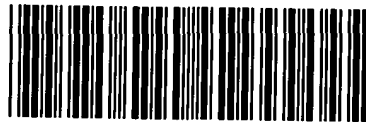


Company registration number 09908958 (England and Wales)

BILDERLINGS PAY LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

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BILDERLINGS PAY LIMITED

COMPANY INFORMATION

Directors	Mr D Polakovs Ms Svetlana Krasovska Mr A Peskovs	(Appointed 17 April 2024) (Appointed 5 February 2025)
Company number	09908958	
Registered office	13 Regent Street London SW1Y 4LR	
Auditor	Gravita Audit II Limited Aldgate Tower 2 Lemn Street London E1 8FA	

BILDERLINGS PAY LIMITED

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BILDERLINGS PAY LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2024

The Directors of Bilderlings Pay Limited (hereinafter – ‘we’, ‘Bilderlings’ or ‘Bilderlings Group’) hereby present the strategic report for the year ended 31 December 2024.

The strategic report outlines the Group’s mission, strategy, prospects, risks, development, performance, position, as well as relevant non-financial information.

Directors’ Statement

As before, our field of vision was the sustainable development of Bilderlings Group to ensure that Bilderlings Group continued to maintain strong performance, profitability, and liquidity indicators, offering cutting-edge Fintech solutions while keeping an eye on the potential risks and opportunities of this rapidly developing market. We can proudly report that Bilderlings Group has progressed as a highly developed financial and technology platform, offering customers a wide range of Bilderlings Group-branded financial and non-financial services.

Bilderlings Group regularly revises its business model to keep it flexible and resilient to external impact. It also takes steps to incorporate environmental, social, and governance (ESG) principles throughout, supporting the success of our customers, people, and other stakeholders. We are focused on operating a sustainable business that puts the customer first, values good governance, and gives our stakeholders confidence in why, what, and how we do.

We strongly believe that our management team and highly skilled professionals leading various units within the Group will continue to demonstrate the highest performance in the coming year, regardless of the challenges the volatile global economy may pose.

Our mission

Bilderlings Group’s mission is to empower individuals and businesses worldwide by embracing new technology at cross-border payments and global financial interactions—making money movement instant, affordable, secure, and accessible to all.

The Bilderlings Group’s platform includes multiple financial and technology products and services: Bilderlings Account, and Bilderlings Business, which allows businesses and customers to receive, save, spend, invest and send money across borders. Bilderlings Fintech allows electronic money, payment institutions, banks, and corporations to streamline the customer experience and seamlessly integrate innovative solutions and features into their online and mobile applications. The third-party financial and non-financial products and services are orchestrated by Bilderlings Platform.

The values that help us to make the right decisions whatever the circumstances are:

- Respect – we embrace those we work with and the contribution they make.
- Integrity – we act ethically and openly in all we do.
- Everything for the customer – customer interests are the main focus of all our activities.
- Experience - we always strive to exceed our customers’ expectations and improve their experience.
- Excellence - we use our expertise, capabilities, skills, and resources to deliver sustainably excellent results.
- Teamwork – we collaborate in agile teams to achieve our goals.

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Our strategy

Build a new way to transfer, manage, and orchestrate money across borders for millions of people and businesses.

Approach: Reinvent the cross-border payment industry with AI-powered Fintech products, reinvest profits to develop affordable mass-market Fintech and neobank models.

Outcome: Leveraging a proven business model in the financial industry, become a globally recognised brand, leading the Fintech industry with a borderless international payments platform for businesses and many people.

Key Highlights: Focus on innovation, business solutions, technology products in financial and related industries, and reinvestment in R&D to open new gateways.

Balancing Short-term and Long-term: Generates immediate revenue through niche capabilities, premium models and reinvests in expanding financial services for sustained growth.

Our Business Model key components:

Opportunity: The cross-border payments market is estimated to be worth \$3 trillion, with significant growth projected over the next five years. Access to faster, more affordable, inclusive, and accessible web and mobile platforms for cross-border payments is a growing opportunity, gated by poor user experience.

Problem: Operating worldwide small business owners, freelancers, specific corporate niches and many individuals need faster, cheaper, more inclusive, and reliable cross-border payments. Our target clients, including International SMEs, and some corporate niches such as shipping, logistics, trading, and new Fintech are often unbanked, underbanked, or restricted in payments by traditional banks. The customer needs including decentralised compliance regimes, high cost of payments, and unreliable e-money providers, are widely recognised as non-inclusive, time-consuming, and ineffective.

Solution: Bilderlings puts customers' needs first and automates cross-border payments using AI, and machine learning algorithms to optimise transaction fees, and FX rates, while using customised client curation and personalisation, thus making it easier, faster, cheaper, and more reliable.

Customer segments: International businesses and individuals; local businesses and individuals; mass-market customers that all make regular cross-border payments, FX, and manage money, including digital nomads, freelancers; financial institutions institutional clients; and mass-market clients.

Product: Bilderlings Account, Bilderlings Business, Bilderlings Fintech, Bilderlings Platform. Fully automated and AI-powered easy, convenient, instant, transparent Bilderlings Platform & Ecosystem for business and personal clients, in one place, in one click, anywhere.

Channels: An online platform, web, and mobile application.

Value proposition: Borderless accounts, high-performance cross-border transfers, personalised client curation, and top-notch financial technology solutions.

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Key elements for each specific customer segment: High-performance, customised curation, premium pricing, distribution through partners; automated procedures, support, advanced features, digital marketing, word-of-mouth, and referral program; the most affordable, accessible, inclusive automated procedures, support, digital wallets, and third-party financial and non-financial platforms, products and services.

Revenue Model: Bilderlings develops a revenue model that includes a transaction fee for every payment and a premium model for businesses and individuals that require processing on a large scale, high-risk, and complex transactions. We anticipate additional revenue streams by offering custom solutions for individual business requirements and orchestrating third-party financial and non-financial products.

Outcome: Excellent user experience in the international payment and money management industry for specific corporate niches, affluent individuals, and entrepreneurs. Built brand recognition, affordable, inclusive, and the most technologically advanced array of basic and premium services for business users. Mass-market adoption, significant sales growth, and a significant player in the financial and technology industry, setting standards for financial humanity and inclusivity

Bilderlings Group continues to follow its strategy of fast, sustainable, and profitable growth by scaling in its core market – international payments and broadening its scope into adjacent products and services. To support the growth, we'll invest in the business model culture, operating processes, human resources, and organisational design, providing compelling value propositions and customer outcomes, and delivering greater operational and cost-efficient service.

To capitalise on the input made into strategy development, we implemented AI in the customer signing-up process in addition to the automated control of transactions.

Additionally, during 2024, we launched an enhanced Customer Help Centre on our website. This became a self-learning tool that will use all the information available on our site. This is another step towards open and transparent communication with our customers.

The extensive use of AI has already allowed us to scale our business and make our services more accessible to the mass market. We have eliminated account opening and maintenance fees for customers, as well as the opening fee for local businesses.

These are several strategic initiatives for the future, including rebranding to Bilder to become a new Bilderlings trade name, and a new Five Elements Cone logotype, symbolising the global reach concept by five handshakes. Developing and launching entities and partner networks in selected countries to develop the borderless money and all things finance Bilderlings platform (easy, instant, affordable, accessible multi-currency accounts, international payments, debit cards, open banking, and embedded finance).

During 2025, Bilderlings Group will continue:

- Build our business model around gen AI.
- Launching Bilderlings in the US and EU markets.
- Introducing more affordable, inclusive, value-added, and rewarding basic and premium pricing plans.
- Developing the core product offering to business and individual customers and expanding Bilderlings Fintech and Bilderlings Platform services.
- Developing the digital Fintech platform and, in collaboration with partners, promoting new financial and non-financial products.
- Investing in organisational design, culture, compliance, risk infrastructure, and customer support.
- Increasing social responsibility and participation in charity projects (supporting the environment and vulnerable sections of society), and
- Improving personalised experiences (personalised product recommendations, customised campaigns, and personalised service interactions for customers or customer groups).

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Our progress

In 2024, Bilderlings Group continued advancement in developing in-house a full-scale digital payment platform architecture, including multi-currency accounts, debit cards, SEPA SCT/SEPA Inst and SWIFT channels, virtual payment cards, back-office infrastructure and automation of internal processes, automated online onboarding and AML systems and access to the banking products and services of third-party through integration with ecosystem partners.

In particular, the Bilderlings Group has:

- launched Bilderlings US Inc. as its first foreign subsidiary and laid foundations for the global Fintech platform
- continued development of an open banking platform,
- introduced integration platform,
- extended embedded payments platform,
- started multi-licensed platform development,
- continued card payment data enrichment,
- introduced vaults,
- and offered other features to our customers.

The Bilderlings' app, available in AppStore and Google Play, continues to develop by adding new features, allowing users more convenience and direct access to its products and services in one interaction, anytime and anywhere. In addition, the Bilderlings Group continued adding new features to the card product range, particularly offering customers the best benefits and up-to-date technological solutions. Next year we plan to launch a new referral program, payments by phone number, eSIM services, and much more available in the app.

In 2024, Bilderlings Group continued to integrate sustainability into every aspect of business by introducing new services that are also demanded by customers to support Partners - Priceless Planet Coalition and Charity organisations - Hearts and Minds (UK) and Dr. Klauns (Latvia). To support Charity organisations, a Vault was introduced where customers can save spare change from card transactions and then donate it to Charity organisations.

Also, as part of sustainability, an analytical mechanism to view CO2 emissions was introduced to customers. Clients can analyse everyday spending and make a positive contribution to the environment by supporting the campaign with the Priceless Planet Coalition.

All these projects not only produced outstanding results but also redefined the concept of Bilderlings Group's corporate social responsibility. Beyond the numbers, they became a testament to unity within the Bilderlings Group team and an inspiring example of how a business can have a profound impact on society by fostering a spirit of community among its customers.

We strongly believe that our management team and highly skilled professionals leading various units within the Bilderlings Group will continue to demonstrate the highest performance in the coming year, whatever the volatile global economy may pose challenges.

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Principal risks and uncertainties

The Bilderlings Group operates in a dynamic and evolving environment, where effective operational risk management is essential to ensuring stability and sustainable growth. The Bilderlings Group continues to invest in its operational infrastructure, technology, processes, and human resources to minimise possible losses from inadequate or failed internal processes, technology systems, human error, and legal and cyber risks. Bilderlings Group maintains a robust operational risk management framework, ensuring comprehensive risk assessment, the implementation of effective controls, strong corporate accountability, and a firm commitment from senior management. Additionally, the Bilderlings Group places significant emphasis on recruiting and retaining skilled personnel to support its continued growth.

As an electronic money issuer, Bilderlings complies with the Financial Conduct Authority's (FCA) safeguarding and regulatory capital requirements. The management team sets stringent controls in its commitment to the Safeguarding regulations to ensure our customers' funds are fully protected. To guarantee that all safeguarding processes were, and continue to be, in line with the regulatory requirements, and as required by its regulators, since 2020, Bilderlings has conducted an annual external audit of its safeguarding arrangements with excellent results, and the next Safeguarding audit is due to take place in May 2025.

Bilderlings Group collaborates with a growing number of ecosystem banking and payment partners, outsourcing services providers, and other third parties across many lines of business. The Bilderlings Group conducts initial due diligence and assesses the risks of cooperation across various discourses, applies risk mitigations measures and then monitors the situation on an ongoing basis.

Bilderlings Group operates in an industry with a stringent and rapidly evolving regulatory landscape making it vulnerable to the risk of non-compliance with relevant regulations and laws, especially in the areas of combatting financial crime (MI, TF, PF, frauds and sanctions). The Bilderlings Group is therefore committed to promptly integrating any regulatory changes into its operational processes. To navigate these challenges, safeguard its operations, and maintain an optimal balance between risk and profitability, Bilderlings Group has implemented a robust risk management system. The Bilderlings Group takes a systematic approach to risk management, setting unified standards for identifying, assessing, and mitigating risks in line with applicable legislation, as well as the recommendations and expectations of the UK's primary financial regulator, the Financial Conduct Authority (FCA).

The Bilderlings Group handles a large number of transactions in customers' funds and, therefore, is subject to potentially increased financial crime risk. Consequently, the Bilderlings Group faces the risk of non-compliance with Anti-Money Laundering/Combating, the Financing of Terrorism, Proliferation (AML/CFT/CPF) guidance and legislation, and key sanctions lists. It is, in addition, subject to potential losses due to breaches of its Terms & Conditions of business by its customers. To mitigate this risk and make its activities more productive, Bilderlings Group has dedicated considerable effort and time to eliminating low-value AML/CFT/CPF activities, automating more of its processes, enhancing sanctions controls, implementing more advanced analytics, including detailed reviews of customer activities like screening all customers on a daily basis and ongoing monitoring of transactions.

To ensure Bilderlings Group has adequate AML, CTF, CPF and Sanctions systems and controls an external Audit is conducted on a periodic basis with the next due to commence in September 2025.

Cyber security threats that could potentially compromise the Bilderlings Group's business services, infrastructure, customer data, and confidential information remain a principal risk for Bilderlings. With the rapid advancement of cyber threats, including AI-driven attacks, ransomware, and supply chain vulnerabilities, the risk landscape continues to evolve. To effectively counter these threats, Bilderlings Group is focused on developing resilient technologies and processes, improving employee training, and conducting regular external testing and audit activities. In addition, the management team is prioritising the identification of critical business activities and their risks, strengthening cybersecurity measures for remote and hybrid work environments, and enhancing system resilience against emerging threats. The Bilderlings Group is also actively monitoring regulatory changes and compliance requirements, ensuring adherence to the latest industry standards and data protection laws. Through the implementation of advanced threat intelligence, automation-driven security protocols, Bilderlings Group is committed to mitigating cyber risks, reducing their impact on business operations, and safeguarding critical data.

As a digital financial services provider, Bilderlings Group processes a substantial volume of confidential information, including Bilderlings and employee data. This necessitates adherence to personal data protection and privacy laws. Bilderlings Group has continued undertaking necessary security and organisational measures in relation to handling personal data. To ensure we have secure and resilient business services supported by robust data protection frameworks and systems, Bilderlings Group periodically involves third parties specialising in IT systems security stress testing. In addition to the above, Bilderlings Group implemented a centralised Risk Management Framework tool for effective risk management. This will make Bilderlings Group risk management agile, proactive, flexible, and less vulnerable to unknown risks or threats, which is crucial for a successful business.

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Consumer Duty

The introduction of the Consumer Duty requirements in 2023 set a new standard in UK consumer regulation, requiring firms to prioritise good outcomes for retail customers. Having established compliance in 2023, we have further strengthened our procedures and operations throughout 2024, embedding Consumer Duty more deeply into our approach to customer care and risk management.

We have enhanced our ability to measure and improve customer outcomes by systematically collecting and analysing key metrics, including customer satisfaction, the clarity and effectiveness of our communications and support, and root cause analysis of complaints.

We place special focus on identifying and supporting vulnerable customers, ensuring their needs are met. Additionally, we continuously refine our risk management and business continuity strategies, closely monitoring incidents to assess and mitigate their impact on customers.

We remain committed to ongoing improvement in line with Consumer Duty principles, reinforcing our dedication to delivering good outcomes and customer-centric excellence as a core part of our strategy.

Zero tolerance towards fraud, bribery and corruption

Bilderlings is committed to preventing financial crime and ensuring that our services are not used for illicit activities or money laundering.

We uphold a zero-tolerance policy towards bribery and corruption, ensuring integrity, fairness, and professionalism in all business dealings.

As part of our fraud prevention efforts, we are registered with Pay.UK [<https://www.wearepay.uk/>] under the Authorised Push Payment (APP) Fraud Reimbursement Policy within the Faster Payments System (FPS), ensuring victims are reimbursed within five working days, with payment services providers sharing fraud losses.

We have updated our internal processes to meet FPS fraud reporting obligations and continue to enhance fraud controls to address evolving fraud tactics. We remain vigilant in reporting suspected fraud and protecting sensitive information.

ESG

In 2024, Bilderlings Group introduced a comprehensive Environmental, Social, and Governance (ESG) policy, reflecting our commitment to sustainability, social responsibility, and robust governance. This includes initiatives to reduce carbon footprints, promote inclusivity and human rights, and ensure ethical decision-making and transparency across all operations.

We partner with Mastercard's Priceless Planet Coalition on a tree-planting programme (<https://bilderlings.com/trees/>) and offer a CO2 calculator to help customers track their carbon impact. Moving forward, third-party audits will be conducted to assess and refine our sustainability efforts.

Bilderlings Group prioritises paperless operations, with 100% online account opening and virtual cards to reduce plastic waste. We promote electronic document storage, recycling, and refurbishing equipment while using energy-efficient technologies and green office practices.

Our 'Smile Exchange' initiative [<https://bilderlings.com/saving-smiles/>] supports hospital clown doctors in the UK and Latvia, providing emotional relief to children in medical care. Employees actively engage in volunteer work and donations.

We foster a culture of respect, inclusion, and integrity by prohibiting discrimination and ensuring equal opportunities. Our operations align with global human rights frameworks, and we maintain high labour and safety standards.

Bilderlings Group operates under a strong governance framework, with clear roles and responsibilities. As part of our future plans, the Code of Business Conduct will be implemented across all departments to uphold integrity and compliance.

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Other performance indicators

Financial performance and KPIs

During 2024, Bilderlings Group continued to strengthen its profitability and financial stability, generating total revenue (note 3) in 2024 €24,931,365 (2023: €16,945,613) and a net profit of €7,919,909 (2023: €4,136,323).

The Group's capital target ensures that the capital available is sufficient to support the strategy set out in the business plan and to ensure that the capital adequacy meets the regulatory requirement, including during severe economic downturns. The Group has fully complied with these requirements, holding a total equity of €12,257,236 at the end of 2024 (2023: €11,373,650). In addition, to strengthen the Group's capital resources even more, the shareholders reinvested €1,000,000 of the profit for 2023 and €3,682,632 of the interim profit for 2024 into the new shares, increasing the share capital to €11,919,959 (2023: €7,232,327).

Our customer base grew by over 33% YoY 2023, underpinning a 38% growth in revenue and a 29% increase in total income for the period. Business and personal customers trusted us to hold €241,092,523 (2023: €178,100,217) of their money, reflecting the sustained progress of 35%. MasterCard users grew by 1.5 times against 2023, creating a jump in card transactions by 75% and generating 9% of total revenue.

Key performance indicators (KPIs) measure the Bilderlings Group's performance against key business objectives and are reported to shareholders. Bilderlings Group periodically reviews specific analytics to have visibility of progress against its mission, focusing on whether user experience has become more streamlined over time.

Bilderlings Group's key strategic and operational KPIs are presented below, showing the increase in percentage in 2024 against the previous year:

- Total revenue growth: 47%
- Net profit growth: 91%
- Called up share capital growth: 65%
- Equity growth: 8%
- ROE: 88%
- Total client portfolio growth: 33%
- Individual client portfolio growth: 42%
- Client Money growth: 35%
- Client activity growth (volume of payment transactions in&out per year): 73%

Outlook for FY25 and beyond

We're building a sustainable, profitable business in cross-border payments and related financial services. We have a proven business model, and our investments are customer-centred and efficiently support our fast growth. In the short and medium term, our customers will have access to much wider products, features, and markets through licensed subsidiaries, instant national payment systems, and a network of partners all over the world.

Bilderlings aims to be a game-changer in the cross-border payments market, offering businesses a fast, secure, and cost-effective solution. Our AI-based products are the future of global payments, and we intend to be at the forefront of this shift, leveraging our technology to optimise transaction speeds, compliance, and security and reduce fees.

We continue to focus on the development and investments in the infrastructure, operational capabilities, and talent of our people.

We expect income growth for FY25 will be above 50%, given the good start to the year; this is amid expectations for a reduction in interest rates.

We continue to expect income growth at a CAGR above 50% over the medium term. We are targeting an EBITDA margin of above 50% over the medium term

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Other information and explanations

Review of the global economic and market conditions

The Bilderlings Group's business activities, financial performance, and outlook are influenced by global and local economic developments, market conditions, and geopolitical events, which can have a significant impact on its operations and strategic direction. In 2024, economic growth has remained subdued, driven by heightened geopolitical uncertainty, persistent inflationary pressures, and the continued effects of high interest rates across key markets.

The period of stable economic growth, low inflation, and predictable monetary policy was disrupted in 2022, prompting central banks to raise interest rates, scale back quantitative easing, and initiate quantitative tightening. Consequently, global GDP growth has faced significant challenges due to inflationary pressures stemming from tight labour markets, industrial disputes, and rising employment costs; additionally, elevated energy prices, fuelled by ongoing conflicts in Ukraine and the Middle East, and robust consumer spending - particularly on services, supported by household savings - have further strained economic conditions. These factors have contributed to widespread 'cost of living' pressures, including in the UK.

Economic growth remains constrained due to persistent labour market tightness and sluggish productivity in major Western economies, coupled with substantial fiscal deficits. Additionally, elevated energy costs and strained global supply chains - exacerbated by geopolitical tensions, including the Ukraine war and conflicts in the Middle East - have further strained economic stability. As a result, central banks have been cautious in easing monetary policies, slowing the pace of interest rate reductions. In 2024, these 'higher-for-longer' rates have curbed economic activity, fuelling concerns about a potential hard-landing scenario across the US, Europe, and the UK, with possible negative repercussions for financial markets and overall economic resilience.

The EU contends with ongoing challenges, including high government debt, slow productivity growth, tight labour markets, and an aging population. Additionally, key industries such as automotive and renewable energy face growing competition from imports and the potential impact of US tariffs on exports. Trade tensions and rising protectionism, particularly measures adopted by the US, add further complexity to the global economic landscape. Tariffs and countermeasures threaten economic stability in the EU, China, and export-driven emerging markets, increasing the risk of disrupted trade flows and prolonged uncertainty. Meanwhile, China is facing economic challenges, including an aging population, high youth unemployment, reliance on imports of key technology components, and a struggling property sector; persistent debt concerns, especially in real estate, pose risks to financial stability and could have ripple effects on global markets.

Despite the challenges outlined, Bilderlings Group has demonstrated remarkable financial and operational resilience in the face of macroeconomic headwinds, including elevated interest rates, slowing GDP growth, increased cost of living, elevated energy prices, and market fluctuations.

Bilderlings Group has sustained its stability and adaptability, ending the year with profitability and strong capital adequacy. This accomplishment highlights the superior performance and competitive advantage of Bilderlings' business services, affirming our commitment to excellence and strategic foresight.

BILDERLINGS PAY LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

Section 172 (1) Statement

The main governance body of the Bilderlings Group is the Board of Directors, which is responsible for the prosperity of Bilderlings, leading the Bilderlings Group and supervising its business direction while seeking to develop a culture of good governance. The Bilderlings Group is a values-driven organisation. From the very beginning, Bilderlings Group has been committed to maintaining high legal, ethical, and moral standards, adhering to the principles of integrity, objectivity and honesty and wishes to be seen as opposed to fraud, bribery, and corruption in the way that it conducts its business. The Board is committed to high standards of business conduct and lawful, efficient, and fair business practices, encompassing its long-term strategy. This includes how the Bilderlings Group serves its clients and operates and behaves towards shareholders, partners, employees, and other stakeholders. In addition, the Board is responsible for developing and maintaining open and fair interaction and a transparent culture between Bilderlings Group and its stakeholders, considering it the key to the Bilderlings Group's overall success.

Bilderlings Group informs its shareholders about its financial performance, holding meetings regularly to demonstrate how the long and short-term strategies of the Bilderlings Group are being met. In addition, Bilderlings' strategic plan and business model have been developed and periodically reviewed to have a long-term positive effect on the Bilderlings Group's success while considering the interests and concerns of its customers, partners, suppliers, employees, and the impact of operations on the environment and communities.

Bilderlings Group provides e-money, payment processing and digital payment services offering international and domestic bank transfers, debit cards, currency exchange and third-party financial services to corporate and individual clients. The primary purpose of Bilderlings Group' strategy is to help clients achieve sustainable economic growth, improve their financial well-being, and promote the accessibility of financial services globally. To achieve this goal, Bilderlings Group will continue to build its business with a high emphasis on real customer needs, focusing on a more extraordinary, more streamlined user experience, maintaining robust client relationships, and securing an empowering environment for its employees.

As a digital fintech platform, Bilderlings Group collaborates openly and fairly with many ecosystem partners and suppliers all over the world. The valuable partnership offering is extended to the ecosystem partners' products, services and channels and the partner and client journey.

On behalf of the board



Ms Svetlana Krasovska
Director

Date: 04/04/2025

BILDERLINGS PAY LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2024

The directors present their annual report and financial statements for the year ended 31 December 2024.

Principal activities

The principal activity of the company and group continued to be that of an Electronic Money Institution ('EMI') authorised and regulated by the Financial Conduct Authority, which is a financial regulatory body in the United Kingdom.

Based on the permission issued by the FCA under the reference number 900637, Bilderlings Pay Limited provides the following services:

- issuing electronic money;
- opening payment accounts and executing payment transactions (not covered by a credit line);
- issuing debit cards and provision of card related services; and
- foreign currency exchange services closely linked to the provision of a payment service.

Results and dividends

The results for the year are set out on page 16.

Ordinary dividends were paid amounting to €11,718,955. The directors do not recommend payment of a further dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr D Polakovs

Ms Svetlana Krasovska

Mr A Peskovs

(Appointed 17 April 2024)

(Appointed 5 February 2025)

Auditor

The auditor, Gravita Audit II Limited is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of directors' responsibilities

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). 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 group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

BILDERLINGS PAY LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

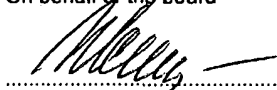
Strategic report

The group has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the group's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report .

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

On behalf of the board



Ms Svetlana Krasovska
Director

Date: 04/04/2025

BILDERLINGS PAY LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BILDERLINGS PAY LIMITED

Opinion

We have audited the financial statements of Bilderlings Pay Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2024 which comprise the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows, the company statement of cash flows and notes to the financial statements, including 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 group's and the parent company's affairs as at 31 December 2024 and of the group's 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 group and parent 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 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 and parent company's ability to continue as a going concern for a period of at least twelve months from 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 other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 2006

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

- The information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

BILDERLINGS PAY LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF BILDERLINGS PAY LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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 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 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 parent 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 parent 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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

BILDERLINGS PAY LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF BILDERLINGS PAY LIMITED

We ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations. The laws and regulations applicable to the company were identified through discussions with directors and other management, and from our commercial knowledge and experience of an electronic money institution. Of these laws and regulations, we focused on those that we considered may have a direct material effect on the financial statements or the operations of the company, including Payment Services Regulations 2017 (PSR 2017), Electronic Money Regulations 2011 (EMR 2011), Financial Services and Markets Act 2000, Financial Services Act 2012, Companies Act 2006, taxation legislation, data protection, anti-bribery, anti-money-laundering, employment, environmental and health and safety legislation. The extent of compliance with these laws and regulations identified above was assessed through making enquiries of management and inspecting legal correspondence. The identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations; and
- understanding the design of the company's remuneration policies.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 2 were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC, relevant regulators including the FCA and the company's legal advisors.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any. Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

BILDERLINGS PAY LIMITED

**INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF BILDERLINGS PAY LIMITED**

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.

Gravita Audit II Limited

Daniel Rose (Senior Statutory Auditor)

For and on behalf of Gravita Audit II Limited, Statutory Auditor

Chartered Accountants

Aldgate Tower

2 Lemn Street

London

E1 8FA

Date: 04/04/2024

BILDERLINGS PAY LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2024

		2024	2023
	Notes	€	€
Turnover	3	24,931,365	16,945,613
Cost of sales		(5,867,483)	(4,816,045)
Gross profit		<u>19,063,882</u>	<u>12,129,568</u>
Administrative expenses		(8,958,659)	(7,105,857)
Other operating income		115,182	94,446
Operating profit	4	<u>10,220,405</u>	<u>5,118,157</u>
Interest receivable and similar income	8	503,511	307,145
Interest payable and similar expenses	9	(1,500)	(5,316)
Gains/(losses) on listed investments	10	15,907	(6,009)
Profit before taxation		<u>10,738,323</u>	<u>5,413,977</u>
Tax on profit	11	(2,818,414)	(1,277,654)
Profit for the financial year		<u><u>7,919,909</u></u>	<u><u>4,136,323</u></u>

Profit for the financial year is all attributable to the owners of the parent company.

Total comprehensive income for the year is all attributable to the owners of the parent company.

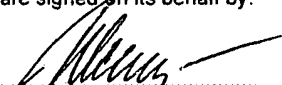
BILDERLINGS PAY LIMITED

GROUP BALANCE SHEET

AS AT 31 DECEMBER 2024

	Notes	2024		2023	
		€	€	€	€
Fixed assets					
Intangible assets	13		5,208		8,884
Tangible assets	14		2,751		1,492
Investments	16		15,888,094		17,616,959
			<u>15,896,053</u>		<u>17,627,335</u>
Current assets					
Debtors	17	1,380,652		1,432,850	
Investments	18	2,000,603		4,308,377	
Cash at bank and in hand		236,636,673		168,155,426	
		<u>240,017,928</u>		<u>173,896,653</u>	
Creditors: amounts falling due within one year	20	<u>(243,656,057)</u>		<u>(180,149,965)</u>	
Net current liabilities			<u>(3,638,129)</u>		<u>(6,253,312)</u>
Total assets less current liabilities			<u>12,257,924</u>		<u>11,374,023</u>
Provisions for liabilities					
Deferred tax liability	21	<u>688</u>		<u>373</u>	
			<u>(688)</u>		<u>(373)</u>
Net assets			<u><u>12,257,236</u></u>		<u><u>11,373,650</u></u>
Capital and reserves					
Called up share capital	23		11,919,959		7,237,327
Profit and loss reserves			337,277		4,136,323
Total equity			<u><u>12,257,236</u></u>		<u><u>11,373,650</u></u>

The financial statements were approved by the board of directors and authorised for issue on 04/04/2025 and are signed on its behalf by:


 Ms Svetlana Krasovska
 Director

Company registration number 09908958 (England and Wales)

BILDERLINGS PAY LIMITED

PARENT COMPANY STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2024

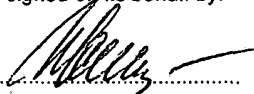
		2024	2023
	Notes	€	€
Turnover	3	24,931,365	16,945,613
Cost of sales		(5,867,483)	(4,816,045)
Gross profit		<u>19,063,882</u>	<u>12,129,568</u>
Administrative expenses		(8,717,917)	(7,105,857)
Other operating income		115,182	94,446
Operating profit		<u>10,461,147</u>	<u>5,118,157</u>
Interest receivable and similar income	8	503,511	307,145
Interest payable and similar expenses	9	(1,500)	(5,316)
Gains/(losses) on listed investments	10	15,907	(6,009)
Profit before taxation		<u>10,979,065</u>	<u>5,413,977</u>
Tax on profit	11	(2,818,414)	(1,277,654)
Profit for the financial year		<u><u>8,160,651</u></u>	<u><u>4,136,323</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations

BILDERLINGS PAY LIMITED**COMPANY BALANCE SHEET****AS AT 31 DECEMBER 2024**

		2024		2023	
	Notes	€	€	€	€
Fixed assets					
Intangible assets	13		5,208		8,884
Tangible assets	14		2,751		1,492
Investments	16		16,693,964		17,616,959
			<u>16,701,923</u>		<u>17,627,335</u>
Current assets					
Debtors	17	1,374,033		1,432,850	
Investments	18	2,000,603		4,308,377	
Cash at bank and in hand		236,043,690		168,155,426	
		<u>239,418,326</u>		<u>173,896,653</u>	
Creditors: amounts falling due within one year	20	<u>(243,621,583)</u>		<u>(180,149,965)</u>	
Net current liabilities			<u>(4,203,257)</u>		<u>(6,253,312)</u>
Total assets less current liabilities			<u>12,498,666</u>		<u>11,374,023</u>
Provisions for liabilities					
Deferred tax liability	21	<u>688</u>		<u>373</u>	
			<u>(688)</u>		<u>(373)</u>
Net assets			<u>12,497,978</u>		<u>11,373,650</u>
Capital and reserves					
Called up share capital	23		11,919,959		7,237,327
Profit and loss reserves			578,019		4,136,323
Total equity			<u>12,497,978</u>		<u>11,373,650</u>

The financial statements were approved by the board of directors and authorised for issue on 04/04/2025 and are signed on its behalf by:


.....
Ms Svetlana Krasovska
Director

Company registration number 09908958 (England and Wales)

BILDERLINGS PAY LIMITED**GROUP STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Share capital	Profit and loss reserves	Total
Notes	€	€	€
Balance at 1 January 2023	5,952,662	2,569,330	8,521,992
Year ended 31 December 2023:			
Profit and total comprehensive income	-	4,136,323	4,136,323
Issue of share capital	23 1,284,665	-	1,284,665
Dividends	12 -	(2,569,330)	(2,569,330)
Balance at 31 December 2023	7,237,327	4,136,323	11,373,650
Year ended 31 December 2024:			
Profit and total comprehensive income	-	7,919,909	7,919,909
Issue of share capital	23 4,682,632	-	4,682,632
Dividends	12 -	(11,718,955)	(11,718,955)
Balance at 31 December 2024	11,919,959	337,277	12,257,236

BILDERLINGS PAY LIMITED**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Share capital	Profit and loss reserves	Total
Notes	€	€	€
Balance at 1 January 2023	5,952,662	2,569,330	8,521,992
Year ended 31 December 2023:			
Profit and total comprehensive income for the year	-	4,136,323	4,136,323
Issue of share capital	23 1,284,665	-	1,284,665
Dividends	12 -	(2,569,330)	(2,569,330)
Balance at 31 December 2023	7,237,327	4,136,323	11,373,650
Year ended 31 December 2024:			
Profit and total comprehensive income	-	8,160,651	8,160,651
Issue of share capital	23 4,682,632	-	4,682,632
Dividends	12 -	(11,718,955)	(11,718,955)
Balance at 31 December 2024	11,919,959	578,019	12,497,978

BILDERLINGS PAY LIMITED**GROUP STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024**

		2024		2023	
	Notes	€	€	€	€
Cash flows from operating activities					
Cash generated from operations	27	72,976,404		45,541,128	
Interest paid		(1,500)		(5,316)	
Income taxes paid		(2,009,204)		(1,172,451)	
Net cash inflow from operating activities		70,965,700		44,363,361	
Investing activities					
Purchase of intangible assets		-		(6,000)	
Purchase of tangible fixed assets		(2,809)		(1,069)	
Proceeds from disposal of tangible fixed assets		(1,378)		-	
Proceeds from disposal of (Client E-money) fixed asset investments		4,035,649		4,514,910	
Purchase of (Own-Money) listed investments		(306,000)		(507,277)	
Proceeds on disposal of (Own-Money) listed investments		322,897		197,689	
Interest received		503,511		307,145	
Net cash generated from investing activities		4,551,870		4,505,398	
Financing activities					
Proceeds from issue of shares		4,682,632		1,284,665	
Dividends paid to equity shareholders		(11,718,955)		(2,569,330)	
Net cash used in financing activities		(7,036,323)		(1,284,665)	
Net increase in cash and cash equivalents		68,481,247		47,584,094	
Cash and cash equivalents at beginning of year		168,155,426		120,571,332	
Cash and cash equivalents at end of year		236,636,673		168,155,426	

BILDERLINGS PAY LIMITED**COMPANY STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024**

		2024		2023	
	Notes	€	€	€	€
Cash flows from operating activities					
Cash generated from operations	30	73,189,291		45,541,128	
Interest paid		(1,500)		(5,316)	
Income taxes paid		(2,009,204)		(1,172,451)	
Net cash inflow from operating activities		71,178,587		44,363,361	
Investing activities					
Purchase of intangible assets		-		(6,000)	
Purchase of tangible fixed assets		(2,809)		(1,069)	
Proceeds from disposal of tangible fixed assets		(1,378)		-	
Purchase of subsidiaries		(805,870)		-	
Proceeds from disposal of (Client E-Money) fixed asset investments		4,035,649		4,514,910	
Purchase of (Own-Money) listed Investments		(306,000)		(507,277)	
Proceeds on disposal of (Own-Money) listed investments		322,897		197,689	
Interest received		503,511		307,145	
Net cash generated from investing activities		3,746,000		4,505,398	
Financing activities					
Proceeds from issue of shares		4,682,632		1,284,665	
Dividends paid to equity shareholders		(11,718,955)		(2,569,330)	
Net cash used in financing activities		(7,036,323)		(1,284,665)	
Net increase in cash and cash equivalents		67,888,264		47,584,094	
Cash and cash equivalents at beginning of year		168,155,426		120,571,332	
Cash and cash equivalents at end of year		236,043,690		168,155,426	

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

Company information

Bilderlings Pay Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is .

The group consists of Bilderlings Pay Limited and all of its subsidiaries.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

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 €.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain financial instruments at fair value. The principal accounting policies adopted are set out below.

Bilderlings Pay Limited is a subsidiary of Bilderlings Holdings SIA and the results of Bilderlings Pay Limited are included in the consolidated financial statements of Bilderlings Holdings SIA which are available from Jekaba Street 2, Riga, LV-1050, Latvia.

1.2 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.3 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company Bilderlings Pay Limited together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 December 2024. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Subsidiaries are consolidated in the group's financial statements from the date that control commences until the date that control ceases.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

(Continued)

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

Investments in joint ventures and associates are carried in the group balance sheet at cost plus post-acquisition changes in the group's share of the net assets of the entity, less any impairment in value. The carrying values of investments in joint ventures and associates include acquired goodwill.

If the group's share of losses in a joint venture or associate equals or exceeds its investment in the joint venture or associate, the group does not recognise further losses unless it has incurred obligations to do so or has made payments on behalf of the joint venture or associate.

Unrealised gains arising from transactions with joint ventures and associates are eliminated to the extent of the group's interest in the entity.

1.4 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Turnover represents the value of work carried out in respect of services provided and translation of foreign exchange currency fees to customers and interest generated on customer cash balances.

Interest generated from group and client cash balances is recognised using the effective interest rate method on corporate 'cash and cash equivalents'. The recognition of interest income on client balances is recognised as turnover on the face of the Statement of the Profit and Loss Account.

1.6 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Software	20% straight line
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1.7 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

(Continued)

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Computer equipment	33.3% straight line
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The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the profit and loss account.

1.8 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

Entities in which the group has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

Investments in government bonds are remeasured at amortised cost through profit or loss at each reporting date until maturity.

1.9 Impairment of fixed assets

At each reporting period end date, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

(Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.10 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

Client Deposits

The group recognises financial assets and liabilities for the funds customers hold on their accounts and the funds collected from customers, as part of the money transfer settlement process, that have not yet been processed. The liability is recognised upon receipt of cash or capture confirmation (depending on pay-in method), and is derecognised when cash is delivered to the beneficiary. Additionally, pursuant to IAS 32, the group considers it does not have a legally enforceable right to set off these financial assets and liabilities, or an intention to settle them on a net basis, or to settle them simultaneously.

Principles to determine the point of delivery are the same as applied in turnover recognition, see note 1.3

Where client balances are held by the group, as part of its EMI obligations those funds must be held in segregated accounts, not available for use by the company, and must comply with regulatory safeguarding compliance requirements.

1.11 Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

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.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

(Continued)

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

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 group 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.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

(Continued)

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

1.12 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.13 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

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 group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

1 Accounting policies

(Continued)

1.14 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.

1.15 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss 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 leased asset are consumed.

1.16 Foreign exchange

Transactions in currencies other than euros are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Client Balances

Where client balances are held by the group, as part of its EMI obligations those funds must be held in segregated accounts and must comply with regulatory safeguarding compliance requirements. The company is permitted to invest customer cash balances in high quality, liquid assets as sanctioned by the FCA. The group generates interest income from customer cash balances and as a result, has determined that it does have sufficient control over these balances and reward thereof, to include them and their corresponding liability on the Balance Sheet.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

2 Judgements and key sources of estimation uncertainty (Continued)

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Intangible fixed assets

Intangible fixed assets, are amortised over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values

Investments

Investments measured at fair value through profit or loss are revalued at year end using market values for such investments provided by the group's partner bank.

Tangible Fixed Assets

Tangible fixed assets, are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values

3 Turnover and other revenue

	2024	2023
	€	€
Turnover analysed by class of business		
Rendering of services	18,149,122	13,172,717
Interest income from customer balances	6,498,322	3,067,883
Profit on foreign exchange from customer transactions	283,921	705,013
	<u>24,931,365</u>	<u>16,945,613</u>
	2024	2023
	€	€
Turnover analysed by geographical market		
UK	2,796,763	1,461,663
EU	18,479,153	12,286,240
Rest of the world	3,655,449	3,197,710
	<u>24,931,365</u>	<u>16,945,613</u>
	2024	2023
	€	€
Other revenue		
Interest income	<u>503,511</u>	<u>307,145</u>

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

3 Turnover and other revenue (Continued)

During the year the group earned interest generated from client deposits of €6,498,322 (2023: €3,067,883)

4 Operating profit

	2024	2023
	€	€
Operating profit for the year is stated after charging/(crediting):		
Exchange (gains)/losses	(15,295)	112,065
Depreciation of owned tangible fixed assets	1,550	646
Loss on disposal of low value inventories	1,378	276
Amortisation of intangible assets	3,676	2,222
Operating lease charges	44,994	25,312
	44,994	25,312

5 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group 2024 Number	2023 Number	Company 2024 Number	2023 Number
Employees	51	37	48	37
	51	37	48	37

Their aggregate remuneration comprised:

	Group 2024 €	2023 €	Company 2024 €	2023 €
Wages and salaries	2,708,867	1,943,614	2,520,798	1,943,614
Social security costs	541,489	395,923	527,893	395,923
	3,250,356	2,339,537	3,048,691	2,339,537

6 Directors' remuneration

	2024	2023
	€	€
Remuneration for qualifying services	142,726	51,292
	142,726	51,292

BILDERLINGS PAY LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2024**

7 Auditor's remuneration	2024	2023
	€	€
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	113,301	68,868
For other services		
Audit-related assurance services	51,000	51,000
Other audit services	32,801	-
Taxation compliance services	8,000	7,868
Audit fees in respect of last years	4,500	-
Accounts preparation services	17,000	10,000
	<u>113,301</u>	<u>68,868</u>
8 Interest receivable and similar income	2024	2023
	€	€
Interest income		
Interest on bank deposits	476,405	256,451
Interest receivable from group companies	6,944	50,694
Other interest income	20,162	-
	<u>503,511</u>	<u>307,145</u>
Total income		
	<u>503,511</u>	<u>307,145</u>
Investment income includes the following:	2024	2023
	€	€
Interest on financial assets not measured at fair value through profit or loss	483,349	307,145
	<u>483,349</u>	<u>307,145</u>
During the year the group earned interest generated from own money deposits of €476,405 (2023: €256,451).		
9 Interest payable and similar expenses	2024	2023
	€	€
Other finance costs:		
Other interest	1,500	5,316
	<u>1,500</u>	<u>5,316</u>
10 Gains/(losses) on listed investments	2024	2023
	€	€
Gain/(loss) on disposal of current asset investments	15,907	(6,009)
	<u>15,907</u>	<u>(6,009)</u>

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

11 Taxation

	2024 €	2023 €
Current tax		
UK corporation tax on profits for the current period	2,817,401	1,276,485
Foreign current tax on profits for the current period	698	1,132
Total current tax	<u>2,818,099</u>	<u>1,277,617</u>
Deferred tax		
Origination and reversal of timing differences	<u>315</u>	<u>37</u>
Total tax charge	<u>2,818,414</u>	<u>1,277,654</u>

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2024 €	2023 €
Profit before taxation	<u>10,738,323</u>	<u>5,413,977</u>
Expected tax charge based on the standard rate of corporation tax in the UK of 25.00% (2023: 23.50%)	2,684,581	1,272,285
Tax effect of expenses that are not deductible in determining taxable profit	77,309	4,201
Gains not taxable	(3,094)	-
Unutilised tax losses carried forward	60,185	-
Effect of change in corporation tax rate	-	1,111
Double tax relief	-	209
Permanent capital allowances in excess of depreciation	(315)	-
Deferred tax adjustments in respect of prior years	-	2
Current period exchange differences	358	-
Company distributions	(733)	-
Exempt ABGH Distributions	(192)	(154)
Deferred tax	315	-
Taxation charge	<u>2,818,414</u>	<u>1,277,654</u>

12 Dividends

	2024 €	2023 €
Recognised as distributions to equity holders:		
Final paid	<u>11,718,955</u>	<u>2,569,330</u>

BILDERLINGS PAY LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2024****13 Intangible fixed assets**

Group	Software
	€
Cost	
At 1 January 2024 and 31 December 2024	13,385
Amortisation and impairment	
At 1 January 2024	4,501
Amortisation charged for the year	3,676
At 31 December 2024	8,177
Carrying amount	
At 31 December 2024	5,208
At 31 December 2023	8,884
Company	Software
	€
Cost	
At 1 January 2024 and 31 December 2024	13,385
Amortisation and impairment	
At 1 January 2024	4,501
Amortisation charged for the year	3,676
At 31 December 2024	8,177
Carrying amount	
At 31 December 2024	5,208
At 31 December 2023	8,884

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

14 Tangible fixed assets

Group	Computer equipment €
Cost	
At 1 January 2024	2,310
Additions	2,809
	<u>5,119</u>
At 31 December 2024	5,119
Depreciation and impairment	
At 1 January 2024	818
Depreciation charged in the year	1,550
	<u>2,368</u>
At 31 December 2024	2,368
Carrying amount	
At 31 December 2024	<u>2,751</u>
At 31 December 2023	<u>1,492</u>
Company	Computer equipment €
Cost	
At 1 January 2024	2,310
Additions	2,809
	<u>5,119</u>
At 31 December 2024	5,119
Depreciation and impairment	
At 1 January 2024	818
Depreciation charged in the year	1,550
	<u>2,368</u>
At 31 December 2024	2,368
Carrying amount	
At 31 December 2024	<u>2,751</u>
At 31 December 2023	<u>1,492</u>

15 Subsidiaries

Details of the company's subsidiaries at 31 December 2024 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Bilderlings US Inc	Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801	Ordinary	100.00

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

15 Subsidiaries

(Continued)

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves	Profit/(Loss)
	€	€
Bilderlings US Inc	565,129	(240,742)

The investment in subsidiary is stated at cost.

16 Fixed asset investments

	Notes	Group 2024 €	2023 €	Company 2024 €	2023 €
Investments in subsidiaries	15	-	-	805,870	-
Unlisted investments		15,888,094	17,616,959	15,888,094	17,616,959
		<u>15,888,094</u>	<u>17,616,959</u>	<u>16,693,964</u>	<u>17,616,959</u>

Fixed asset investments not carried at market value

The investment of client money in government bonds is measured at amortised cost over the period to maturity.

The investment in own money in corporate bonds and listed shares is measured at market value.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

16 Fixed asset investments (Continued)

Movements in fixed asset investments Group	Investments	Investments	Total
	(Client E- Money) €	(Own Money) €	€
Cost or valuation			
At 1 January 2024	16,911,518	705,441	17,616,959
Additions	-	306,000	306,000
Transfer to current asset investments	(2,000,603)	-	(2,000,603)
Disposals	(34,033)	(229)	(34,262)
At 31 December 2024	<u>14,876,882</u>	<u>1,011,212</u>	<u>15,888,094</u>
Carrying amount			
At 31 December 2024	<u>14,876,882</u>	<u>1,011,212</u>	<u>15,888,094</u>
At 31 December 2023	<u>16,911,518</u>	<u>705,441</u>	<u>17,616,959</u>

The investments in government and corporate bonds have been made with relevant funds as approved by FCA as secure and liquid and in accordance with the companies safe guarding policy document.

Relevant funds represent safeguarded funds held on behalf of the customers in relation to regulated e-money services.

As per the groups safeguarding asset investment policy document the group has not exceeded the 50% maximum of customer money which can be invested in assets.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

16 Fixed asset investments (Continued)

Movements in fixed asset investments Company	Shares in subsidiaries	Investments (Client E- Money)	Investments (Own Money)	Total
	€	€	€	€
Cost or valuation				
At 1 January 2024	-	16,911,518	705,441	17,616,959
Additions	805,870	-	306,000	1,111,870
Transfer to current asset investments	-	(2,000,603)	-	(2,000,603)
Disposals	-	(34,033)	(229)	(34,262)
At 31 December 2024	<u>805,870</u>	<u>14,876,882</u>	<u>1,011,212</u>	<u>16,693,964</u>
Carrying amount				
At 31 December 2024	<u>805,870</u>	<u>14,876,882</u>	<u>1,011,212</u>	<u>16,693,964</u>
At 31 December 2023	<u>-</u>	<u>16,911,518</u>	<u>705,441</u>	<u>17,616,959</u>

The investments in government and corporate bonds have been made with relevant funds as approved by FCA as secure and liquid and in accordance with the companies safe guarding policy document.

Relevant funds represent safeguarded funds held on behalf of the customers in relation to regulated e-money services.

As per the company's safeguarding assets investment policy document the company has not exceeded the 50% maximum of customer money which can be invested in assets.

17 Debtors

	Group 2024	2023	Company 2024	2023
Amounts falling due within one year:	€	€	€	€
Amounts owed by group undertakings	-	1,011,111	-	1,011,111
Other debtors	724,698	164,974	724,698	164,974
Prepayments and accrued income	655,954	256,765	649,335	256,765
	<u>1,380,652</u>	<u>1,432,850</u>	<u>1,374,033</u>	<u>1,432,850</u>

18 Current asset investments

	Group 2024	2023	Company 2024	2023
	€	€	€	€
Client E-Money investments in government bonds	2,000,603	4,001,617	2,000,603	4,001,617
Own money investments in corporate bonds and listed shares	-	306,760	-	306,760
	<u>2,000,603</u>	<u>4,308,377</u>	<u>2,000,603</u>	<u>4,308,377</u>

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

19 Cash and cash equivalents

	Group	
	2024	2023
	€	€
Own cash and cash equivalents	12,536,941	11,076,264
Restricted cash held at banks in respect of customers	224,099,732	157,079,162
	<u>236,636,673</u>	<u>168,155,426</u>

Own cash at bank represents the group's own funds held to maintain the ongoing capital at the level sufficient for the needs of regulatory requirements.

Restricted cash at bank and cash equivalents held in respect of customers' represents safeguarded funds held on behalf of customers in relation to regulated e-money services (relevant funds). Relevant funds are held in accounts specifically opened with authorised credit institutions to safeguard Bilderlings clients relevant funds only in line with the FCA's Payment Services and Electronic Money Our Approach document (Approach document).

Part of cash equivalents consists of assets that are approved by FCA as secure and liquid according to the Approach document. As of 31 December 2024, the amount of assets included is €105,877,484 (31 December 2023: €79,913,134), which presents their amortised cost. Of these amounts, €16,877,484 (2023: €20,913,134) consists of government bonds (see note 18, 19) and €89,000,000 (2023: €59,000,000) consists of deposits included above in cash.

Included within Cash at bank and in hand, is an amount of €1,535,341 (2023: €3,550,464) which relates to safeguarding of client money,

Interest generated on customer money of €6,498,322 (2023: €3,067,883) is included in Turnover (see note 3).

20 Creditors: amounts falling due within one year

	Group		Company	
	2024	2023	2024	2023
	€	€	€	€
Trade creditors	31,661	388,463	31,444	388,463
Corporation tax payable	1,207,349	398,454	1,207,349	398,454
Other taxation and social security	725,622	862,883	725,622	862,883
Other creditors	5,092	10,260	5,092	10,260
Customer liabilities	241,092,523	178,100,217	241,092,523	178,100,217
Accruals and deferred income	593,810	389,688	559,553	389,688
	<u>243,656,057</u>	<u>180,149,965</u>	<u>243,621,583</u>	<u>180,149,965</u>

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

21 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the group and company, and movements thereon:

	Liabilities 2024	Liabilities 2023
	€	€
Group		
Accelerated capital allowances	688	373
	<u>688</u>	<u>373</u>
	Liabilities 2024	Liabilities 2023
	€	€
Company		
Accelerated capital allowances	688	373
	<u>688</u>	<u>373</u>
	Group 2024	Company 2024
	€	€
Movements in the year:		
Liability at 1 January 2024	373	373
Charge to profit or loss	315	315
	<u>688</u>	<u>688</u>
Liability at 31 December 2024	688	688
	<u>688</u>	<u>688</u>

The deferred tax liability set out above is expected to reverse within 12 months and relates to accelerated capital allowances that are expected to mature within the same period.

22 Contingent liability

During the year the group registered for VAT and settled its liability in this respect. However, at the period end it was uncertain as to whether there would be any further payments in respect of the VAT registration as communication was still ongoing. At the year end the amounts and timing in this regard were unknown.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

23 Share capital

Group and company	2024	2023	2024	2023
Ordinary share capital	Number	Number	€	€
Issued and fully paid				
Ordinary shares of €1 each	11,919,959	7,237,327	11,919,959	7,237,327

During the period, the company issued the following shares:

1,000,000 ordinary shares of the nominal value of €1 each in May 2024 for a total consideration of €1,000,000.

3,682,632 ordinary shares of the nominal value of €1 each in September 2024 for a total consideration of €3,682,632.

24 Operating lease commitments

Lessee

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group	2023	Company	2023
	2024		2024	
	€	€	€	€
Within one year	27,842	30,911	27,842	30,911
Between two and five years	62,646	100,462	62,646	100,462
	<u>90,488</u>	<u>131,373</u>	<u>90,488</u>	<u>131,373</u>

25 Events after the reporting date

On the 30 January 2025 Bilderlings US Inc issued 120,732 shares of \$1 par value to the parent company Bilderlings Pay Limited.

26 Controlling party

The ultimate parent company is Bilderlings Holdings SIA, a company registered in Latvia. The registered address is Jekaba Street 2, Riga, LV-1050, Latvia. The results for Bilderlings Pay Limited is consolidated in the parent company accounts.

BILDERLINGS PAY LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2024

27 Cash generated from group operations	2024 €	2023 €	
Profit after taxation	7,919,909	4,136,323	
Adjustments for:			
Taxation charged	2,818,414	1,277,654	
Finance costs	1,500	5,316	
Investment income	(503,511)	(307,145)	
Loss on disposal of tangible fixed assets	1,378	276	
Amortisation and impairment of intangible assets	3,676	2,222	
Depreciation and impairment of tangible fixed assets	1,550	646	
(Gain)/loss on sale of investments	(15,907)	6,009	
Movements in working capital:			
Decrease in debtors	52,198	204,342	
(Decrease)/increase in creditors	(295,109)	37,581	
Cash generated from operations before changes in customer balances	<u>9,984,098</u>	<u>5,363,224</u>	
Changes in E-money i issue	62,992,306	40,177,904	
Cash generated from operations	<u><u>72,976,404</u></u>	<u><u>45,541,128</u></u>	
28 Analysis of changes in net funds - group	1 January 2024 €	Cash flows €	31 December 2024 €
Cash at bank and in hand	168,155,426	68,481,247	236,636,673
	<u><u>168,155,426</u></u>	<u><u>68,481,247</u></u>	<u><u>236,636,673</u></u>
29 Analysis of changes in net funds - company	1 January 2024 €	Cash flows €	31 December 2024 €
Cash at bank and in hand	168,155,426	67,888,264	236,043,690
	<u><u>168,155,426</u></u>	<u><u>67,888,264</u></u>	<u><u>236,043,690</u></u>

BILDERLINGS PAY LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2024****30 Cash generated from operations - company**

	2024	2023
	€	€
Profit after taxation	8,160,651	4,136,323
Adjustments for:		
Taxation charged	2,818,414	1,277,654
Finance costs	1,500	5,316
Investment income	(503,511)	(307,145)
Loss on disposal of tangible fixed assets	1,378	276
Amortisation and impairment of intangible assets	3,676	2,222
Depreciation and impairment of tangible fixed assets	1,550	646
(Gain)/loss on sale of investments	(15,907)	6,009
Movements in working capital:		
Decrease in debtors	58,817	204,342
(Decrease)/increase in creditors	(329,583)	37,581
Cash generated from operations before changes in customer balances	10,196,985	5,363,224
Changes in E-money in issue	62,992,306	40,177,904
Cash generated from operations	73,189,291	45,541,128