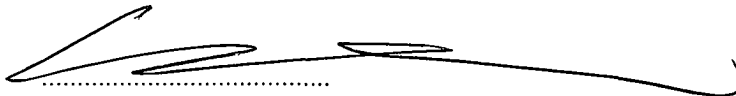
#### Reappointment of auditors

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

#### Small companies provision statement

The directors have taken advantage of the small companies exemptions provided by sections 414B and 415A of the Companies Act 2006 from the requirement to prepare a strategic report and in preparing the directors' report on the grounds that the company qualifies as a small company but for being a member of an ineligible group.

The directors' report was approved by the Board on 26 April 2019 and signed on its behalf by:



L M Wikner  
Director

## SIMPLITIUM LIMITED

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### STATEMENT OF DIRECTORS' RESPONSIBILITIES

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The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SIMPLITIUM LIMITED

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### **Opinion**

We have audited the financial statements of Simplitium Limited (the 'company') for the year ended 31 December 2018, which comprise the Statement of Income and Retained Earnings, Statement of Financial Position, 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 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; 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**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

### **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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF SIMPLITIUM LIMITED (CONTINUED)**

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### **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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has 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 Directors' 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 directors**

As explained more fully in the Statement of Directors' Responsibilities [set out on page 4], the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **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.

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

- Identify and assess the risks of material misstatement of the 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 company's internal control.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
SIMPLITIUM LIMITED (CONTINUED)**

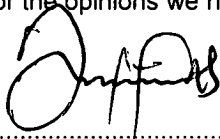
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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 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.

**Use of report**

This report is made solely to the company's member, 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 member those matters we are required to state 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 member as a body, for our audit work, for this report, or for the opinions we have formed.



.....  
Ransford Agyei-Boamah (Senior Statutory Auditor)  
For and on behalf of Harmer Slater Limited, Statutory Auditor

Salatin House  
19 Cedar Road  
Sutton  
Surrey  
SM2 5DA

26 April 2019

## SIMPLITIUM LIMITED

### STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
Revenue	3	2,884,159	1,658,915
Operating expenditure		(7,484,276)	(4,911,988)
Other operating income	4	<u>132,166</u>	<u>65,113</u>
<b>Operating loss</b>	<b>5</b>	<b>(4,467,951)</b>	<b>(3,187,960)</b>
Interest payable and similar charges	9	<u>(268,711)</u>	<u>(21,288)</u>
<b>Loss before tax</b>		<b>(4,736,662)</b>	<b>(3,209,248)</b>
Taxation	10	<u>-</u>	<u>-</u>
<b>Loss for the financial year</b>		<b>(4,736,662)</b>	<b>(3,209,248)</b>
Retained earnings brought forward		<u>(4,539,147)</u>	<u>(1,329,899)</u>
<b>Retained earnings carried forward</b>		<b><u>(9,275,809)</u></b>	<b><u>(4,539,147)</u></b>

#### **Continuing operations**

All results are derived wholly from continuing operations.

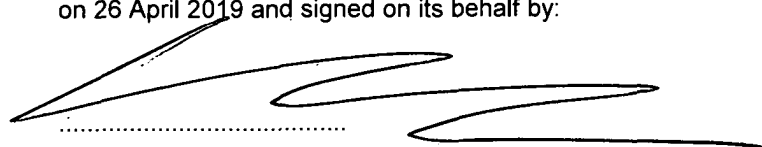
The notes on pages 10 to 21 form an integral part of these financial statements.

**SIMPLITIUM LIMITED**

**(REGISTRATION NUMBER: 06127985)  
STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2018**

	Note	2018 £	2017 £
<b>Non-current assets</b>			
Intangible assets	11	4,833,946	5,229,881
Property, plant and equipment	12	<u>159,484</u>	<u>143,428</u>
		<u>4,993,430</u>	<u>5,373,309</u>
<b>Current assets</b>			
Receivables	13	1,164,513	1,026,476
Cash at bank and in hand	14	<u>2,633,620</u>	<u>277,736</u>
		3,798,133	1,304,212
<b>Payables:</b> Amounts falling due within one year	15	<u>(883,219)</u>	<u>(2,305,819)</u>
<b>Net current assets/(liabilities)</b>		<u><b>2,914,914</b></u>	<u><b>(1,001,607)</b></u>
<b>Total assets less current liabilities</b>		<b>7,908,344</b>	<b>4,371,702</b>
<b>Payables:</b> Amounts falling due after more than one year	15	(17,174,525)	(8,901,221)
<b>Provisions for liabilities</b>	16	<u>(9,577)</u>	<u>(9,577)</u>
<b>Net liabilities</b>		<u><b>(9,275,758)</b></u>	<u><b>(4,539,096)</b></u>
<b>Equity</b>			
Called up share capital	17	51	51
Retained earnings	17	<u>(9,275,809)</u>	<u>(4,539,147)</u>
<b>Total equity</b>		<u><b>(9,275,758)</b></u>	<u><b>(4,539,096)</b></u>

The financial statements of Simplitium Limited were approved and authorised for issue by the Board on 26 April 2019 and signed on its behalf by:



.....  
L M Wikner  
Director

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

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#### 1 General information

Simplitium Limited (the 'company') is a private company limited by share capital incorporated in England and Wales under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the directors report on page 2.

#### 2 Accounting policies

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.

##### Going concern

The directors have considered financial projections for the company over the foreseeable future and have also reviewed the ongoing committed financial support from the company's parent undertaking and are confident that this will be available for the foreseeable future. After making enquiries, the directors are satisfied that the company has sufficient resources to continue in operation for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

##### Statement of compliance

The financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" issued by the Financial Reporting Council and in accordance with the Companies Act 2006.

##### Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The functional currency of the company is considered to be pounds sterling (£) because that is the currency of the primary economic environment in which the company operates. The financial statements are presented in pound sterling (£).

##### Summary of disclosure exemptions

The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. The company is consolidated in the financial statements of its parent, Cinnober Financial Technology AB (publ), which may be obtained from <http://www.cinnober.com/financial-reports..> Exemptions have been taken in these separate company financial statements in relation to financial instruments, presentation of a cash flow statement, transactions with group entities and remuneration of key management personnel.

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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#### 2 Accounting policies (continued)

##### Research and development costs

The company expenses all research costs as incurred. Expenditure on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved processes, is capitalised as an intangible asset if the process is technically and commercially feasible and the company has sufficient resources and the intention to complete development. All other development expenditures and expenditures on research activities are recognised in the Statement of Income and Retained Earnings.

##### Key sources of estimation uncertainty and critical judgements

The preparation of the financial statements requires management to make estimates, assumptions and judgements that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation and judgements means that actual outcomes could differ from those estimates. The following estimates and judgements have had the most significant effect on amounts recognised in the financial statements.

##### (i) Intangible assets

The directors make judgements in assessing whether an internally generated intangible asset meets the criteria for recognition as development costs. The company makes provision for amortisation of intangible assets; this provision requires estimates of the useful economic lives and residual values for the underlying assets. These estimates are based on a variety of factors which may be uncertain. The carrying amount at the year end is £4,833,946 (2017: £5,229,881).

##### (ii) Property, plant and equipment

The company makes provision for depreciation of property, plant and equipment; this provision requires estimates of the useful economic lives and residual values for the underlying assets. These estimates are based on a variety of factors which may be uncertain. The carrying amount at the year end is £159,484 (2017 - £143,428)

##### (iii) Accrued income

The company establishes a receivable for revenue earned from the provision of services but not yet invoiced by the year end based on underlying contractual agreements in place; this receivable is computed by estimating the extent of completion or performance of the related work and when the amount is earned. The carrying amount at the year end is £148,988 (2017 - £130,577)

##### (iv) Deferred tax

At 31 December 2018, the company had unrelieved tax losses of approximately £9,506,000 (2017: £4,829,000). No deferred tax asset has been recognised in respect of these tax losses. In the directors' opinion, there may not be other future taxable profits against which the tax losses will be relieved and consequently have not recognised any deferred tax asset.

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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#### 2 Accounting policies (continued)

##### Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the provision of services in the ordinary course of the company's activities. Revenue is shown net of value added tax. Where payments are received from customers in advance of services provided, the amounts are received as deferred income and released as services are provided. Where services have already been provided, but not invoiced, the amounts receivable are estimated and recorded as accrued income. Initial set-up fees are recognised upon contract signing or when services are performed.

##### 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 rates prevailing on the initial transaction dates.

##### Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, 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, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the year end.

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 tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

##### Intangible assets

Intangible fixed assets represents development costs and are stated at historic cost less accumulated amortisation. Development costs relate only to the design and content of the website and software.

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

<i>Asset class</i>	<i>Amortisation method and rate</i>
Development costs	5 years on a straight line basis

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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#### 2 Accounting policies (continued)

##### Property, plant and equipment

Property, plant and equipment is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of property, plant and equipment includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation is charged so as to write off the cost of assets over their estimated useful lives, as follows:

<i>Asset class</i>	<i>Depreciation method and rate</i>
Fixture and fittings	5 years
Computer and communication equipment	5 years

##### Cash and cash equivalents

Cash and cash equivalents comprise bank current accounts that are subject to an insignificant risk of change in value.

##### Receivables

Receivables 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 receivables 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.

##### Payables

Payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if 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.

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

##### Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

##### 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.

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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#### 2 Accounting policies (continued)

##### Defined contribution pension obligation

The company operates a defined contribution pension scheme. The assets of the schemes are held separately from those of the company. Contributions are recognised in the income statement in the period in which they become payable.

##### Financial instruments

The company only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

#### 3 Revenue

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

	2018	2017
	£	£
Rendering of services	<u>2,884,159</u>	<u>1,658,915</u>

#### 4 Other operating income

The analysis of the company's other operating income for the year is as follows:

	2018	2017
	£	£
Miscellaneous other operating income	<u>132,166</u>	<u>65,113</u>

**SIMPLITIUM LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)**

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**5 Operating loss**

Arrived at after charging/(crediting)

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Operating lease expense - property	69,000	63,167
Depreciation expense	56,678	40,607
Amortisation expense	1,184,039	-
Research and development cost	1,042,066	-
Foreign exchange losses/(gains)	1,258	(10,255)
	<u>1,293,041</u>	<u>103,529</u>

**6 Auditors' remuneration**

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Audit of the company's financial statements	<u>4,200</u>	<u>4,100</u>
<b>Other fees to auditors</b>		
All other non-audit services	<u>4,750</u>	<u>3,850</u>

**7 Staff costs**

The aggregate payroll costs were as follows:

	<b>2018</b>	<b>2017</b>
	<b>£</b>	<b>£</b>
Wages and salaries	1,691,908	1,475,474
Social security costs	254,918	174,030
Pension costs, defined contribution scheme	94,849	146,284
	<u>2,041,675</u>	<u>1,795,788</u>

## SIMPLITIUM LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

#### 7 Staff costs (continued)

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

	2018 No.	2017 No.
Administration and support	1	1
Sales, marketing and distribution	26	16
	<u>27</u>	<u>17</u>

#### 8 Directors' remuneration

The directors' remuneration for the year was as follows:

	2018 £	2017 £
Remuneration	274,234	164,755
Contributions paid to money purchase schemes	5,371	24,975
	<u>279,605</u>	<u>189,730</u>

Only one director was remunerated by the company during the period. All other directors were remunerated by other group undertakings.

#### 9 Interest payable and similar charges

	2018 £	2017 £
Interest payable to group undertaking	<u>268,711</u>	<u>21,288</u>

#### 10 Taxation

Tax charged/(credited) in the income statement

	2018 £	2017 £
<b>Current taxation</b>		
UK corporation tax	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>

## SIMPLITIUM LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

#### 10 Taxation (continued)

The standard rate of UK corporation tax applied to reported profit before tax for the year is 19% (2017 - 19.25%).

The difference between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	2018 £	2017 £
Loss before tax	<u>(4,736,662)</u>	<u>(3,209,248)</u>
Corporation tax at standard rate	(899,966)	(617,780)
Effect of expense not deductible	3,143	8,309
Effect of capital allowances in excess of depreciation	(5,155)	(6,031)
Tax increase from other short-term timing differences	131	1,150
Effect of tax losses	<u>901,847</u>	<u>614,352</u>
<b>Total tax charge/(credit)</b>	<u>-</u>	<u>-</u>

The company has unrelieved tax losses of approximately £9,576,000 (2017: £4,829,000) carried forward at 31 December 2018. These unrelieved tax losses are available for utilisation against future trading profits. No deferred tax asset has been recognised in respect of these losses.

#### 11 Intangible assets

	Development costs £
<b>Cost</b>	
At 1 January 2018	5,229,881
Additions	<u>788,104</u>
At 31 December 2018	<u>6,017,985</u>
<b>Amortisation</b>	
At 1 January 2018	-
Amortisation charge	<u>1,184,039</u>
At 31 December 2018	<u>1,184,039</u>
<b>Carrying amount</b>	
At 31 December 2018	<u><u>4,833,946</u></u>
At 31 December 2017	<u><u>5,229,881</u></u>

**SIMPLITIUM LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)**

**12 Property, plant and equipment**

	Fixtures and fittings £	Computer and communications equipment £	Total £
<b>Cost</b>			
At 1 January 2018	19,884	232,076	251,960
Additions	-	72,734	72,734
At 31 December 2018	<u>19,884</u>	<u>304,810</u>	<u>324,694</u>
<b>Depreciation</b>			
At 1 January 2018	663	107,869	108,532
Charge for the year	3,987	52,691	56,678
At 31 December 2018	<u>4,650</u>	<u>160,560</u>	<u>165,210</u>
<b>Carrying amount</b>			
At 31 December 2018	<u><b>15,234</b></u>	<u><b>144,250</b></u>	<u><b>159,484</b></u>
At 31 December 2017	<u>19,221</u>	<u>124,207</u>	<u>143,428</u>

**13 Receivables**

	2018 £	2017 £
Trade receivables	251,097	161,139
Amounts owed by group undertakings	433,308	170,035
Other receivables	266,449	305,885
Corporation tax recoverable	12,034	12,034
Prepayments and accrued income	201,625	377,383
	<u><b>1,164,513</b></u>	<u><b>1,026,476</b></u>

The amounts owed by group undertakings disclosed as falling within one year is unsecured, payable on demand and is non-interest bearing

**14 Cash and cash equivalents**

	2018 £	2017 £
Cash at bank	<u>2,633,620</u>	<u>277,736</u>

## SIMPLITIUM LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

#### 15 Payables

	2018 £	2017 £
<b>Due within one year</b>		
Trade payables	153,941	209,945
Amounts owed to group undertakings	-	1,510,862
Social security and other taxes	368,214	65,497
Outstanding defined contribution pension costs	14,979	14,643
Other payables	250	523
Accruals and deferred revenue	<u>345,835</u>	<u>504,349</u>
	<u>883,219</u>	<u>2,305,819</u>
<b>Due after one year</b>		
Amount owed to group undertaking	<u>17,174,525</u>	<u>8,901,221</u>

The amounts owed to group undertakings disclosed as falling within one year is unsecured, payable on demand and is non-interest bearing. The amount owed to group undertaking disclosed as falling after one year is unsecured, payable on demand and is subject to interest at 12 months LIBOR plus 2%.

#### 16 Deferred tax

	Deferred tax £
At 1 January 2018	<u>9,577</u>
At 31 December 2018	<u>9,577</u>

Deferred tax liability represents accelerated tax depreciation on property, plant and equipment.

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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#### 17 Share capital and reserves

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

	No.	2018 £	No.	2017 £
Ordinary shares of £1 each	<u>51</u>	<u>51</u>	<u>51</u>	<u>51</u>

The company has one class of share capital which carries no right to fixed income.

##### Reserves

Retained earnings represents cumulative profit or losses net of dividends paid and other adjustments.

#### 18 Obligations under leases

##### Operating leases

The total of future minimum lease payments is as follows:

	2018 £	2017 £
Not later than one year	50,000	50,000
Later than one year and not later than five years	<u>58,300</u>	<u>108,300</u>
	<u>108,300</u>	<u>158,300</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £69,000 (2017 - £63,167).

#### 19 Pension scheme

##### 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 £94,849 (2017 - £146,284).

Contributions totalling £14,979 (2017 - £14,643) were payable to the scheme at the end of the year and are included in payables.

## SIMPLITIUM LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018 (CONTINUED)

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

The company is a wholly owned subsidiary member of its group and has therefore taken advantage of the provisions of Section 33. 1A of FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" not to disclose transactions with entities that are wholly owned members of the group.

There were no other related party transactions to disclose.

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

The company's immediate parent undertaking is Cinnober Financial Technology AB (publ); the address of its registered office is Kungsgatan 36, SE-111 35 Stockholm, Sweden.

The most senior parent entity producing financial statements available for public use is Cinnober Financial Technology AB (publ). These financial statements are available from <http://www.cinnober.com/financial-reports>.

The ultimate controlling party is Cinnober Financial Technology AB (publ).

#### **22 Events after the financial period**

On 10 January 2019, Nasdaq Technology AB, a wholly-owned indirect subsidiary of Nasdaq, Inc., acquired 98.2 percent of the total number of shares in Cinnober Financial Technology AB (publ), the company's parent undertaking.

There have been no other significant events between the year end and the date of approval of these financial statements which would require a change to, or disclosure in, the financial statements.