

**Verbatim Asset Management Limited**

**Directors' report and financial  
statements**

Registered number 07048980

31 December 2018

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## Company information

<b>Directors</b>	KE Davy NM Stevens
<b>Registered office</b>	The John Smith's Stadium Stadium Way Huddersfield HD1 6PG
<b>Registered number</b>	07048980 (England and Wales)
<b>Auditor</b>	KPMG LLP 1 Sovereign Square Sovereign Street Leeds LS1 4DA

## **Directors' report**

The directors present their report and financial statements of the company for the year ended 31 December 2018.

### **Principal activities and review of business**

The principal activity of the company in the year under review was that of the holding company of the Verbatim Asset Management Group of companies. The prime purpose of the companies within the Verbatim Asset Management Group is to provide investment management and financial software services and research to financial services advisory firms and packaged investment products and investment services to their retail clients throughout the UK. The results for the year are detailed on page 8.

### **Directors**

The directors who held office during the year and up to the signing of this report were as follows.

KE Davy  
NM Stevens  
SC Turvey (resigned 30 April 2019)

### **Dividends**

The directors do not recommend payment of a dividend (2017: £nil).

### **Future Developments**

The Directors do not anticipate any material change in the activities of the company for the foreseeable future.

### **Principal risks and uncertainties**

The Directors review and where possible mitigate known business risks. The principal risks of the Group are detailed in the financial statements of The SimplyBiz Group plc (formerly The SimplyBiz Group Limited). The directors do not believe that there are any significant risks and uncertainties associated with this company.

### **Going concern**

On the basis of the Company's current and forecast financial performance and cash flows, and the commitment from its ultimately parent company, The SimplyBiz Group plc, to continue to provide financial support to the Company, the Directors consider and have concluded that the Company will have adequate resources to continue in operational existence for the foreseeable future. For these reasons they continue to adopt a going concern basis in the preparation of the financial statements.

### **Brexit**

The Directors continue to monitor the uncertainties surrounding the UK's withdrawal from the EU, and the potential impacts on the business and its stakeholders, with the largest risk believed to be associated impacts that a financial shock could have on the UK economy. The Directors believe that the Company's diversified and solely UK revenue streams, together with regular monitoring of the financial markets, provide some degree of mitigation.

### **Disclosure of information to auditor**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

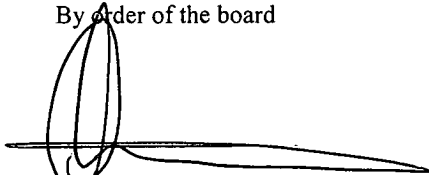
### **Directors' indemnities**

As permitted by the Articles of Association, the Directors have the benefit of a Directors' and Officers' liability insurance, which is a qualifying third-party indemnity provision as defined by Section 234 of the Companies Act 2006. This indemnity, purchased by The SimplyBiz Group plc and applicable to the directors of the Company was in force throughout the last financial year and is currently in force.

**Auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board



Neil Stevens  
Director

The John Smith's Stadium  
Stadium Way  
Huddersfield  
HD1 6PG

20 September 2019

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

The directors are responsible for preparing 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are 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, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



**KPMG LLP**

1 Sovereign Square  
Sovereign Street  
Leeds  
LS1 4DA  
United Kingdom

## **Independent auditor's report to the members of Verbatim Asset Management Limited**

### **Opinion**

We have audited the financial statements of Verbatim Asset Management Limited ("the company") for the year ended 31 December 2018 which comprise the Profit and loss account and other comprehensive income, the Balance sheet and the Statement of changes in equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **The impact of uncertainties due to the UK exiting the European Union on our audit**

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors and related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

### **Going concern**

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model, including the impact of Brexit, and

analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

#### **Directors' report**

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

#### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

#### **Directors' responsibilities**

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities**

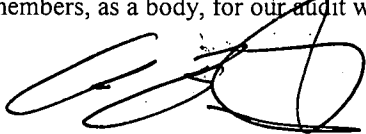
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).



**The purpose of our audit work and to whom we owe our responsibilities**

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.



**Ian Beaumont (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
1 Sovereign Square  
West Yorkshire  
LS1 4DA

25 September 2019

**Profit and loss account and other comprehensive income**  
*for the year ended 31 December 2018*

	<i>Note</i>	<b>31 December 2018 £</b>	<b>31 December 2017 £</b>
<b>Turnover</b>		-	-
Administrative expenses		(1,123,346)	(840,718)
<b>Operating loss</b>		<u>(1,123,346)</u>	<u>(840,718)</u>
Income from shares in group undertakings	2-3	1,500,000	3,200,000
<b>Profit on ordinary activities before taxation</b>		<u>376,654</u>	<u>2,359,282</u>
Tax on profit on ordinary activities	4	-	-
<b>Profit for the financial year</b>		<u><u>376,654</u></u>	<u><u>2,359,282</u></u>

There are no items to be included in Other Comprehensive Income in the current or preceding year.

The notes on pages 11 to 18 form part of these financial statements.

**Balance sheet**  
 at 31 December 2018

	Note	31 December 2018		31 December 2017 (restated)	
		£	£	£	£
<b>Fixed assets</b>					
Investments	5		3		3
			<u>3</u>		<u>3</u>
<b>Current assets</b>					
Debtors	6	1,389,270		600,070	
Cash at bank and in hand		95,303		345,399	
		<u>1,484,573</u>		<u>945,469</u>	
<b>Creditors: amounts falling due within one year</b>	7	<u>(2,730,946)</u>		<u>(2,568,496)</u>	
<b>Net current liabilities</b>			<u>(1,246,373)</u>		<u>(1,623,027)</u>
<b>Total liabilities</b>			<u>(1,246,370)</u>		<u>(1,623,024)</u>
<b>Capital and reserves</b>					
Called up share capital	9	90,729		90,729	
Profit and loss account		(1,337,099)		(1,713,753)	
<b>Shareholders' deficit</b>		<u>(1,246,370)</u>		<u>(1,623,024)</u>	

These financial statements were approved by the board of directors on 20 September 2019 and were signed on its behalf by:

  
 N M Stevens  
 Director

Registered no: 07048980

The notes on pages 11 to 18 form part of these financial statements.

**Statement of changes in equity**  
*at 31 December 2018*

	<b>Called up share capital (restated) £</b>	<b>Profit and loss account £</b>	<b>Total equity £</b>
Balance at 1 January 2017	90,729	(4,073,035)	(3,982,306)
<b>Total comprehensive income for the period</b>			
Profit for the period	-	2,359,282	2,359,282
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the period	-	2,359,282	2,359,282
	<hr/>	<hr/>	<hr/>
<b>Transactions with owners, recorded directly in equity</b>			
Dividends	-	-	-
	<hr/>	<hr/>	<hr/>
Total contributions by and distributions to owners	-	-	-
	<hr/>	<hr/>	<hr/>
<b>Balance at 31 December 2017</b>	<b>90,729</b>	<b>(1,713,753)</b>	<b>(1,623,024)</b>
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
Balance at 1 January 2018	90,729	(1,713,753)	(1,623,024)
<b>Total comprehensive income for the period</b>			
Profit for the period	-	376,654	376,654
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the period	-	376,654	376,654
	<hr/>	<hr/>	<hr/>
<b>Transactions with owners, recorded directly in equity</b>			
Dividends	-	-	-
	<hr/>	<hr/>	<hr/>
Total contributions by and distributions to owners	-	-	-
	<hr/>	<hr/>	<hr/>
<b>Balance at 31 December 2018</b>	<b>90,729</b>	<b>(1,337,099)</b>	<b>(1,246,370)</b>
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

The notes on pages 11 to 18 form part of these financial statements.

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

Verbatim Asset Management Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK. The address of its registered office is The John Smith's Stadium, Stadium Way, Huddersfield, HD1 6PG.

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* applicable in the UK and Republic of Ireland ("*FRS 101*") as issued in August 2014. The amendments to FRS 101 issued in September 2016 and effective immediately have been applied. The presentation currency of these financial statements is sterling.

The Company's ultimate parent undertaking, The SimplyBiz Group plc (formerly The SimplyBiz Group Limited) includes the Company in its consolidated financial statements. The consolidated financial statements of The SimplyBiz Group plc are available to the public and may be obtained from The John Smith's Stadium, Stadium Way, Huddersfield, HD1 6PG. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes;
- Key Management Personnel compensation;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### 1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

#### 1.2 Going concern

Notwithstanding net current liabilities of £1,246,373 at the balance sheet date, these financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons.

The Directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the Company will have sufficient funds, through funding from its ultimate parent company, The SimplyBiz Group plc, to meet its liabilities as they fall due for that period.

Those forecasts are dependent on The SimplyBiz Group plc not seeking repayment of the amounts currently due to it, which at 31 December 2018 amounted to £2,696,317, and providing additional financial support during that period. The SimplyBiz Group plc has indicated its intention to continue to make available such funds as are needed by the company, and that it does not intend to seek repayment of the amounts due at the balance sheet date, for the period covered by the forecasts. As with any company placing reliance on other group companies for financial support, the directors acknowledge that there can be no certainty this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

## Notes (continued)

### 1 Accounting policies (continued)

#### 1.3 Critical accounting estimates and judgements

The Company makes estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The directors believe that there are no critical estimates or judgements material to these financial statements.

#### 1.4 Classification of financial instruments issued by the Company

In accordance with FRS 101, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

#### 1.5 Basic financial instruments

##### *Trade and other debtors / creditors*

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

##### *Interest-bearing borrowings classified as basic financial instruments*

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

##### *Investments in ordinary shares*

Investments in equity instruments are measured initially at fair value, which is normally the transaction price. Transaction costs are excluded if the investments are subsequently measured at fair value through profit and loss. Subsequent to initial recognition investments that can be measured reliably are measured at fair value with changes recognition in profit or loss. Other investments are measured at cost less impairment in profit or loss.

## Notes (continued)

### 1 Accounting policies (continued)

#### 1.6 Provisions

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the amount required to settle the obligation at the reporting date.

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

#### 1.7 Turnover

Turnover represents the provision of services to external customers at invoiced amounts less value added tax.

Turnover from the rendering of services is recognised in the period in which the services are provided.

#### 1.8 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**Notes** *(continued)*

**2 Profit and Loss Account Information**

The company's activities consist solely of the Company's principal activity in the UK.

Auditor's remuneration is borne by a fellow group undertaking.

**3 Staff numbers and costs**

There were no employees during the year other than directors. All staff costs, including directors' costs, are paid by the parent company and recharged to the company via management charges. The Company was recharged £76k with respect to Directors' costs.



## Notes (continued)

### 4 Taxation

*Total tax charge recognised in the profit and loss account*

	31 December 2018 £	31 December 2017 £
<b>Current tax</b>		
Current tax on income for the period	-	-
Adjustments in respect of prior periods	-	-
	<hr/>	<hr/>
<b>Total current tax</b>	-	-
	<hr/>	<hr/>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
Change in tax rate	-	-
Adjustments in respect of prior periods	-	-
	<hr/>	<hr/>
<b>Total deferred tax (see note 8)</b>	-	-
	<hr/>	<hr/>
<b>Total tax charge</b>	-	-
	<hr/>	<hr/>

*Reconciliation of effective tax rate*

	31 December 2018 £	31 December 2017 £
Profit for the year	376,654	2,359,282
Total tax charge	-	-
	<hr/>	<hr/>
Profit before taxation	376,654	2,359,282
	<hr/>	<hr/>
Tax using the UK corporation tax rate of 19% (2017: 19.25%)	71,564	454,162
<i>Effects of:</i>		
Expenses not deductible for tax purposes	2,277	1,220
Group relief surrendered	211,159	160,618
Income not taxable	(285,000)	(616,000)
	<hr/>	<hr/>
<b>Total tax charge included in the profit or loss</b>	-	-
	<hr/>	<hr/>

## Notes (continued)

### 5 Fixed asset investments

	Shares in group undertakings £
Cost and net book value at beginning and end of the year	3

The company has the following investments in subsidiaries, incorporated in the UK.

	Class of shares held	Ownership %
Verbatim Adviser Services Limited	Ordinary	100
Verbatim Investments Limited	Ordinary	100
Verbatim Portfolio Management Limited	Ordinary	100

The address of the registered office of the subsidiaries above is The John Smith's Stadium, Stadium Way, Huddersfield, HD1 6PG.

### 6 Debtors

	31 December 2018 £	31 December 2017 £
Amounts owed by group undertakings	1,371,631	588,924
Prepayments and accrued income	17,639	11,146
	<u>1,389,270</u>	<u>600,070</u>

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

	31 December 2018 £	31 December 2017 £
Trade creditors	13,834	8,400
Amounts owed to group undertakings	2,696,317	2,502,547
Accruals and deferred income	20,795	57,549
	<u>2,730,946</u>	<u>2,568,496</u>

Amounts owed to group undertakings are repayable on demand and do not attract interest.

## Notes (continued)

### 8 Deferred tax, assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Assets 31 December 2018 £	31 December 2017 £	Liabilities 31 December 2018 £	31 December 2017 £	Net 31 December 2018 £	31 December 2017 £
Losses	9,417	9,417	-	-	9,417	9,417
Tax assets	9,417	9,417	-	-	9,417	9,417

The above deferred tax assets are not recognised due to the uncertainty over their future recoverability.

### 9 Share capital

			31 December 2018 £	31 December 2017 (restated) £
Allotted, issued and fully paid:				
Number	Class:	Nominal value:		
58,182,235	Ordinary	£0.001	58,182	58,182
30,000,000	A Ordinary	£0.001	30,000	30,000
2,546,701	B Ordinary	£0.001	2,547	2,547
			90,729	90,729

Only the Ordinary and A Ordinary shares carry voting rights. There are no restrictions on the repayment of capital of any share class. There are no restrictions on the distribution of dividends on the Ordinary or A Ordinary shares. B Ordinary shares only have a right to participate in dividends relating to accrued profits after 1 January 2018.

Comparative share capital has been increased to reflect an issue of shares in 2016 which amounted to £8,146. This did not have a significant impact on the net liabilities, resulting in net liabilities decreasing by £8,146.

### 10 Contingencies

The company has provided a guarantee against the bank loans of The SimplyBiz Group plc, the ultimate parent company. The total amount outstanding at 31 December 2018 amounted to £7,500,000 (2017: £35,000,000).

### 11 Related party disclosures

The company has taken advantage of the exemption within FRS 101 and therefore not disclosed details of transactions with fellow companies within the group headed by The SimplyBiz Group plc.

**Notes** *(continued)*

**12 Ultimate parent company and controlling party**

The immediate parent undertaking is Simply Biz Limited.

The financial statements contain information about Verbatim Asset Management Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

The ultimate parent undertaking is The SimplyBiz Group plc, which is the only set of consolidated financial statements which include the results of the company. These accounts can be obtained from the company's registered office.

In the opinion of the directors, the ultimate controlling party is The SimplyBiz Group plc (formerly The SimplyBiz Group Limited).

**13 Subsequent events**

On 20 March 2019, The SimplyBiz Group plc increased its borrowing from £7,500,000 to £45,000,000, as part of the funding structure for an acquisition. The Company continues to provide a guarantee against these bank loans.