

Registered number: 05956777

JUSTPARK PARKING LIMITED

ANNUAL REPORT

FOR THE YEAR ENDED 31 MARCH 2022

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## JUSTPARK PARKING LIMITED

### COMPANY INFORMATION

<b>Directors</b>	A M Eskinazi O S Peleg
<b>Company secretary</b>	L Eskinazi
<b>Registered number</b>	05956777
<b>Registered office</b>	Dunn's Hat Factory 106-110 Kentish Town Road London NW1 9PX
<b>Independent auditors</b>	Cooper Parry Group Limited Chartered Accountants & Statutory Auditor Mindspace 9 Appold Street London EC2A 2AP

## JUSTPARK PARKING LIMITED

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**JUSTPARK PARKING LIMITED**

**STRATEGIC REPORT**  
**FOR THE YEAR ENDED 31 MARCH 2022**

**Introduction**

The directors present their strategic report together with the audited financial statements for the year ended 31 March 2022.

The principal activities of JustPark Parking Limited (the 'Company') throughout the year was providing parking solutions for businesses and local authorities as well as facilitating an online marketplace for vehicle drivers and space owners.

**Business review and future developments**

2021/22 marked 15 years since the creation of JustPark. As of August 2022, our customer base has reached 10 million customers and we have 18 million annual visitors to our digital products. We are proud to have earned over £250m of income for our partners. We are also proud knowing that our service will allow business owners, commercial properties, and homeowners to generate additional income during these difficult financial times.

We believe that the UK is undergoing a revolution in driver behaviour, and, as the UK's largest decentralised parking network, we are uniquely positioned to adapt to these changes.

Firstly, structural events have led to a switch from a five-day office environment to hybrid working, in addition higher fuel prices are the new norm. Our data shows us that the demand for our spaces is increasing, but the locations where people are looking for parking is changing. From February 2022 to July 2022, Google mobility data shows that weekly travel to workplaces and transit stations is down 30% from pre pandemic levels, however, travel to residential and outdoor areas has increased 6% on a weekly basis. In the same period, JustPark's weekly bookings increased on average 14% relative to performance pre lockdown. Our outperforming of the mobility market reflects the benefits of our asset light decentralised network. Through our data capabilities we have real time visibility, at a very localised level of parking supply and demand which allows us to identify areas where there is unmet supply. In deploying our acquisition strategy, we can quickly add to our decentralised network giving drivers access to parking and earning money for our various business partners (including homeowners).

Secondly, sales of EVs over the past year outstripped volume levels for the past five years combined. Currently there are 18.7k public charging locations in the UK with monthly installations running at 638, however, there are 400k residential chargers and the number is growing rapidly. As EV adoption becomes more mainstream, a solution must be found to help 48.5% of UK drivers who do not have access to "off street parking", a solution that addresses the convenience of charging location and the price disparity between residential and public charging. Building on our existing Marketplace business we can aggregate driveways with an EV charger meaning that we are uniquely positioned to create a network of residential chargers.

We continue to invest heavily in our EV product, and as of June 2022 we were the eight largest EV charging network in the UK and entered into a partnership with Visa to support our offering. We see huge growth potential in this area of the business especially in helping Fleets fully electrify their vehicles.

The result of both of these initiatives is reflected in our 2021/22 results. Through the use of data, we have grown our Marketplace product and seen an uptake in our digital parking solutions resulting in revenue increasing from £3.5m to £8m. This increase in revenue was partially offset by a partial return to normalised marketing spend plus investment in building out our EV charging network. Despite the increase in expenditure, the Company's operating loss reduced by £1.6m during the year. Furthermore, the Company is pleased with the performance of its investment in Fettle Bike Repair Ltd as evidenced by a non-operating fair value gain of £1.3m being recorded during the year.

## JUSTPARK PARKING LIMITED

### STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2022

#### Financial key performance indicators

The Company uses a range of performance measures, reported each month to the senior leadership team and the board, to monitor and manage the Company effectively. The key financial indicators for the years ended 31 March 2022 and 2021 are set out below:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Turnover	8,012	3,507
Operating loss	2,812	4,370
Cash balances	3,381	3,825

#### Principal risks and uncertainties

The principal risks affecting the company related to demand for services in the parking sector and general market risk. The directors review these risks regularly and agree with management the strategies for managing them including product strategy to meet the needs of its customers and the market and maintaining a broad customer base. Cash is managed on a daily basis to ensure that the company has sufficient liquid funds to enable it to continue as a going concern.

This report was approved by the board and signed on its behalf.



**A M Eskinazi**  
Director

Date: 12th August 2022

## **JUSTPARK PARKING LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2022**

The directors present their report and the financial statements for the year ended 31 March 2022.

#### **Directors' responsibilities statement**

The directors are responsible for preparing the strategic report, the directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

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

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

#### **Results and dividends**

The loss for the year, after taxation, amounted to £865,396 (2021: loss £4,165,987).

The directors have not declared the payment of a dividend during the year (2021: £Nil).

#### **Directors**

The directors who served during the year are as stated on the company information page.

**JUSTPARK PARKING LIMITED**

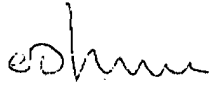
**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 MARCH 2022**

**Disclosure of information to auditors**

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This report was approved by the board and signed on its behalf.



**A M Eskinazi**  
Director

Date: 12th August 2022

## **JUSTPARK PARKING LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUSTPARK PARKING LIMITED**

#### **Opinion**

We have audited the financial statements of JustPark Parking Limited (the 'company') for the year ended 31 March 2022, which comprise the profit and loss account, the balance sheet, the statement of cash flows, the statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 and of its 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 Auditors' 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 United Kingdom, including the Financial Reporting Council'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 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 auditors' 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.



## **JUSTPARK PARKING LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUSTPARK PARKING LIMITED (CONTINUED)**

#### **Opinion 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 the 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 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, 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 3, 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.

## JUSTPARK PARKING LIMITED

### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUSTPARK PARKING LIMITED (CONTINUED)

#### Auditors' 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 auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations

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; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

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 were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.
- 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 Health and Safety Executive, and the company's legal advisors.

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

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.

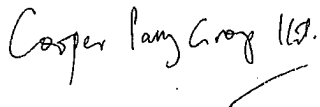
A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

**JUSTPARK PARKING LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUSTPARK PARKING LIMITED  
(CONTINUED)**

**Use of our report**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' 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.



Steven Leith (senior statutory auditor)

for and on behalf of  
**Cooper Parry Group Limited**

Chartered Accountants  
Statutory Auditor

Mindspace  
9 Appold Street  
London  
EC2A 2AP

Date: 12th August 2022

**JUSTPARK PARKING LIMITED**

**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 MARCH 2022**

	Note	2022 £	2021 (Restated) £
Turnover	4	8,011,996	3,507,046
Cost of sales		(1,932,317)	(1,891,188)
<b>Gross profit</b>		<u>6,079,679</u>	<u>1,615,858</u>
Administrative expenses		(8,909,471)	(6,447,314)
Other operating income	5	18,079	461,009
<b>Operating loss</b>	6	<u>(2,811,713)</u>	<u>(4,370,447)</u>
Interest receivable and similar income	10	3,355	199,986
Interest payable and similar expenses	11	(266,733)	-
Fair value movement	15	1,346,147	-
<b>Loss before tax</b>		<u>(1,728,944)</u>	<u>(4,170,461)</u>
Tax on loss	12	863,548	4,474
<b>Loss for the financial year</b>		<u>(865,396)</u>	<u>(4,165,987)</u>

The notes on pages 14 to 30 form part of these financial statements.

**JUSTPARK PARKING LIMITED**  
**REGISTERED NUMBER: 05956777**

**BALANCE SHEET**  
**AS AT 31 MARCH 2022**

	Note	2022 £	2021 £
<b>Fixed assets</b>			
Intangible assets	13	3,171,572	1,937,792
Tangible assets	14	333,702	413,397
Investments	15	1,527,647	150,000
		<u>5,032,921</u>	<u>2,501,189</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	16	2,785,217	1,964,183
Cash at bank and in hand		3,380,941	3,825,239
		<u>6,166,158</u>	<u>5,789,422</u>
Creditors: amounts falling due within one year	17	(6,851,366)	(3,425,759)
<b>Net current (liabilities)/assets</b>		<u>(685,208)</u>	<u>2,363,663</u>
<b>Total assets less current liabilities</b>		<u>4,347,713</u>	<u>4,864,852</u>
Creditors: amounts falling due after more than one year	18	(2,946,547)	(2,645,346)
<b>Net assets</b>		<u><u>1,401,166</u></u>	<u><u>2,219,506</u></u>
<b>Capital and reserves</b>			
Called up share capital	20	2	2
Share premium account	21	14,369,059	14,337,664
Other reserves	21	264,923	249,262
Profit and loss account	21	(13,232,818)	(12,367,422)
		<u>1,401,166</u>	<u>2,219,506</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on



**A M Eskinazi**  
Director

The notes on pages 14 to 30 form part of these financial statements.

Date: 12th August 2022

JUSTPARK PARKING LIMITED

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 MARCH 2022

	Called up share capital £	Share premium account £	Share based payment reserve £	Profit and loss account £	Total equity £
At 1 April 2021 (as previously stated)	2	14,337,664	249,262	(12,834,429)	1,752,499
Prior year adjustment	-	-	-	467,007	467,007
At 1 April 2021 (as restated)	2	14,337,664	249,262	(12,367,422)	2,219,506
<b>Comprehensive income for the year</b>					
Loss for the year	-	-	-	(865,396)	(865,396)
Shares issued during the year	-	31,395	-	-	31,395
Share based payment charge	-	-	15,661	-	15,661
<b>At 31 March 2022</b>	2	14,369,059	264,923	(13,232,818)	1,401,166

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 MARCH 2021

	Called up share capital £	Share premium account £	Share based payment reserve £	Profit and loss account £	Total equity £
At 1 April 2020	2	14,242,762	212,985	(8,201,435)	6,254,314
<b>Comprehensive income for the year</b>					
Loss for the year	-	-	-	(4,165,987)	(4,165,987)
Shares issued during the year	-	94,902	-	-	94,902
Share based payment charge	-	-	36,277	-	36,277
<b>At 31 March 2021</b>	2	14,337,664	249,262	(12,367,422)	2,219,506

The notes on pages 14 to 30 form part of these financial statements.

**JUSTPARK PARKING LIMITED**

**STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 MARCH 2022**

	<b>2022</b>	<b>2021</b>
	<b>£</b>	<b>(Restated)</b>
		<b>£</b>
<b>Cash flows from operating activities</b>		
Loss for the financial year	(865,396)	(4,165,987)
<b>Adjustments for:</b>		
Amortisation of intangible assets	687,380	556,397
Depreciation of tangible assets	127,871	150,772
Loss on disposal of tangible assets	(1,020)	5,165
Interest paid	266,733	-
Interest received	(3,355)	(199,986)
Taxation charge	(863,548)	(4,474)
(Increase) in debtors	(451,211)	(212,142)
Increase in creditors	3,434,107	344,985
Share based payment charge	15,661	36,277
R&D tax credit	493,725	614,894
Net fair value (gains)/losses recognised in P&L	(1,346,147)	-
<b>Net cash generated from operating activities</b>	<u>1,494,800</u>	<u>(2,874,099)</u>
<b>Cash flows from investing activities</b>		
Purchase of intangible fixed assets	(1,921,160)	(1,316,359)
Purchase of tangible fixed assets	(54,461)	(39,059)
Sale of tangible fixed assets	7,305	-
Interest received	3,355	5,852
<b>Net cash from investing activities</b>	<u>(1,964,961)</u>	<u>(1,349,566)</u>
<b>Cash flows from financing activities</b>		
Issue of ordinary shares	31,395	94,902
New secured loans	-	2,889,480
Repayment of loans	(3,333)	-
Interest paid	(2,199)	-
<b>Net cash used in financing activities</b>	<u>25,863</u>	<u>2,984,382</u>
<b>Net (decrease) in cash and cash equivalents</b>	<u>(444,298)</u>	<u>(1,239,283)</u>
Cash and cash equivalents at beginning of year	3,825,239	5,064,522
<b>Cash and cash equivalents at the end of year</b>	<u>3,380,941</u>	<u>3,825,239</u>
<b>Cash and cash equivalents at the end of year comprise:</b>		
Cash at bank and in hand	3,380,941	3,825,239
	<u>3,380,941</u>	<u>3,825,239</u>

The notes on pages 14 to 30 form part of these financial statements.

**JUSTPARK PARKING LIMITED**

**ANALYSIS OF NET DEBT  
FOR THE YEAR ENDED 31 MARCH 2022**

	At 1 April 2021 £	Cash flows £	Other non- cash changes £	At 31 March 2022 £
Cash at bank and in hand	3,825,239	(444,298)	-	3,380,941
Loans due within one year	(50,000)	3,333	36,667	(10,000)
Loans due after one year	(2,645,346)	-	(301,201)	(2,946,547)
	<u>1,129,893</u>	<u>(440,965)</u>	<u>(264,534)</u>	<u>424,394</u>

The notes on pages 14 to 30 form part of these financial statements.



## JUSTPARK PARKING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

#### 1. General information

JustPark Parking Limited (the 'company') is a limited liability company incorporated and domiciled in the United Kingdom. The address of its registered office is disclosed on the company information page.

These financial statements are prepared in Sterling (£), which is the functional currency of the company. The financial statements are for the year ended 31 March 2022 (2021: 31 March 2021).

#### 2. Accounting policies

##### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

##### 2.2 Going concern

At the balance sheet date the company had a significant cash balance and in performing their going concern review, the directors have considered the effect of the Coronavirus on the companies forecast and on the going concern position, and have concluded that the company is able to continue as a going concern for a period of at least 12 months from the date of signing these accounts.

The financial forecasts prepared by the directors have incorporated sensitivity analysis relating to market conditions and growth expectations and show that the company will be able to operate within the facilities available to it.

On that basis, the directors have prepared these financial statements on a going concern basis.

##### 2.3 Foreign currency translation

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 statement of comprehensive income.

## JUSTPARK PARKING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

#### 2. Accounting policies (continued)

##### 2.4 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable for the provision of parking services provided in the normal course of business and is shown net of discounts, rebates, VAT, and other sales related taxes. The company provides a variety of services on which income is recognised.

Where the Company acts as an agent, connecting space owner and driver via its Marketplace, revenue consists of fees and/or commissions receivable by the company. Revenue is recognised when the booking is made as the company has at this point fulfilled its obligation.

Where the Company operates car parks and acts as the principal, revenue represents the gross receipt from the customer net of VAT, and is recognised when the reserved parking event occurs and the Company's obligations have been fulfilled, with the cost of operating the car parks presented as "Cost of sales" in the "Statement of Comprehensive Income".

Management fees in relation to the management of car parks are recognised evenly over the period of the contract.

Where the Company acts as a payment solution and does not bear the significant risks and rewards of operating a car park, turnover comprises of fees receivable by the Company.

Any amounts received on behalf of third parties is presented on the balance sheet as "Creditors: Amounts falling due within one year" and disclosed within said note to the financial statements as "Other creditors".

##### 2.5 Operating leases

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

##### 2.6 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the profit and loss account in the same period as the related expenditure.

##### 2.7 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

##### 2.8 Pensions

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

## JUSTPARK PARKING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

#### 2. Accounting policies (continued)

##### 2.9 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Trademarks	-	10 years
Internally developed software	-	2 -3 years

##### 2.10 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold improvements	-	10% straight line
Plant and machinery	-	20% straight line
Office equipment	-	33% straight line
Computer equipment	-	33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

## **JUSTPARK PARKING LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022**

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

##### **2.11 Valuation of investments**

Investments in unlisted company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the profit and loss account for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

##### **2.12 Provisions for liabilities**

Provisions are made where an event has taken place that gives the company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

##### **2.13 Financial instruments**

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

##### **2.14 Share based payments**

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

## JUSTPARK PARKING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

#### 2. Accounting policies (continued)

##### 2.15 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

## JUSTPARK PARKING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

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

The directors make estimates and assumptions concerning the future. The directors are also required to exercise judgement in the process of applying the group's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

##### **Impairment of fixed assets**

The directors assesses the impairment of fixed assets subject to depreciation whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

Factors considered important that could trigger an impairment review include the following:

- Significant under performance relative to historical or projected future operating results;
- Significant changes in the use of the acquired assets or the business strategy; and
- Significant negative industry or economic trends.

##### **Depreciation and residual values**

The directors have reviewed the asset lives and associated residual values of all fixed asset classes and have concluded that asset lives and residual values are appropriate.

The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In 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.

##### **Impairment of investments**

The directors review the carrying value of investments for indications of impairment at each period end. If indicators of impairment exist, the carrying value of the investment is subject to further testing to determine whether its carrying value exceeds the recoverable amount. This process will usually involve the estimation of future cash flows which are likely to be generated by the asset.

##### **Recoverability of trade debtors**

Trade and other debtors are recognised to the extent that they are judged recoverable. The directors' reviews are performed to estimate the level of reserves required for irrecoverable debt. Provisions are made specifically against invoices where recoverability is uncertain. The directors make allowance for doubtful debts based on an assessment of the recoverability of debtors.

Allowances are applied to debtors where events or changes in circumstances indicate that the carrying amounts may not be recoverable. The directors specifically analyse historical bad debts, customer creditworthiness, current economic trends and changes in customer payment terms when making a judgement to evaluate the adequacy of the provision for doubtful debts. Where the expectation is different from the original estimate, such difference will impact the carrying value of debtors and the charge in the profit and loss account.

##### **Leases**

The directors determine whether leases entered into by the group either as a lessor or lessee are an operating leases or a finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the group on a lease by lease basis based on an evaluation of the terms and conditions of the arrangements, and accordingly whether the lease requires an asset and liability to be recognised in the balance sheet.

## JUSTPARK PARKING LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

#### 3. Judgements in applying accounting policies (continued)

##### Taxation

There are many transactions and calculations for which the ultimate tax determination is uncertain. The group takes professional advice on its tax affairs and recognises liabilities for anticipated tax based on estimates of what taxation is likely to be due.

Management estimation is required to determine the amount of any deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits.

##### Share Based Payments

Management believe the estimates used to establish a fair value for share based payments using the Black Scholes pricing model are a key source of estimation uncertainty. The inputs to the fair value model reflect managements best estimate.

#### 4. Turnover

All turnover arose within the United Kingdom.

#### 5. Other operating income

	2022 £	2021 £
Government grants receivable	18,079	461,009
	<u>18,079</u>	<u>461,009</u>

#### 6. Operating loss

The operating loss is stated after charging:

	2022 £	2021 £
Depreciation of fixed assets	127,871	150,772
Amortisation of intangible assets	687,380	556,397
	<u>687,380</u>	<u>556,397</u>

#### 7. Auditors' remuneration

Fees payable to the company's auditor for the audit of the company's annual financial statements totalled £ (2021 - ).

**JUSTPARK PARKING LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2022**

**8. Employees**

Staff costs, including directors' remuneration, were as follows:

	<b>2022</b> <b>£</b>	<b>2021</b> <b>£</b>
Wages and salaries	3,480,431	3,099,270
Social security costs	393,549	436,196
Cost of defined contribution pension scheme	55,430	68,577
	<u>3,929,410</u>	<u>3,604,043</u>

The average monthly number of employees, including the directors, during the year was as follows:

	<b>2022</b> <b>No.</b>	<b>2021</b> <b>No.</b>
Administration	<u>91</u>	<u>87</u>

**9. Directors' remuneration**

	<b>2022</b> <b>£</b>	<b>2021</b> <b>£</b>
Directors' emoluments	151,462	133,453
Company contributions to defined contribution pension schemes	1,321	1,313
	<u>152,783</u>	<u>134,766</u>

During the year retirement benefits were accruing to 2 directors (2021: 2) in respect of defined contribution pension schemes.

**10. Interest receivable**

	<b>2022</b> <b>£</b>	<b>2021</b> <b>£</b>
Other loan interest receivable	-	194,134
Other interest receivable	3,355	5,852
	<u>3,355</u>	<u>199,986</u>

The other loan interest receivable relates to the discounting of the convertible loan and interest to the present value based on 10% discount rate over 3 years.



**JUSTPARK PARKING LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2022**

**11. Interest payable**

	2022 £	2021 £
Other loan interest payable	266,733	-
	<u>266,733</u>	<u>-</u>

The other loan interest payable relates to the unwinding of the convertible loan to the present value based on 10% discount rate over 3 years.

**12. Taxation**

	2022 £	2021 £
<b>Corporation tax</b>		
Current tax on profits for the year	(863,548)	(548,840)
	<u>(863,548)</u>	<u>(548,840)</u>
<b>Total current tax</b>	<u>(863,548)</u>	<u>(548,840)</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	544,366
<b>Total deferred tax</b>	<u>-</u>	<u>544,366</u>
<b>Taxation on loss on ordinary activities</b>	<u>(863,548)</u>	<u>(4,474)</u>

# JUSTPARK PARKING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

### 12. Taxation (continued)

#### Factors affecting tax charge for the year

The tax assessed for the year is lower than (2021 - lower than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £	2021 £
Loss on ordinary activities before tax	(1,728,944)	(4,637,468)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	(328,499)	(881,119)
<b>Effects of:</b>		
Fixed asset differences	71,028	-
Expenses not deductible for tax purposes	13,933	7,109
Other timing differences leading to an increase (decrease) in taxation	13,948	207
Additional deduction for R&D expenditure	(671,991)	(406,487)
Surrender of tax losses for R&D tax credit refund	277,725	170,330
Deferred tax losses not recognised	527,721	1,105,486
Remeasurement of deferred tax for changes in tax rates	(511,645)	-
Fair value movement	(255,768)	-
<b>Total tax charge for the year</b>	<b>(863,548)</b>	<b>(4,474)</b>

#### Factors that may affect future tax charges

On 03 March 2021, the Chancellor of the Exchequer announced that the corporation tax rate would increase to a maximum of 25% from 1 April 2023. This was substantively enacted on 24 May 2021. 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, based on tax law and the corporation tax rates that have been enacted, or substantively enacted, at the balance sheet date. As such, the deferred tax rate applicable at 31 March 2022 is 25% and deferred tax has been re-measured at this date.

The company has £6,354,324 of losses (2021: £5,583,473) for which no deferred tax asset has been recognised.

JUSTPARK PARKING LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2022

13. Intangible assets (prior year restatement)

	Trademarks £	Internally developed software £	Total £
<b>Cost</b>			
At 1 April 2021 (as previously stated)	13,491	2,405,952	2,419,443
Prior Year Adjustment	-	467,007	467,007
At 1 April 2021 (as restated)	13,491	2,872,959	2,886,450
Additions	-	1,921,160	1,921,160
At 31 March 2022	13,491	4,794,119	4,807,610
<b>Amortisation</b>			
At 1 April 2021	6,494	942,164	948,658
Charge for the year on owned assets	1,349	686,031	687,380
At 31 March 2022	7,843	1,628,195	1,636,038
<b>Net book value</b>			
At 31 March 2022	5,648	3,165,924	3,171,572
At 31 March 2021 (as restated)	6,997	1,930,795	1,937,792

See note 21 for details of prior year restatement

JUSTPARK PARKING LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2022

14. Tangible fixed assets

	Short-term leasehold property £	Plant and machinery £	Office equipment £	Computer equipment £	Total £
<b>Cost or valuation</b>					
At 1 April 2021	286,420	191,286	75,046	132,179	684,931
Additions	3,940	-	436	50,085	54,461
Disposals	-	(12,163)	-	(35,352)	(47,515)
At 31 March 2022	290,360	179,123	75,482	146,912	691,877
<b>Depreciation</b>					
At 1 April 2021	47,483	110,848	39,637	73,566	271,534
Charge for the year on owned assets	29,003	28,792	25,052	45,024	127,871
Disposals	-	(5,879)	-	(35,351)	(41,230)
At 31 March 2022	76,486	133,761	64,689	83,239	358,175
<b>Net book value</b>					
At 31 March 2022	213,874	45,362	10,793	63,673	333,702
At 31 March 2021	238,937	80,438	35,409	58,613	413,397

15. Fixed asset investments

	Investments in associates £
<b>Cost</b>	
At 1 April 2021	150,000
Additions	31,500
Revaluations	1,346,147
At 31 March 2022	1,527,647

There was a change in accounting policy in year whereby fixed asset investments are now held at fair value. In the prior year they were held at cost less impairment.

During the year the company subscribed to additional share capital for consideration of £31,500.

# JUSTPARK PARKING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

### 15. Fixed asset investments (continued)

#### Associate

The following was an associate of the company:

Name	Registered office	Principal activity	Class of shares	Holding
Fettle Bike Repairs Ltd (formerly Handlebars Repairs Ltd)	Dunn's Hat Factory, 106- 110 Kentish Town Road, London, NW1 9PX	Repair and maintenance of transport equipment	Ordinary	37%

### 16. Debtors

	2022 £	2021 £
Trade debtors	225,080	157,504
Other debtors	1,862,101	1,090,054
Prepayments and accrued income	154,763	173,352
Deferred taxation	543,273	543,273
	<u>2,785,217</u>	<u>1,964,183</u>

### 17. Creditors: Amounts falling due within one year

	2022 £	2021 £
Bank loans	10,000	50,000
Trade creditors	868,061	490,744
Other taxation and social security	407,616	215,254
Other creditors	5,112,125	2,210,544
Accruals and deferred income	453,564	459,217
	<u>6,851,366</u>	<u>3,425,759</u>

JUSTPARK PARKING LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2022

18. Creditors: Amounts falling due after more than one year

	2022 £	2021 £
Bank loans	36,667	-
Other loans	2,909,880	2,645,346
	<u>2,946,547</u>	<u>2,645,346</u>

On 18 March 2021, the company entered into an unsecured convertible loan agreement with multiple lenders. The loan and any accrued but unpaid interest will convert into shares in the capital of the company on the earliest of qualified financing, non-qualified financing, exit or maturity date that is 36 months after the date of the agreement.

The loan carries an interest rate of 8% and is payable on an event of default or conversion event.

# JUSTPARK PARKING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

### 19. Deferred taxation

	2022 £	2021 £
At beginning of year	543,273	1,087,639
Charged to statement of comprehensive income	-	(544,366)
<b>At end of year</b>	<b>543,273</b>	<b>543,273</b>

The deferred tax asset is made up as follows:

	2022 £	2021 £
Accelerated capital allowances	(457,729)	(321,002)
Tax losses carried forward	999,524	862,360
Short-term timing differences	1,478	1,915
	<b>543,273</b>	<b>543,273</b>

### 20. Share capital

	2022 £	2021 £
<b>Allotted, called up and fully paid</b>		
100,045,366 Ordinary A shares of 0.00000001- each	1	1
16,307,536 (2021: 14,673,005 ) Ordinary C shares of 0.00000001- each	-	-
45,592,981 Ordinary D shares of 0.00000001- each	1	1
37,864,336 Preferred Series A shares of 0.00000001- each	-	-
4,071,000 Growth shares shares of £0.00000001- each	-	-
	<b>2</b>	<b>2</b>

All classes of shares rank pari passu except for:

- Ordinary C shares shall not entitle the share holder to voting rights and dividends.
- On distribution of assets on liquidation or a return of capital the surplus assets of the company remaining after payment of its liabilities shall be applied to the holders of each class of shares in accordance with the Articles of Association, in the following order:
  - Preferred Series A shares
  - Growth shares
  - Ordinary shares

JUSTPARK PARKING LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2022

21. Reserves

Share premium account

Amounts subscribed for share capital in excess of nominal value, net of any issue costs.

Share based payment reserve

Cumulative share based payment transactions.

Profit and loss account

Cumulative profit or losses, net of dividends paid and any other adjustments.

22. Share based payments

	Weighted average exercise price (pence) 2022	Number 2022	Weighted average exercise price (pence) 2021	Number 2021
Outstanding at the beginning of the year	0.02129	6,709,931	0.01915	5,377,934
Granted during the year	0.10131	194,724	0.02642	4,165,100
Forfeited during the year	0.08504	(2,136,720)	0.02559	(2,445,678)
Exercised during the year	0.03242	(1,399,741)	0.01947	(387,425)
<b>Outstanding at the end of the year</b>	<b>0.05205</b>	<b>3,368,194</b>	<b>0.02129</b>	<b>6,709,931</b>

The company has adopted a share option scheme which is compliant with HMRC's Enterprise Management Incentive schemes rules. Equity-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the estimate of shares that will eventually vest. The fair value is measured by reference to recent equity transactions and has been adjusted, based on management's best estimate, for the effect of exercise restrictions, lack of rights and behavioural considerations.

	2022	2021
Profit and loss charge for the period	15,661	36,277



# JUSTPARK PARKING LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2022

### 23. Prior year adjustment

The directors have assessed that the Company did not capitalise all of the directly attributable costs of developing its software in the prior year and thus have restated our Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity and Cash Flow Statement to include directly attributable costs that were not previously capitalised, as shown below:

<b>Profit and Loss account</b>	<b>As previously reported</b>	<b>Adjustment</b>	<b>Restated</b>
Administrative expenses	(6,914,321)	467,007	(6,447,314)
Loss for the period	(4,632,994)	467,007	(4,165,987)
<b>Balance sheet</b>	<b>As previously reported</b>	<b>Adjustment</b>	<b>Restated</b>
Intangible assets	1,470,785	467,007	1,937,792
Retained earnings	(12,834,429)	467,007	(12,367,422)

### 24. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £73,017 (2021: £68,577). Contributions totaling £17,084 (2021: £14,215) were payable to the fund at the balance sheet date and are included in creditors.

### 25. Commitments under operating leases

At 31 March 2022 the company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	<b>2022</b>	<b>2021</b>
	<b>£</b>	<b>£</b>
Not later than 1 year	671,560	627,461
Later than 1 year and not later than 5 years	1,071,870	1,274,348
	<u>1,743,430</u>	<u>1,901,809</u>

### 26. Controlling party

A M Eskinazi, a director of the Company, is considered to be the ultimate controlling party.