Company Registration No. 10507202

LD International Holdings Limited

Annual Report and Financial Statements

For the year ended 31 December 2023

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Strategic report, directors' report and financial statements For the year ended 31 December 2023

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Report for the year ended 31 December 2023

Officers and professional advisors

Directors

- D. Wilson
- J. Sheppard
- D Zambito

Registered Office

Nexus 25 Farringdon Street London, England, EC4A 4AB

Company Registration No.

10507202

Independent Auditor

Ernst & Young LLP 1 More London Place London, SE1 2AF United Kingdom

Strategic report for the year ended 31 December 2023

The directors present their strategic report together with the audited financial statements for the year ended 31 December 2023.

Principal activities and review of the business

The company is a wholly owned subsidiary of LD International Holdings SRL, an international society with restricted liability organized under the laws of Barbados.

The company's principal activity is a holding company and the directors expect this to continue for the foreseeable future. The company together with its wholly-owned subsidiaries provide technology-based litigation support solutions and data storage technologies services. Litigation support includes e-discovery, data hosting, and managed document review predominantly to top law firms and corporations. Data storage technologies services include data recovery and data management services.

Results and key performance indicators

The company is a holding company and does not trade.

The statement of comprehensive income is set out on page 14 and shows the loss for the year.

The company currently has intercompany notes payable of £52.4m. The strategy of the entity is to be able to settle interest on the intercompany loan notes using dividends distributed from its subsidiaries.

During the year, an impairment loss of £5,668,157 in relation to the investment in subsidiary undertakings KLDiscovery Ontrack AS and KLDiscovery Ontrack GmbH has been identified and recongnised in the statement of comprehensive income.

Principal risks and uncertainties

The company operates as an intermediary holding company within the KLDiscovery Inc. group of companies. All of its material transactions are with fellow group undertakings and as such its activities are dependent on the activities of the KLDiscovery Inc. group of companies as a whole.

The risks and uncertainties facing the company are linked to those of the group. A discussion of the group risks and uncertainties is contained in the annual report of KLDiscovery Inc., please see note 15 to the financial statements for the details of KLDiscovery Inc. annual report accessibility.

We consider the principal risk of the company to be liquidity risk as we rely on dividends from our subsidiaries to enable payment of any interest due on intercompany loan. The risk will be mitigated by the parent company facilitating the payment of dividends from subsidiaries. Also, the loan issuing entity within the group would not call for principal and interest payment until the company has sufficient funds available.

Climate Change risks

The Directors have considered the principal climate change risks of relevance to the business. Climate-related issues are considered in terms of potential for contribution to these principal risks. The issues considered include both the risk of physical disruption to the business from climate change, and the risks and opportunities as the global economy transitions to significantly lower carbon emissions. In the current period, the Directors concluded that climate-related risks did not rise to the level of a principal risk, except as part of Legal and Regulatory Compliance.

Strategic report for the year ended 31 December 2023 (continued)

The Strategic report was approved by the Board of directors on 13 February 2025 and signed on its behalf by

Docusigned by:

Dawn Wilson

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D Wilson Director

Date: 13 February 2025

Directors' report for the year ended 31 December 2023

The directors present their Directors' report together with the audited financial statements for the year ended 31 December 2023.

Insurance of Directors

Throughout the period, Directors' and Officers' liability insurance has been maintained by the company.

Proposed Dividends

The directors do not recommend the payment of a dividend.

Future developments

The directors expect the activity of the company to continue for the foreseeable future.

Going concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Strategic Report under the sections principal activities and review of the business, and principal risks and uncertainties.

The financial statements have been prepared on a going concern basis. The company recorded a loss after tax of £9,948,579 for the year and had net liabilities of £34,494,063 at the balance sheet date

The Company is an intermediate holding company within the KLDiscovery Inc. Group. Its main activities are to hold investments in certain Group subsidiaries and an intercompany loan liability that is listed on TISE (see note 10) that incurs interest and has a termination date of 9 December 2025. Other than interest costs (which are rolled up into the principal loan balance), it has minimal operating costs with the only other profit and loss account charges (but non-cash) being any impairment on investments. With no regular forms of income, as subsidiary activity is not currently providing a dividend income stream with them seeking to invest in business growth strategies, the Company's cash flow forecasting is straightforward with the Directors considering a going concern assessment period to 28 February 2026.

As the Company continues to incur losses, principally due to the interest costs accruing, which results in a net liabilities position of £34.5m at the year end and which has increased subsequently, and with the intercompany loan balance due within the going concern assessment period, the Company is reliant on the Group for its funding needs. This is further exacerbated through the parent company owning all the technology, software and trade names crucial for the Group's operations, and accordingly, the subsidiaries on which the Company expects to generate cash inflows in the future.

Accordingly, the Directors have obtained a letter of support from the Company's ultimate parent company, KLDiscovery Inc. for the going concern assessment period to 28 February 2026. The support letter indicates that the parent will provide the necessary support to provide the Company with adequate resources to continue in operational existence and meet its liabilities as they fall due, and that it will not seek repayment of the intercompany loan principal and interest unless the Company has sufficient funds to do so, throughout the going concern assessment period.

The Directors have considered the ability of the ultimate parent company to provide the support required. This included an assessment of the Group's financial restructuring that occurred in August 2024 that included conversion of debt to equity, extension of its credit agreement to August 2027, and a new term loan. This restructuring removed the material uncertainty that had existed during the prior year statutory accounts going concern assessment.

Given the new Group financing arrangements, the Directors have concluded that the ultimate parent company is able to provide the necessary support for the Company during the going concern assessment period to 28 February 2026 and have therefore prepared the financial statements on a going concern basis.

Directors' report for the year ended 31 December 2023 (continued)

Events since the balance sheet date

There are no other events to report between the statement of financial position date and the date of this report.

s172 statement - stakeholder engagement

The following disclosures describe how the directors have had regard to the matters set out in section 172(1) (a) to (f) of the Companies Act 2006 when performing their duties under section 172 and form part of the Directors' Statement required under Section 414CZA(1) of the Companies Act 2006.

(a) Decision making

The directors recognise the importance of good governance to the success of the company. The Board determines the strategic objectives and strategies of the company to best support the delivery of long-term value providing overall strategic direction, having regard to the overall strategic direction of the KLDiscovery Inc. group. The Board takes decisions that affect the success of the company after appropriate review and consideration.

(b) Employees

The company itself has no employees as it is an intermediate holding company within the KLDiscovery Inc. group. The Board ensures that employees of the company's subsidiaries operate in an environment where they can contribute productively to the success of the business.

(c) Customers and Suppliers

The company itself has no customers or suppliers. The Board ensures that the customers and suppliers of the company's subsidiaries are treated responsibly in accordance with the KLDiscovery Inc. group policies.

(d) Community and Environment

The company's subsidiaries are committed to the wider social and economic impact of their operations.

(e) Company and high standards of Conduct

The company and its subsidiaries maintain high ethical standards and follows a strict policy of maintaining integrity in line with the policies of the KLDiscovery Inc. group.

(f) Members

The company has one shareholder and is indirectly 100% owned by the ultimate parent KLDiscovery Inc. The Directors on the Board are the nominees of the shareholder and ultimate parent.

Directors

All of the directors serving during the year and up to the date of signing the financial statements are listed below:

- C. Weiler (resigned 14 January 2025)
- D. Wilson
- J. Sheppard
- D Zambito (appointed 14 January 2025)

Disclosure of information to the auditors

The directors as at the date of this report have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information. The directors are not aware of any relevant audit information of which the company's auditor is unaware.

Independent Auditor

Our auditors, Ernst & Young LLP have indicated their willingness to continue in office and a resolution to reappoint Ernst & Young LLP will be put to the members of the Annual General Meeting.

Directors' report for the year ended 31 December 2023 (continued)

On behalf of the Board

Docusigned by:

Dawn Wilson
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D Wilson Director

Date: 13 February 2025

Directors' Responsibilities Statement

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable United Kingdom 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 conformity with the Companies Act 2006, including Financial Reporting Standard 102 (FRS 102). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently.
- make judgements and estimates that are reasonable and prudent.
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable, and understandable information.
- provide additional disclosures when compliance with the specific requirements in FRS 102 is insufficient to enable users to understand the impact of particular transactions, other events, and conditions on the company's financial position and financial performance.
- in respect of the financial statements, state whether FRS 102 has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is appropriate to presume that the company will not continue in business.

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

Under applicable law and regulations, the directors are also responsible for preparing a strategic report and directors' report that comply with that law and those regulations. The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

Opinion

We have audited the financial statements of LD International Holdings Limited (the 'company') for the year ended 31 December 2023 which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes 1 to 15, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 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 company's affairs as at 31 December 2023 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities 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. Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- We obtained and reviewed the Directors' assessment of going concern for the company and the financing needs over the going concern assessment period to 28 February 2026, as well as the Directors' assessment of the ability of the KLDiscovery Inc. Group to provide the required level of support.
- We reviewed the letter of support obtained by the Directors from KLDiscovery Inc. pledging to provide financial support to the company to assist in meeting its liabilities to the extent that funds are not otherwise available and confirming that they have the ability to provide such support and will provide this support for a period to 28 February 2026. In addition, the letter of support confirms that the principal and interest on the fixed term intercompany loan note will not be called until such time when the company has funds available.
- We obtained the KLDiscovery Inc. Group's going concern assessment covering cash flow review, facilities available and the impact of the debt restructuring during the period to 28 February 2026
- We obtained documentation of the audit work performed by the KLDiscovery Inc. group audit team on the Group going concern assessment covering the review period. Our audit procedures included, obtaining an understanding of the Group management's process of its going concern assessment, review of the Group management's going concern assessment of the KLDiscovery Inc. Group, along with the audit work performed by the group team, to assess the Group's ability to support the Company, and assessing the impact of the debt restructuring that was completed in 2024.
- We also assessed the reasonableness of the forecasted impact of the mitigating actions taken by Group management to preserve liquidity, and those that can still be taken should the need arise.

We reviewed the going concern disclosure in the Directors' Report and Note 1 to the financial statements.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period to 28 February 2026.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Overview of our audit approach

Key matters	audit	•	Risk of misstatement of the carrying value of investments of £23.4m, as a result of impairment.
Materiality	/	•	Overall materiality of £0.6m which represents 2.6% of total assets.

An overview of the scope of our audit

Tailoring the scope

Our assessment of audit risk, our evaluation of materiality and our allocation of performance materiality determine our audit scope for the company. This enables us to form an opinion on the financial statements. We take into account size, risk profile, the organisation of the company and effectiveness of controls, the potential impact of climate change and changes in the business environment when assessing the level of work to be performed. All audit work was performed directly by the audit engagement team.

Climate change

Stakeholders are increasingly interested in how climate change will impact LD International Holdings Limited. The company has determined that there are no significant future impacts from climate change on its operations. This is explained on page 2 in the principal risks and uncertainties which form part of the "Other information," rather than the audited financial statements. Our procedures on these unaudited disclosures therefore consisted solely of considering whether they are materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appear to be materially misstated, in line with our responsibilities on "Other information".

In planning and performing our audit we assessed the potential impacts of climate change on the company's business and any consequential material impact on its financial statements.

The company has explained in Basis of Preparation note how they have reflected the impact of climate change in their financial statements. There are no significant judgements or estimates relating to climate change in the notes to the financial statements since the entity is a holding company with no operations.

Our audit effort in considering the impact of climate change on the financial statements was focused on evaluating management's assessment of the impact of climate risk, physical and transition, their climate commitments, and the effects of material climate risks disclosed. As part of this evaluation, we performed our own risk assessment to determine the risks of material misstatement in the financial statements from climate change which needed to be considered in our audit.

We also challenged the Directors' considerations of climate change risks in their assessment of going concern and associated disclosures.

Based on our work we have not identified the impact of climate change on the financial statements to be a key audit matter or to impact a key audit matter.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in our opinion thereon, and we do not provide a separate opinion on these matters.

Risk	Our response to the risk	Key observations communicated to those charged with governance
Risk of misstatement of the carrying value of investments of £17.7m (2022: £23.4m), as a result of impairment Refer to Note 2 and Note 7 of the Financial Statements	We obtained an understanding of management's annual impairment testing process. To assess the appropriateness of the carrying value of investments, we performed the following procedures:	As a result of our audit procedures, an impairment loss of £5.7m in relation to the investment in subsidiary undertakings KLDiscovery Ontrack AS and KLDiscovery Ontrack GmbH was recognised.
The Company operates as an intermediate holding company within the KLDiscovery Inc. group of companies. All of its material transactions are with fellow group undertakings and as such its activities are dependent on the activities of the KLDiscovery Inc. group of companies as a whole. The company has wholly owned trading subsidiaries as listed in Note 7. The Company's directly held subsidiaries are classed as investments held as fixed assets and are stated at cost, less provision, if appropriate, for any impairment in value. The carrying value of investments is reviewed annually by management for indicators of impairment, which would trigger an impairment test to assess if the carrying value may not be recoverable. The recoverable amount is determined as the higher of an asset's fair value less costs of disposal, and its value in use. Significant judgement is required in determining both the forecasts of the trading performance of the underlying businesses and the	We compared the Investment in subsidiaries to the book value of net assets of each subsidiary. We checked that the methodology of the impairment exercise is consistent with the requirements of FRS 102. We obtained supporting budgets/ forecasts prepared by group management for FY24-FY28 and assessed the reasonableness of the key judgments and assumptions in management's impairment model such as discount rate, terminal growth rate, growth rates for revenue and costs, based on the comparison of actual results of current year and prior year as compared to projected results. We challenged key assumptions applied by management, including considering contradictory evidence, obtaining data independently to form the basis of our conclusion, and performed sensitivity analysis over the key assumptions to consider the impact of the changes on the recoverable amount. We engaged an EY Valuations specialist to assess the discount rate and terminal growth rate	This has been properly disclosed in the financial statements to show the cost being reduced by £5.7m and the revised carrying value of investments of £17.7m. Subsequent to recording the impairment charge, we consider management's assessment appropriately reflects the requirements of FRS 102 and captures the risks to future cash flows.

multiples which are applied to the forecasts to derive a fair value for	derived by management in line with the requirements of FRS 102.	
each investment.	We agreed the arithmetic accuracy	
The risk has increased in the current year due to economic slowdown in	of management's calculations.	
some of the countries where the Company's subsidiaries operate.	We read the investment disclosures included in the financial statements.	

In the prior year, our auditor's report included a key audit matter in relation to risk of misstatement of the carrying value of investments. In the current year, this is also considered as a key audit matter.

Our application of materiality

We apply the concept of materiality in planning and performing the audit, in evaluating the effect of identified misstatements on the audit and in forming our audit opinion.

Materiality

The magnitude of an omission or misstatement that, individually or in the aggregate, could reasonably be expected to influence the economic decisions of the users of the financial statements. Materiality provides a basis for determining the nature and extent of our audit procedures.

We determined materiality for the company to be £0.63 million (2022: £1.26 million), which is 2.6% (2022: 3%) of total assets (prior to the impairment charge). We believe that total assets provide us with an appropriate basis for setting our materiality because the company is a non-trading holding company with an intercompany loan.

Performance materiality

The application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.

On the basis of our risk assessments, together with our assessment of the company's overall control environment, our judgement was that performance materiality was 50% (2022: 75%) of our planning materiality, namely £0.32m (2022: £0.95m). We have set performance materiality as 50% of materiality after considering the likelihood of material misstatements occurring in the current year based on the results of the prior year audit. We believe that it is appropriate to change the basis of performance materiality from 75% in the prior year to 50% in the current year due to the reasons explained above.

Reporting threshold

An amount below which identified misstatements are considered as being clearly trivial.

We agreed with those charged with governance that we would report to them all uncorrected audit differences in excess of £31,000 (2022: £63,000), which is set at 5% of planning materiality, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds.

We evaluate any uncorrected misstatements against both the quantitative measures of materiality discussed above and in light of other relevant qualitative considerations in forming our opinion.

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 this 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 the 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 the 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 directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the company and management.

Due to the simplicity of the Company and the small number of transactions our procedures focused on the following:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant relate to the reporting framework (FRS 102 and the Companies Act 2006) and the relevant direct tax compliance regulation in the United Kingdom.
- We understood how LD International Holdings Limited is complying with those frameworks by making
 enquiries of management to understand how the Company maintains and communicates its policies and
 procedures in these areas and corroborated this by reviewing supporting documentation. We also reviewed
 correspondence with relevant authorities, where applicable, and read board minutes.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including
 how fraud might occur by considering the controls environment established to address the identified risks by
 the Company, or that otherwise seek to prevent, deter, or detect fraud. We also considered performance
 incentives and their potential to influence management to manage earnings.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws
 and regulations. Our procedures involved inquiries of management and those responsible for legal and
 compliance matters, as well as testing of journal entries identified by specific risk criteria and reviewing
 board minutes.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

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Naresh Alimchandani (Senior statutory auditor) for and on behalf of Ernst & Young LLP, Statutory Auditor London

14 February 2025

Statement of comprehensive income for the year ended 31st December 2023

	Note	Year to 31 December 2023 £	Year to 31 December 2022 £
			·
Interest expenses Impairment of investments	4 7	(3,903,099) (5,668,157)	(3,613,980) (18,303,884)
Loss before taxation		(9,571,256)	(21,917,864)
Tax on loss	6	(377,323)	377,511
Loss for the financial year		(9,948,579)	(21,540,353)
Total comprehensive loss for the year		(9,948,579)	(21,540,353)

The company has no other comprehensive loss other than as stated above.

Statement of financial position As at 31 December 2023

		At 31 December 2023	At 31 December 2022
	Note	£	£
Fixed assets			
Investments	7	17,715,405	23,383,562
		17,715,405	23,383,562
	•		
Current assets			0.50 (0.0
Debtors: amounts falling due within one year	8	482,367	859,690
Creditors: amounts falling due within one year	9	(252,900)	(234,166)
Not assument apports		229,467	625,524
Net current assets		229,407	023,324
Total assets less current liabilities		17,944,872	24,009,086
Creditors: amounts falling due after more than one year	10	(52,438,935)	(48,554,570)
Net liabilities		(34,494,063)	(24,545,484)
Capital and reserves			
Called up share capital	12	100	100
Other reserves	13	9,468,819	9,468,819
Profit and loss account		(43,962,982)	(34,014,403)
Shareholders' deficit	,	(34,494,063)	(24,545,484)

The financial statements were approved by the Board of Directors on 13 February 2025 and were signed on its behalf by:

Docusigned by:

Pawn Wilson

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D Wilson

Director

Registered Number: 10507202

The notes on pages 17 to 27 are an integral part of these financial statements.

Statement of changes in equity for year ended 31st December 2023

	Share capital £	Other reserves £	Profit and loss account £	Total equity £
Balance as at 01 January 2022	100	9,468,819	(12,474,050)	(3,005,131)
Loss for the year ·		-	(21,540,353)	(21,540,353)
Total comprehensive loss for the year	<u>-</u>	_	(21,540,353)	(21,540,353)
Balance as at 31 December 2022	100	9,468,819	(34,014,403)	(24,545,484)
Loss for the year	-	-	(9,948,579)	(9,948,579)
Total comprehensive loss for the year	_	-	(9,948,579)	(9,948,579)
Balance as at 31 December 2023	100	9,468,819	(43,962,982)	(34,494,063)

Notes to financial statements for year ended 31st December 2023

1. Accounting Policies

Statement of compliance

LD International Holdings Ltd is a private company limited by shares and is incorporated and domiciled in the United Kingdom, England & Wales with registered business address at Nexus, 25 Farringdon Street London, England, EC4A 4AB, United Kingdom, registered with the Companies House UK under company no. 10507202. The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting standards.

The principal accounting policies have been applied consistently throughout the year.

The financial statements have been prepared in British Pounds which is the company's functional currency and rounded to the nearest pound.

In preparing the financial statements, the Directors considered the impact of the physical and transition risks of climate change and concluded that it does not have a material impact on the carrying values of investments or the recognition and measurement of the assets and liabilities in these financial statements as at 31 December 2023

Consolidated financial statements

The company is exempt under section 401 of the Companies Act 2006 for the requirement to prepare group financial statements as it is itself a subsidiary undertaking and is fully consolidated in the financial statements of the ultimate parent company. These financial statements therefore present information about the company as an individual undertaking and not about its group. Please see note 15.

Going concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Strategic Report under the sections principal activities and review of the business, and principal risks and uncertainties.

The financial statements have been prepared on a going concern basis. The company recorded a loss after tax of £9,948,579 for the year and had net liabilities of £34,494,063 at the balance sheet date

The Company is an intermediate holding company within the KLDiscovery Inc. Group. Its main activities are to hold investments in certain Group subsidiaries and an intercompany loan liability that is listed on TISE (see note 10) that incurs interest and has a termination date of 9 December 2025. Other than interest costs (which are rolled up into the principal loan balance), it has minimal operating costs with the only other profit and loss account charges (but non-cash) being any impairment on investments. With no regular forms of income, as subsidiary activity is not currently providing a dividend income stream with them seeking to invest in business growth strategies, the Company's cash flow forecasting is straightforward with the Directors considering a going concern assessment period to 28 February 2026.

As the Company continues to incur losses, principally due to the interest costs accruing, which results in a net liabilities position of £34.5m at the year end and which has increased subsequently, and with the intercompany loan balance due within the going concern assessment period, the Company is reliant on the Group for its funding needs. This is further exacerbated through the parent company owning all the technology, software and trade names crucial for the Group's operations, and accordingly, the subsidiaries on which the Company expects to generate cash inflows in the future.

Accordingly, the Directors have obtained a letter of support from the Company's ultimate parent company, KLDiscovery Inc. for the going concern assessment period to 28 February 2026. The support letter indicates that the parent will provide the necessary support to provide the Company with adequate resources to continue in operational existence and meet its liabilities as they fall due, and that it will not seek repayment of the intercompany loan principal and interest unless the Company has sufficient funds to do so, throughout the going concern assessment period.

Notes to financial statements for year ended 31st December 2023 (continued)

Going concern (continued)

The Directors have considered the ability of the ultimate parent company to provide the support required. This included an assessment of the Group's financial restructuring that occurred in August 2024 that included conversion of debt to equity, extension of its credit agreement to August 2027, and a new term loan. This restructuring removed the material uncertainty that had existed during the prior year statutory accounts going concern assessment.

Given the new Group financing arrangements, the Directors have concluded that the ultimate parent company is able to provide the necessary support for the Company during the going concern assessment period to 28 February 2026 and have therefore prepared the financial statements on a going concern basis.

Exemptions for qualifying entities under FRS 102

The Company has taken advantage of the following disclosure exemptions presented in Section 1.12 in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- (i) the requirements of Section 7 Statement of Cash Flows;
- (ii) the requirements of Section 9.3 for preparation of Consolidated financial statements (see below):
- (iii) the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- (iv) the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41©, 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- (v) the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- (vi) the requirements of Section 26 paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- (vii) the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of ultimate parent company, KLDiscovery, Inc., which are publicly available and can be obtained from 9023 Columbine Road, Eden Prairie, MN 55347.

Foreign currency

- (i) Functional and presentation currency
 The company's functional and presentation currency is the pound sterling.
- (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit and loss account within 'administrative expenses'. All other foreign exchange gains and losses are presented in the profit and loss account within 'administrative expenses'.

Notes to financial statements for year ended 31st December 2023 (continued)

Investments

Investments are held at cost less accumulated impairment losses. Initial cost of investment was determined as purchase price plus any relevant transaction costs. The Company assesses at each reporting date whether there is an indication that an investment may be impaired. If any such indication exists, the Company makes an estimate of the investment's recoverable amount and such losses are taken to the statement of comprehensive income as appropriate.

Interest payable and similar charges

Interest charges are accrued by reference to the amount outstanding and at the effective rate of interest applicable. Finance costs are charged to the statement of comprehensive income and are not capitalised.

Interest bearing loans and borrowings

Obligations for loans and borrowings are recognised when the company becomes party to the related contracts and are measured initially at their fair value of consideration received less directly attributable transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance revenue and finance cost.

When the cash flows of a financial liability are modified, but do not meet the definition of a substantial modification, the carrying amount of the financial liability is adjusted to reflect the modified cash flows, discounted at the original effective interest rate.

Financial instruments

The company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

(i) Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances and investments in commercial paper, are initially recognised at transaction price, 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.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. 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 and loss.

If there is 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.

Other financial assets, including investments in equity instruments which are not subsidiaries, associated 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.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has

Notes to financial statements for year ended 31st December 2023 (continued)

Financial instruments (continued)

been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(ii) Financial liabilities

Basic financial liabilities, including trade and other payables, 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 receipts discounted at a market rate of interest.

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

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

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

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(iii) Offsetting

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.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a reduction, net of tax, from the proceeds.

Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

Current and deferred taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive or directly in equity respectively. The company is part of a tax group for certain aspects of the tax legislation. One of these aspects relates to group relief whereby current tax liabilities can be offset by current tax losses arising in other companies within the same tax group. Payment for group relief is made equal to the tax benefit and amounts are included within the current tax disclosures.

Current or deferred taxation assets and liabilities are not discounted.

(i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the year end.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Notes to financial statements for year ended 31st December 2023 (continued)

Current and deferred taxation (continued)

(ii) Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

2. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

Investments (see note 7): The most critical estimate, assumption and judgement relates to the determination of the carrying value of investments. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the subsidiaries. External and internal factors are taken into consideration when assessing whether there are indicators of impairment. Where there are indicators of impairment of individual assets, the Company performs impairment tests based on fair value less costs to sell or a value in use calculation.

The value in use calculation is based on a discounted cash flow model. The discount rate, terminal growth rate and revenue growth rate are the key assumptions used to determine the value in use. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash flows and the growth rate used for extrapolation purposes.

3. Employees and Directors

The company did not have any employees during the year.

No directors' remuneration was paid by LD International Holdings Ltd to the directors for their qualifying services. Directors' remuneration is borne by fellow group companies. Their services to LD International Holdings Ltd is inconsequential to attract a notional charge.

4. Interest expense

	Year to 31 December 2023 £	Year to 31 December 2022 £
Interest expense – group undertakings	(3,903,099)	(3,613,980)

Notes to financial statements for year ended 31st December 2023 (continued)

5. Auditors Remuneration

J.	Auditors Remuneration		
		Year to 31 Dec 2023 £	Year to 31 Dec 2022 £
	Audit of the financial statements	30,000	38,598
	Audit of subsidiaries	112,789	115,476
	Total audit fees	142,789	154,074
	Taxation compliance services	75,584	84,000
	Total non-audit services	75,584	84,000
6.	Taxation		
		Year to 31 Dec 2023 £	Year to 31 Dec 2022 £
	The tax charge comprises:	£	3.
	Current tax:		
	UK corporation tax charge for the year	(5,718)	(377,511)
	Adjustments in respect of prior years	383,041	
	Total current tax	377,323	(377,511)
	Deferred tax:		
	Timing differences, origination and reversal	•	-
	Tax Losses	3,990,678	-
	Valuation Allowance - Reserve	(3,990,678)	
	Total deferred tax		
	Total tax charge/(credit)	377,323	(377,511)

Notes to financial statements for year ended 31st December 2023 (continued)

6. Taxation (continued)

Reconciliation of tax charge

The standard rate of tax is 25.00% (2022: 19.00 %). The actual tax charge for the current period and previous year differs from the standard rate for the reasons set out in the following reconciliation:

	Year to 31 Dec 2023 £	Year to 31 Dec 2022 £
Loss before taxation	(9,571,256)	(21,917,864)
Tax on loss at effective rate of 25.00% (2022: 19.00%)	(2,392,814)	(4,164,394)
Factors affecting charge for the year:		
Impairment Expense not deductible for tax purposes	1,417,039	3,477,738
Expenses not deductible for tax purposes	475,775	309,145
Tax Loss not available for Group Relief	492,476	-
Adjustments in respect of prior periods	383,041	-
Other adjustments	1,806	
Tax expense for the year	377,323	(377,511)

7. Investments

Investments in subsidiary undertakings

	£
Cost	41,687,446
Impairment loss recognised in profit or loss	(18,303,884)
Carrying amount at 31 December 2022	23,383,562
Impairment loss recognised in profit or loss	(5,668,157)
Carrying amount at 31 December 2023	17,715,405

The Company evaluates its investment in subsidiary undertakings annually for any indicators of impairment. Subsidiary's turnover growth/decline trend is considered among other factors, when reviewing for indicators of impairment.

As at 31st December 2023, the value in use of the subsidiary undertakings was below the carrying value of its investment in KLDiscovery Ontrack AS and KDiscovery Ontrack GmbH indicating an impairment of £5,668,157.

The list of subsidiary undertakings is as follows:

Name	Registered office address	Ordinary share capital %	Nature of business
KLDiscovery Ontrack AS	[A]	100%	Holding company
KLDiscovery Ontrack GmbH	[B]	100%	Technology driven services and software
KLDiscovery Ontrack Limited	[C]	100%	Technology driven services and software
Kroll Ontrack Canada Co.	[D]	100%	Technology driven services and software

Notes to financial statements for year ended 31st December 2023 (continued)

7. Investments (continued)

The indirect undertakings are as follows:

Name .	Registered office address	Indirect	Nature of business
KLDiscovery AS*	address [A]	Shareholding [1]	Holding company
IBAS Ontrack AS*	[A]	[2]	Technology driven services and software
IBAS Ontrack ApS*	[E]	[3]	Technology driven services and software
IBAS Ontrack AB*	[F]	[3]	Technology driven services and software
IBAS Ontrack OY*	[G]	. [3]	Technology driven services and software
KLDiscovery Ontrack BV*	[H]	[3]	Technology driven services and software
KLDiscovery Ontrack Pte. Ltd.*	[1]	[4]	Technology driven services and software
KLDiscovery Ontrack z.o.o.*	[1]	[5]	Technology driven services and software
KLDiscovery Limited (UK)*	[K]	[6]	Technology driven services and software
KLDiscovery Limited (Ireland)*	[L]	[7]	Technology driven services and software

[[]A] Fjellgata 2, 2212 Kongsvinger, Norway

[[]B] Hanns-Klemm-Str. 5, 71034 Böblingen, Germany

[[]C] Nexus, 25 Farringdon Street, London, England EC4A 4AB

[[]D] 1871 Hollis Street, Suite 200 Halifax NS B3J 0C3, Canada

[[]E] Gammel Kongevej 1, 1610 Copenhagen, Denmark

[[]F] Kungsängsvägen 31B, 751 40 Uppsala, Sweden

[[]G] Läkkisepäntie 11, 00620 Helsinki, Finland

[[]H] FOZ Building 4th Floor Unit 4, Gustav Mahlerlaan 310-d, 1082 ME Amsterdam, The Netherlands

[[]I] 10 Collyer Quay #10-01 Ocean Financial Centre, Singapore 049315

[[]J] Sobieskiego 11, 40-082 Katowice, Polska

[[]K] Nexus, 25 Farringdon Street, London, England EC4A 4AB

[[]L] 25/28 North Wall Quay, Dublin 1

Notes to financial statements for year ended 31st December 2023 (continued)

7. Investments (continued)

- [1] 100% held by KLDiscoery Ontrack AS
- [2] 100% held by KLDiscovery Ontrack AS via KLDiscovery AS
- [3] 100% held by KLDiscovery AS via IBAS Ontrack AS
- [4] 99.99% held by KLDiscovery AS via IBAS Ontrack AS and 1 share held by IBAS Ontrack ApS
- [5] 100% held by KLDiscovery Ontrack GmbH
- [6] 100% held by KLDiscovery Ontrack Limited
- [7] 100% held by KLDiscovery Ontrack Limited via KLDiscovery Limited (UK)

Registered office addresses of subsidiary undertakings and indirect undertakings are the same as their country of incorporation.

8. Debtors: amounts falling due within one year

	At 31 At 31 December December	
	2023	2022
	£	£
Amounts owed from group undertakings	482,367	859,690

Amounts owed from group undertakings are interest-free, unsecured and repayable on demand.

9. Creditors: amounts falling due within one year

	At 31 December 2023 £	At 31 December 2022 £
Interest payable	252,900	234,166

10. Creditors: amounts falling due after more than one year

	At 31 December 2023 £	At 31 December 2022 £
Loan notes wholly repayable within 5 years	48,554,570	44,957,935
Interest wholly repayable within 5 years	3,884,365	3,596,635
Total	52,438,935	48,554,570

Notes to financial statements for year ended 31st December 2023 (continued)

10. Creditors: amounts falling due after more than one year (continued)

- The loan notes carry an interest rate of 6% accruing starting from 9 December 2016. In case of non-payment, an additional 2% is accrued from the due date and until such time it is paid. The loans are repayable, in full, in 2025.
- In the year ended 31 December 2021, the Company has revised the estimated future cash flows under the loan agreement.
- The Company has recalculated the carrying amount of the loan by computing the present value of new estimated future cash flows at the loan's original effective interest rate of 6%. The Company has presented the revised carrying value of £52,438,935 (2022: £48,554,570).

11. Financial instruments

The company's financial instruments may be analysed as follows:

	At 31 December 2023	At 31 December 2022
Financial liabilities Fixed term intercompany loan note	52,438,935	48,554,570

LD International Holdings SRL contributed £32,218,527 in cash in exchange for a British Pounds denominated 6% note receivable to LD International Holdings Ltd on 9 December 2016. On 31 January 2017 these notes were listed on the International Stock Exchange of the Channel Islands.

The key terms of the loan note are as follows:

- Principal: £32,218,527
- Interest: payment due annually at the rate of 6%. In case of non-payment, an additional 2% is accrued from the due date and until such time it is paid.
- Currency: GBP
- Maturity: 9 year term
- Other terms: Unsecured, unguaranteed, redeemable at par plus any accrued and unpaid interest.

12. Share capital

•	At 31 December 2023 £	At 31 December 2022
Allotted, called up and fully paid 100 ordinary shares of £1 each	100	100

13. Other reserves

On 9 December 2016 the immediate parent undertaking made a capital contribution to the company of £9,468,819 in cash, which has been credited to Other reserves account.

14. Events after the reporting period

There are no events to report between the statement of financial position date and the date of this report.

Notes to financial statements for year ended 31st December 2023 (continued)

15. Ultimate parent company and controlling party

The company is a wholly owned subsidiary of LD International Holdings SRL, an international society with restricted liability organised under the laws of Barbados and of its ultimate parent, KLDiscovery, Inc. It is included in the consolidated financial statements of KLDiscovery, Inc., which are publicly available from the address below. The company is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. The ultimate parent undertaking and the smallest and largest group to consolidate these financial statements is KLDiscovery, Inc. The address of the parent's registered office is 9023 Columbine Road, Eden Prairie, MN 55347, United States of America.