

**SoundCloud Limited**

# **Annual Report**

**For the year ended 31 December 2022**

**Registered number 06343600**



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## **Company information**

<b>Director</b>	Joseph Puthenveetil
<b>Secretary</b>	Eriska Secretaries Limited
<b>Company number</b>	06343600
<b>Registered office</b>	5 <sup>th</sup> Floor 25 Berkeley Square London W1J 6HN
<b>Banker</b>	Deutsche Bank CIB GTB Ost Unter den Linden 13-15 10117 Berlin Germany
<b>Independent auditors</b>	PricewaterhouseCoopers LLP 1 Embankment Place London WC2N 6RH United Kingdom

## Strategic report

### About SoundCloud Limited

SoundCloud Limited (the “Company”) is a wholly owned subsidiary of SoundCloud Holdings GmbH which serves as the parent company for the purposes of consolidated annual financial filings of the SoundCloud Group (“SoundCloud”). The Company’s principal activity is to hold its investment in SoundCloud Global Limited & Co. KG. Information consolidated at the level of SoundCloud Holdings GmbH is made available in Germany.

SoundCloud is a next generation music entertainment company powered by a community of artists and fans that lead what is next in music. SoundCloud is uniquely positioned as a singular platform that can provide at-scale tools to fans and artists of any kind, alongside bespoke service offerings designed to accelerate artists’ careers and enable more impactful direct connections with their fans. SoundCloud’s platform contains a diverse catalogue for fans. Artists on SoundCloud have access to a range of self-service tools, which include but are not limited to: track mastering, track uploads and storage, distribution to other streaming platforms and royalty accounting, catalogue marketing and promotion, and fan insights. On top of these at-scale tools, select artists have the ability to leverage bespoke services from SoundCloud, including but not limited to: artist development and marketing, financing, and, partnerships.

Our fan powered music streaming service allows listeners to consume content through multiple tiers of offerings beginning with a freemium tier. In the free-tier, the fan has access to a limited set of our music library and music consumption can be interrupted by inserted advertising, whilst our ad-free experience is available through paid subscription tiers called SoundCloud Go and Go+. The subscription tiers provide access to our full library of music. Having launched the service initially in the US, today, paid subscriptions are offered in 19 countries, including the UK, Canada, Australia, New Zealand and a number of countries in Europe. Content for this offering is provided by rightsholders such as major labels and publishers with whom SoundCloud has licensing contracts, as well as independent rightsholders and rightsholders participating in our own monetization programmes.

For artists, SoundCloud offers tools for hosting and distributing content both on and off its own platform, addressing a global market. Starting with the Next plan, which allows limited sharing of content, storage and analytics, SoundCloud also offers two paid subscription products for artists (NextPlus and NextPro), both of which allow artists to distribute and monetize their content both on the SoundCloud platform and on other streaming platforms, and the latter which allows for unlimited content upload and storage, along with other customization tools. In addition to the “Next” product offerings, select SoundCloud artists are offered a set of aforementioned bespoke services to further their careers.

### Risks and uncertainties

#### *Operational risks*

Given its principal activity of holding its investment in SoundCloud Global Limited & Co KG, SoundCloud Limited is mainly exposed to the financial performance of its core asset. Its sole shareholder, SoundCloud Holdings GmbH, as well as its director have put in place adequate processes and tools to monitor the performance of its investment and to adequately manage any financial risks resulting from the financial performance of its investment.

#### *Currency risk*

The Company’s currency risk exposure is mainly related to cash held in foreign currencies.

## **Strategic report** (continued)

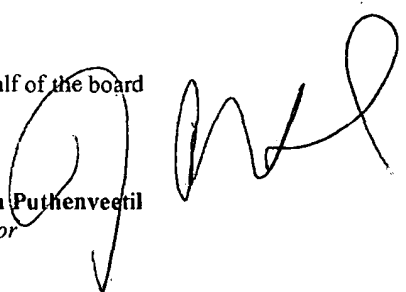
### **Directors' duties under section 172 of Companies Act 2006**

In discharging section 172 duties, the director is required to have regard of a range of factors set out in section 172 (1) (a)-(f) of the Companies Act 2006.

The director maintained a clear understanding of the needs of the Company and has promoted its principal activities – namely the holding of its investment in SoundCloud Global Limited & Co KG – in good faith.

On behalf of the board

**Joseph Puthenveetil**  
*Director*

A handwritten signature in black ink, appearing to be 'JP', written over the printed name of the director.

5<sup>th</sup> Floor 25 Berkeley Street  
London  
W1J 6HN

Date: 28 June 2023

## **Directors' report**

The Director presents his report and the audited financial statements of SoundCloud Limited – a holding company within the SoundCloud Group – for the year ended 31 December 2022.

### **Director of the company**

The director of the company who was in office during the year and up to the date of signing the financial statements, unless otherwise noted was:

Joseph Puthenveetil

### **Principal activities**

The principal activity of SoundCloud Limited is to hold and manage its investment in SoundCloud Global Limited & Co KG.

### **Research and development**

SoundCloud Limited hasn't performed any research and development activities in 2022.

### **Future developments**

SoundCloud Limited continues to act as a holding company within the SoundCloud Group.

### **Risks and uncertainties**

Reference is made to the strategic report.

### **Donations**

In 2022 charitable donations have been made by SoundCloud Global Limited & Co. KG and subsidiaries.

### **Employees**

SoundCloud Limited has no employees.

## **Directors' report** (continued)

### **Dividends**

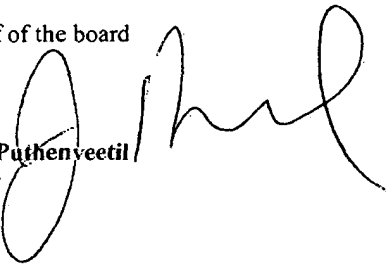
No dividends were paid or declared in respect of the year ended 31 December 2022 (2021: €0).

### **Going Concern**

The Company's activities are frequently monitored, and the Director has concluded that he has a reasonable expectation that the Company has adequate resources to continue as a going concern. For details of the going concern assessment, please refer to Note 1.

On behalf of the board

**Joseph Puthenveetil**  
Director



5<sup>th</sup> Floor 25 Berkeley Street  
London  
W1J 6HN

Date: 28 June 2023

## **Statement of directors' responsibilities in respect of the financial statements**

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law).

Under company law, the director 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 the financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

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 he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

## **Director's confirmations**

In the case of each director in office at the date the director's report is approved:

- 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 he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.



## **Independent auditors' report to the members of SoundCloud Limited**

### **Report on the audit of the financial statements**

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#### **Opinion**

In our opinion, SoundCloud Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report, which comprise: the Balance sheet as at 31 December 2022; the Statement of comprehensive income and the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

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.

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

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

## **Independent auditors' report to the members of SoundCloud Limited (continued)**

### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The director is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

### *Strategic report and Directors' report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

### **Responsibilities for the financial statements and the audit**

#### *Responsibilities of the director for the financial statements*

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the director is responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The director is also responsible for such internal control as they 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 director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

## **Independent auditors' report to the members of SoundCloud 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.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to potential management bias in accounting estimates and the posting of inappropriate journal entries to manipulate financial results. Audit procedures performed by the engagement team included:

- Discussions with management and those charged with governance, including consideration of any known or suspected instances of non-compliance with laws and regulations and fraud;
- Identifying and testing unusual journal entries;
- Reviewing minutes of meetings of those charged with governance;
- Designing audit procedures to incorporate unpredictability into our testing; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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.

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

### *Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**Independent auditors' report to the members of SoundCloud Limited** (continued)

**Other required reporting**

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**Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



**Jonathan Ford (Senior Statutory Auditor)**  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London

28 June 2023

**Statement of comprehensive income**  
*for the year ended 31 December 2022*

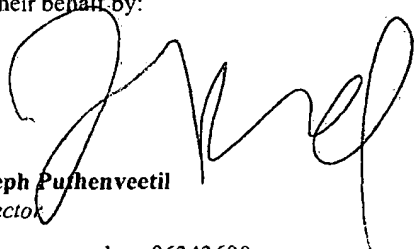
	<i>Note</i>	<b>2022</b> <b>€000</b>	2021 €000
Administrative expenses		<b>(172)</b>	(258)
<b>Operating loss</b>	2	<b>(172)</b>	(258)
<b>Loss before taxation</b>		<b>(172)</b>	(258)
Tax on loss	5	-	(16)
<b>Loss for the financial year</b>		<b>(172)</b>	(274)

**Balance sheet**  
*As at 31 December 2022*

	Note	2022	2021
		€000	€000
<b>Fixed assets</b>			
Investments	6	101,458	101,458
		<u>101,458</u>	<u>101,458</u>
<b>Current assets</b>			
Debtors	7	1,464	1,301
Cash at bank and in hand		226	663
		<u>1,690</u>	<u>1,964</u>
<b>Creditors: amounts falling due within one year</b>	8	(115)	(217)
<b>Net current assets</b>		<u>1,575</u>	<u>1,747</u>
<b>Total assets less current liabilities</b>		<u>103,033</u>	<u>103,205</u>
<b>Net assets</b>		<u>103,033</u>	<u>103,205</u>
<b>Capital and reserves</b>			
Called up share capital	9	218,328	218,328
Share premium account		178,520	178,520
Profit and loss account		(293,815)	(293,643)
<b>Total equity</b>		<u>103,033</u>	<u>103,205</u>

The director acknowledges their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements on pages 11 to 20 were approved by the board of directors on 28 June 2023 and were signed on their behalf by:

  
**Joseph Puthenveetil**  
Director

Company number: 06343600

**Statement of changes in equity**  
for the year ended 31 December 2022

Company	Called up share capital	Share premium account	Profit and loss account	Total equity
	€000	€000	€000	€000
At 1 January 2021	218,328	178,520	(293,369)	103,479
Loss for the financial Year	-	-	(274)	(274)
At 31 December 2021	218,328	178,520	(293,643)	103,205
Loss for the financial year	-	-	(172)	(172)
At 31 December 2022	218,328	178,520	(293,815)	103,033

## Notes to the financial statements

### 1 Accounting policies

#### *General information*

SoundCloud Limited is a private company limited by shares and is incorporated in the United Kingdom and registered in England. The Registered Office is at 5th Floor, 25 Berkeley Street, London W1J 6HN.

#### *Statement of compliance*

The financial statements of SoundCloud Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

#### *Basis of preparation*

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

The financial statements of SoundCloud Limited were authorised for issue by the Board of Directors. The financial statements have been prepared in accordance with applicable accounting standards. The financial statements are prepared in Euro which is the functional currency of the company and rounded to the nearest €'000.

The financial statements are prepared on a going concern basis, under the historical cost convention.

The company has taken advantage of the exemption in the Companies Act from the requirement to produce a cash flow statement on the grounds that its cash flow is included within the cash flow statement in the consolidated financial statements of SoundCloud Holdings GmbH.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies of the company.

#### *Exemption from the obligation to prepare and deliver group financial statements*

In accordance with section 401 of the Companies Act 2006 SoundCloud Limited is exempt from the obligation to prepare and deliver group financial statements, as the company and all its subsidiary undertakings are included in the consolidated financial statements of SoundCloud Holdings GmbH, Rheinsberger Str. 76/77, 10115 Berlin, Germany.

#### *Going concern*

In determining the appropriate basis of preparation of the Annual Report, the Director is required to consider whether the Company can continue in operational existence for the foreseeable future. The relevant business activities, together with the factors likely to affect its future development, its financial position, its financial risk management objectives and its exposures to liquidity and cash flow risk are described in the Strategic report.

As part of their Going Concern review, the Director has reviewed SoundCloud's business activities as well as the risks and uncertainties described in the Strategic report.

The Director has concluded that the Company has adequate resources to continue as a going concern. The financial statements have been prepared accordingly.



## **Notes to the financial statements (continued)**

### **1 Accounting policies (continued)**

#### ***Investments***

Investments in subsidiary undertakings are stated at cost less any impairment losses. At each balance sheet date investments are assessed to determine whether there is an indication that the asset (or asset's cash generating unit) may be impaired. If there is such an indication the recoverable amount of the asset (or asset's cash generating unit) is compared to the carrying amount of the asset (or asset's cash generating unit).

#### ***Debtors***

Debtors are shown after providing for any amounts which in the opinion of the director may not be collected in full.

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

A provision is recognised when the Company has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

#### ***Foreign currencies***

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. All 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 presented within 'Administrative expenses'.

#### ***Cash and cash equivalents***

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

## **Notes to the financial statements (continued)**

### **1 Accounting policies (continued)**

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

The Company is applying IFRS 9 in respect of recognition and measurement of financial instruments.

#### ***Financial assets***

Basic financial assets, including other receivables and cash and bank balances, 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 the profit or loss statement. If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the profit or loss statement.

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

#### ***Financial liabilities***

Basic financial liabilities, including trade and other payables, 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.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of the holding 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.

#### ***Critical accounting judgements and estimation uncertainty***

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.

In the year 2022 no critical accounting judgements and estimation uncertainty occurred.

## Notes to the financial statements (continued)

### 2 Operating loss

The operating loss is stated after charging/(crediting):

	2022 €000	2021 €000
Foreign exchange differences	12	(71)
Auditors' remuneration (see note 3)	30	40
	<u>          </u>	<u>          </u>

### 3 Auditors' remuneration

	2022 €000	2021 €000
Audit of the financial statements	30	40
	<u>          </u>	<u>          </u>

### 4 Remuneration of director

The total director's emoluments in 2022 were €0 (2021: €0). Neither benefits under a defined contribution scheme nor share options were granted.

### 5 Income tax

*Tax result included in profit or loss*

	2022 €000	2021 €000
Corporation tax		
Current tax	-	-
Adjustment in respect of prior years	-	16
	<u>          </u>	<u>          </u>
Total tax charge for the year	-	16
	<u>          </u>	<u>          </u>

## Notes to the financial statements (continued)

### 6 Investments

	Shares in affiliates €000	Total investments €000
<b>Cost</b>		
At 1 January 2022	101,458	101,458
	<hr/>	<hr/>
At 31 December 2022	101,458	101,458
	<hr/>	<hr/>
<b>Provisions</b>		
At 1 January 2022	-	-
	<hr/>	<hr/>
At 31 December 2022	-	-
	<hr/>	<hr/>
<b>Net book value</b>		
At 31 December 2022	101,458	101,458
	<hr/>	<hr/>
At 31 December 2021	101,458	101,458
	<hr/>	<hr/>

The companies in which the company's interest at the year-end is more than 20% are as follows:

	Country of incorporation	Principal activity	% of shares held	Registered Office
SoundCloud Global Limited & Co. KG	Germany	Operating SoundCloud's platform	100%	Rheinsberger Str. 76/77, 10115 Berlin
SoundCloud Management GmbH	Germany	Management Services	100%	Rheinsberger Str. 76/77, 10115 Berlin
SoundCloud EOOD	Bulgaria	Dormant	100%	46-48 Opalchenka Street, 1303 Sofia
SoundCloud Pty. Limited	Australia	Dormant	100%	c/o KPMG 38 Barangaroo Ave, Sydney NSW 2000

Shares in affiliates are held at cost less accumulated impairment losses. The investment valuation is dependent on the future cash flows and the director has concluded that there is no trigger event for impairment.

## Notes to the financial statements (continued)

### 7 Debtors

	2022 €000	2021 €000
Amounts owed by group undertakings	983	815
Other debtors	481	486
	<u>1,464</u>	<u>1,301</u>

Other debtors of the Company include €0 thousand (2021: €0 thousand) falling due after more than one year. Amounts owed by group undertakings are unsecured, interest free and are repayable on demand.

### 8 Creditors: amounts falling due within one year

	2022 €000	2021 €000
Trade creditors	51	25
Amounts owed to group undertakings	25	26
Other creditors	-	44
Taxation and social security	-	50
Accruals	39	72
	<u>115</u>	<u>217</u>

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

### 9 Called up share capital

Whilst there is a number of share classes in existence, they are entirely owned by SoundCloud Holdings GmbH, a subsidiary of the ultimate controlling party, which makes any difference in voting rights immaterial.

	2022 €000	2021 €000
<i>Allotted, called up and fully paid:</i>		
21,829,279,893 Ordinary shares of €0.01 each	218,293	218,293
419,140 A Ordinary shares of €0.01 each	4	4
678,333 A preferred shares of €0.01 each	7	7
818,195 B preferred shares of €0.01 each	8	8
341,846 C preferred shares of €0.01 each	4	4
42,074 C1 preferred shares of €0.01 each	-	-
474,616 D preferred shares of €0.01 each	5	5
724,459 E preferred shares of €0.01 each	7	7
	<u>218,328</u>	<u>218,328</u>

## **Notes to the financial statements** *(continued)*

### **10 Commitments**

The company has no off-balance sheet arrangements.

### **11 Ultimate controlling party**

The immediate parent undertaking is SoundCloud Holdings GmbH, Berlin, Germany. The ultimate parent and controlling party is SoundCloud Holdings LLC, Grand Cayman, Cayman Islands. The group financial statements of SoundCloud Holdings GmbH, Rheinsberger Str. 76/77, 10115 Berlin, Germany, are published at the German commercial register ("Handelsregister") and the federal gazette ("Bundesanzeiger").

### **12 Related party transactions**

See notes 7 and 8 for disclosure of amounts owed by group companies and owed to group companies. The company has entered into a service agreement with the subsidiary SoundCloud Global Ltd. & Co. KG and received services of €32 thousand in 2022 (2021: €44 thousand).

The shares of SoundCloud Global Ltd. & Co. KG are held by SoundCloud Limited and Soundcloud Management GmbH, a limited liability company under German law. SoundCloud Limited acts as the general partner whilst Soundcloud Management GmbH is the sole limited partner. SoundCloud Limited has paid €25 thousand for the trustee activity of SoundCloud Management GmbH in 2022 (2021: €5 thousand).

There were no other material transactions with related parties in the year 2022.

### **13 Events after the end of the financial year**

SoundCloud Pty. Limited, Australia, was deregistered in February 2023.

Beyond the abovementioned no reportable events occurred after the reporting period.