

Registration number: 07088143

## **All Market Europe Limited**

Annual report and consolidated financial statements

for the year ended 31 December 2022



# **All Market Europe Limited**

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# All Market Europe Limited

## Company Information

<b>Directors</b>	Timothy Robert Rees Martin Roper
<b>Registered Office</b>	2nd Floor 55 Charterhouse Street London EC1M 6HA
<b>Bankers</b>	Santander UK plc BNP Bank
<b>Auditor</b>	Deloitte LLP Statutory Auditor Abbots House, Abbey Street Reading, RG1 3BD United Kingdom

# All Market Europe Limited

## Strategic Report

### For the year ended 31 December 2022

The directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006.

This strategic report has been prepared for the consolidated All Market Europe Limited Group (the "Group") as a whole and therefore gives greater emphasis to those matters which are significant to All Market Europe Limited and its subsidiary undertakings when viewed as a whole.

#### Principal Activity

All Market Europe Limited is a subsidiary of The Vita Coco Company, Inc., a publicly-owned US entity. The principal activity of All Market Europe Limited is the marketing, sales and distribution of packaged coconut water beverages under the brand Vita Coco. The main customers of Vita Coco are supermarkets, international distributors and wholesalers, but a small proportion of sales are made to small, independent customers.

#### Review of the Business

In 2022, All Market Europe Limited continued to focus on the core branded coconut water sales, capitalising on the growing macro trends of consumers switching to healthy beverages, whilst also expanding into new geographies.

#### Key Performance Indicators

Gross revenue of the Group increased by 18% to £41,911,895 (2021: £35,420,029). The key drivers of this increase was the further expansion of the market in Europe and the rest of the world and the Vita Coco brand outperforming within the coconut water and wider juice category. Net revenue increased during 2022 by 20% to £35,189,215 (2021: £29,292,377) in line with the increase in gross revenue.

The majority of revenues still originate from the sales of our core coconut water range however an increasing share of the revenue was originated from the Vita Coco Pressed range which was successfully launched towards the end of 2018.

Gross profit of the Group increased by 22% to £8,203,354 (2021: £6,731,040) driven by the gradual decrease in ocean freight rates at the end of the year that the Group was exposed to in line with the wider market.

The operating loss of the Group in 2022 was £1,223,136 (2021: loss £2,221,803) with a Group loss after tax of £1,361,586 (2021: loss £1,414,914).

The net assets of the Group decreased by 45% to £1,495,291 (2021: £2,694,759) which was inline with Directors' expectations due to higher amounts due to fellow subsidiaries

#### Principal risks and uncertainties

##### *Competitive risks*

All Market Europe continues to monitor the competitive environment within coconut water and adjacent categories and remains confident that Vita Coco as the market leading brand in the UK remains well positioned to adapt to future developments within these categories.

##### *Credit risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge an obligation. All Market Europe's policies are aimed at minimizing such losses and require that deferred terms are only granted to customers who demonstrate an appropriate payment history and satisfy creditworthiness procedures.

##### *Liquidity risk*

Liquidity risk is the risk that an entity will encounter difficulties in meeting obligations associated with financial liabilities. All Market Europe Limited is currently a liquid business, supported by the Group's parent The Vita Coco Company, Inc. with no long-term external debt.

# All Market Europe Limited

## Strategic Report (continued)

For the year ended 31 December 2022

### *Foreign exchange rate risk*

Foreign exchange rate risk arises on transactions denominated in foreign currencies. The Group is exposed to transaction foreign exchange risk as it operates in Europe as well as a number of countries in the Middle East where transactions are predominantly denominated in Euros and US Dollars.

The majority of the Group's financial assets are held in Sterling, but movements in the exchange rate of the Euro and the US Dollar against Sterling have an impact on both the result for the year and equity.

The majority of payables are in Sterling, although some are in US Dollars. Receivables in US Dollars from some international markets provide a natural partial hedge against US Dollar payables, complemented by the foreign exchange hedging policy managed by the Group's parent The Vita Coco Company, Inc.

### *Economic risks*

We closely monitor the potential risks and uncertainties linked to the economic climate such as the Russia/Ukraine conflict. The Russia/Ukraine conflict has had no direct impact on the group as the group has no customers within this conflicted region therefore there been no effects on its revenue streams. We also monitor the macro-economic impacts being observed globally with monetary policy increasing global interest rates and inflationary pressures being present in the UK and beyond and assess the impact these will have on our business going forward.

### **Future Developments**

The Group will focus on increasing revenue through targeting new consumers and occasions within the UK and continued expansion in select European markets

Approved by the Board on 27 September 2023 and signed on its behalf by:



.....  
T R Rees  
Director

# **All Market Europe Limited**

## **Directors' Report**

### **For the year ended 31 December 2022**

The directors present their annual report on the affairs of the Group, together with the audited consolidated financial statements, for the year ended 31 December 2022.

#### **Principal activity**

The principal activity of the Group is the marketing, sales and distribution of packaged coconut water beverages under the brand Vita Coco.

#### **Results and dividends**

The Group loss after taxation for the year was £1,361,586 (2021: loss £1,414,195). The directors do not recommend the payment of a dividend (2021: £nil).

#### **Strategic report**

The information that fulfils the Companies Act requirements of the business review is included in the Strategic report. This includes a review of the business of the Group during the year, of its position at the end of the period, its key performance indicators, principal risks and uncertainties and of the likely future developments in its business.

#### **Directors**

The directors who served during the year and up to the date of this report were as follows, except as noted:

Michael Kirban (resigned 11 September 2023)

Timothy Robert Rees

Martin Roper (appointed on 11 September 2023)

#### **Directors' Liability Insurance**

The Company has made qualifying third-party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

#### **Going concern**

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report on pages 3 to 4.

On the basis of their assessment of the Group's financial position, expected performance in the forthcoming year and of the support provided by parent company, The Vita Coco Company, Inc, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

#### **Financial risk management objectives and policies**

All Market Europe is currently a liquid business with no long term external debt.

#### **Political and charitable donations**

Charitable donations during the year amounted to £6,091 (2021: £13,536). No contributions to political organisations were made during the year. Charitable considerations including the Vita Coco project were managed by the parent company.

#### **Sustainability**

All Market Europe is aligned with the goals and principles of being a sustainable business that considers the impact of decisions on employees, customers, suppliers, community and the environment and in line with these goals has achieved B Corporation recertification during 2023 (original Certification 2019).

# **All Market Europe Limited**

## **Directors' Report (continued)**

**For the year ended 31 December 2022**

### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- So far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- The director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

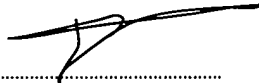
This information is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

### **Events after the balance sheet date**

There have been no significant adjusting or non-adjusting events between the balance sheet date and the date of signing the financial statements.

Approved by the Board on 27 September 2023 and signed on its behalf by:



.....  
T R Rees  
Director

# **All Market Europe Limited**

## **Directors' responsibilities statement For the year ended 31 December 2022**

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law, the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 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 and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material disclosures; and
- 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 proper accounting records that are sufficient to show and explain the Company's transactions and that 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 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.



# **All Market Europe Limited**

## **Independent Auditor's report to the members of All Market Europe Limited**

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

#### **Opinion**

In our opinion the financial statements of All Market Europe Limited (the 'parent company') and its subsidiaries (the 'group'):

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

We have audited the financial statements which comprise:

- the consolidated statement of comprehensive income;
- the consolidated balance sheet
- the company balance sheet;
- the consolidated statement of changes in equity;
- the consolidated statement of cash flows;
- the statement of accounting policies and
- the related notes 1 to 24.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

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 auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

# All Market Europe Limited

## Independent Auditor's report to the members of All Market Europe Limited (continued)

### Other Information (Continued)

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.

### Responsibilities of directors

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

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

### Auditor's responsibilities for the audit of the financial statements

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

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 auditor's report.

### Extent to which the audit was considered capable of detecting irregularities, including fraud

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

We considered the nature of the group's industry and its control environment, and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework[s] that the group operates in, and identified the key laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

# **All Market Europe Limited**

## **Independent Auditor's report to the members of All Market Europe Limited (continued)**

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address are described below:

- We presume a risk of material misstatement due to fraud relating to revenue recognition. This has been pinpointed towards the completeness of promotional discounts set off against revenue earned as this balance is the most judgemental and which directly impacts reported net revenues. To address this risk, we performed the following procedures:
  - Assessing and challenging the methodology applied for promotional activity;
  - Performed substantive testing over promotional transactions through post year-end customer analysis ;and
  - Assessed the design and implementation of internal controls around the completeness of the promotional discounts set off against the revenue earned.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

### **Report on other legal and regulatory requirements**

#### **Opinions on other matters prescribed by the Companies Act 2006**

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

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

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

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

Under the Companies Act 2006 we are required to report in respect of the following matters 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.


We have nothing to report in respect of these matters.

## All Market Europe Limited

### Independent Auditor's report to the members of All Market Europe 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 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.

DocuSigned by:  
  
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Sandy Sullivan, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Reading, UK

27 September 2023

## All Market Europe Limited

### Consolidated statement of comprehensive income For the year ended 31 December 2022

		2022	2021
	Note	£	£
Turnover (gross)	4	41,911,895	35,420,029
Discounts		(6,722,680)	(6,127,652)
<b>Turnover (net)</b>		<b>35,189,215</b>	<b>29,292,377</b>
Cost of sales		(26,985,861)	(22,561,337)
<b>Gross profit</b>		<b>8,203,354</b>	<b>6,731,040</b>
Other operating expenses	6	(9,426,490)	(8,952,843)
<b>Operating loss</b>		<b>(1,223,136)</b>	<b>(2,221,803)</b>
Finance costs	5	(15,183)	(1,412)
<b>Loss before taxation</b>		<b>(1,238,319)</b>	<b>(2,223,215)</b>
Taxation	10	(123,266)	808,301
<b>Loss for the financial year</b>		<b>(1,361,585)</b>	<b>(1,414,914)</b>
Currency translation difference is the re-translation of overseas subsidiaries		162,120	217,456
<b>Total comprehensive expenditure</b>		<b>(1,199,465)</b>	<b>(1,197,458)</b>

The profit before taxation derives entirely from continuing activities.

The notes on pages 18 to 34 form an integral part of these financial statements.

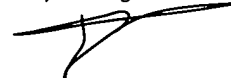
# All Market Europe Limited

## Consolidated balance sheet As at 31 December 2022

	Note	2022 £	2021 £
<b>Fixed Assets</b>			
Intangible Assets	11	52,428	74,848
Tangible Assets	12	34,462	53,453
		<b>86,890</b>	<b>128,301</b>
<b>Current assets</b>			
Stocks	14	6,408,882	4,304,212
Debtors	15	8,109,935	7,410,846
Cash at bank and in hand	16	4,866,962	1,973,299
Deferred tax asset	18	227,575	332,815
		<b>19,613,354</b>	<b>14,021,172</b>
<b>Creditors: amounts falling due within one year</b>	17	(18,204,951)	(11,454,714)
<b>Net Current Assets</b>		<b>1,408,403</b>	<b>2,566,458</b>
<b>Total assets less current liabilities</b>		<b>1,495,293</b>	<b>2,694,759</b>
<b>Net Assets</b>		<b>1,495,293</b>	<b>2,694,759</b>
<b>Capital and reserves</b>			
Share capital	20	11,131	11,131
Share premium reserve	20	44,154	44,154
Other Reserve	20	196,231	34,111
Profit & Loss Account	20	1,243,777	2,605,363
<b>Shareholders' funds</b>		<b>1,495,293</b>	<b>2,694,759</b>

The financial statements of All Market Europe Limited (registration number: 07088143) were approved by the Board of directors and authorised for issue on 27 September 2023.

They were signed on its behalf by:



T R Rees  
Director

The notes on pages 18 to 34 form an integral part of these financial statements.

# All Market Europe Limited

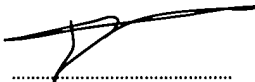
## Company balance sheet As at 31 December 2022

	Note	2022 £	2021 £
<b>Fixed Assets</b>			
Intangible Assets	11	52,428	64,923
Tangible Assets	12	34,461	53,453
Investment In Subsidiaries	13	11,115	11,115
		<b>98,004</b>	<b>129,491</b>
<b>Current assets</b>			
Stocks	14	5,821,407	4,014,496
Debtors	15	11,132,711	14,144,862
Cash at bank and in hand	16	4,178,181	1,772,394
		<b>21,132,299</b>	<b>19,931,752</b>
<b>Creditors: amounts falling due within one year</b>	17	(16,094,228)	(13,697,913)
<b>Net Current Assets</b>		<b>5,038,071</b>	<b>6,233,839</b>
<b>Total assets less current liabilities</b>		<b>5,136,075</b>	<b>6,363,330</b>
<b>Provision for liabilities</b>	18	-	(68,657)
<b>Net Assets</b>		<b>5,136,075</b>	<b>6,294,673</b>
<b>Capital and reserves</b>			
Share capital	20	11,131	11,131
Share premium reserve	20	44,154	44,154
Profit & Loss Account	20	5,080,790	6,239,387
<b>Shareholders' funds</b>		<b>5,136,075</b>	<b>6,294,672</b>

The loss for the financial year dealt with in the financial statements of the parent company was £1,158,596 (2021: loss £1,954,935). As permitted by Section 408 of the Companies Act 2006, no separate profit and loss account or statement of comprehensive income is presented in respect of the parent company.

The financial statements of All Market Europe Limited (registration number: 07088143) were approved by the Board of directors and authorised for issue on 27 September 2023.

They were signed on its behalf by:



T R Rees  
Director

The notes on pages 18 to 34 form an integral part of these financial statements.

## All Market Europe Limited

### Consolidated statement of changes in equity For the year ended 31 December 2022

	Called Up Share Capital	Share Premium Reserve	Other Reserve	Profit and Loss Account	Total
	£	£	£	£	£
At 1 January 2021	11,196	99,274	(183,345)	4,020,276	3,947,401
Profit For The Year	-	-	-	(1,414,914)	(1,414,914)
Currency translation difference on foreign currency net investment	-	-	217,457	-	217,457
<b>Total Comprehensive Income</b>	-	-	217,457	(1,414,914)	(1,197,457)
New Share Capital Subscribed (see note 20)	1	-	-	-	1
Purchase of own share capital (see note 20)	(66)	(55,120)	-	-	(55,186)
<b>At 31 December 2021</b>	<b>11,131</b>	<b>44,154</b>	<b>34,112</b>	<b>2,605,362</b>	<b>2,694,759</b>

	Called Up Share Capital	Share Premium Reserve	Other Reserve	Profit and Loss Account	Total
	£	£	£	£	£
At 1 January 2022	11,131	44,154	34,112	2,605,362	2,694,759
Loss For The Year	-	-	-	(1,361,585)	(1,361,585)
Currency translation difference on foreign currency net investment	-	-	162,120	-	162,120
<b>Total Comprehensive Expense</b>	-	-	162,120	(1,361,585)	(1,199,465)
<b>At 31 December 2022</b>	<b>11,131</b>	<b>44,154</b>	<b>196,232</b>	<b>1,243,777</b>	<b>1,495,294</b>

The notes on pages 18 to 34 form an integral part of these financial statements.



# All Market Europe Limited

## Company statement of changes in equity For the year ended 31 December 2022

	Called Up Share Capital £	Share Premium Reserve £	Profit and Loss Account £	Total £
At 1 January 2021	11,196	99,274	8,194,322	8,304,792
Loss For The Year	-	-	(1,954,936)	
<b>Total Comprehensive Profit</b>	-	-	(1,954,936)	(1,954,936)
Purchase of own share capital (see note 20)	1	-	-	1
Purchase of own share capital (see note 20)	(66)	(55,120)		(55,186)
<b>At 31 December 2021</b>	<b>11,131</b>	<b>44,154</b>	<b>6,239,386</b>	<b>6,294,671</b>

	Called Up Share Capital £	Share Premium Reserve £	Profit and Loss Account £	Total £
At 1 January 2022	11,131	44,154	6,239,386	6,294,671
Loss For The Year	-	-	(1,158,596)	(1,158,596)
<b>Total Comprehensive Expense</b>	-	-	(1,158,596)	(1,158,596)
New Share Capital Subscribed (see note 20)	-	-	-	-
Purchase of own share capital (see note 20)	-	-	-	-
<b>At 31 December 2022</b>	<b>11,131</b>	<b>44,154</b>	<b>5,080,790</b>	<b>5,136,075</b>

The notes on pages 18 to 34 form an integral part of these financial statements.

# All Market Europe Limited

## Consolidated Statement Of Cash Flows For the year ended 31 December 2022

	Note	2022 £	2021 £
<b>Net cash flows generated/(used in) from operating activities</b>	24	2,725,350	(4,445,503)
<b>Cash flows used in investing activities</b>			
Interest on loan from group undertakings	5	(15,183)	(1,412)
Capital expenditure	12	(9,378)	(21,623)
Acquisition of intangible assets	11	-	(8,942)
<b>Net cash flows used in investing activities</b>		(24,561)	(31,977)
<b>Cash flows used in financing activities</b>			
Payments for purchase of own shares	20	-	(55,266)
Proceeds from the issue of shares	20	-	81
<b>Net cash flows used in financing activities</b>		-	(55,185)
<b>Foreign Exchange movements on cash and cash equivalents</b>		140,221	250,397
<b>Net increase/(decrease) in cash and cash equivalents</b>		2,841,009	(4,282,268)
<b>Cash and cash equivalents at beginning of year</b>		1,973,299	6,255,568
<b>Cash and cash equivalents at end of year</b>		4,814,309	1,973,299
<b>Reconciliation to cash at bank and in hand</b>		4,866,962	1,973,299

The notes on pages 18 to 34 form an integral part of these financial statements.

# **All Market Europe Limited**

## **Notes to the financial statements For the year ended 31 December 2022**

### **1 General information and basis of accounting**

All Market Europe Limited (the Company) is a private Company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is shown on page 1.

The principal activities of the Company and its subsidiaries (the Group) and the nature of the Group's operations are set out in the Strategic report on pages 3-4.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of All Market Europe Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. The consolidated financial statements are also presented in pounds sterling. Foreign operations are included in accordance with the policies set out below.

### **2 Accounting policies**

#### **Summary of significant accounting policies**

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

#### **Statement of compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

#### **Basis of consolidation**

The Group financial statements consolidate the financial statements of the Company and its subsidiary undertakings drawn up to 31 December each year. The results of subsidiaries acquired or sold are consolidated for the periods from or to the date on which control passed.

Inter-company transactions, balances and unrealised gains on transactions between the Company and its subsidiaries, which are related parties, are eliminated in full.

All Market Europe meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to share-based payments, financial instruments, intra-group transactions and remuneration of key management personnel.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group. No such changes have been made in the current year.

# All Market Europe Limited

## Notes to the financial statements (continued)

For the year ended 31 December 2022

### 2 Accounting policies (continued)

#### Going concern

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report on pages 3 to 4.

On the basis of their assessment of the Group's financial position, expected performance in the forthcoming year and of the support provided by parent company, The Vita Coco Company, Inc, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

#### Intangible assets

Intangible assets are initially recognised at cost and subsequently amortised on a straight line basis over their useful economic lives. The contract for computer software licences is for a duration of seven years, so the licences are amortised over a useful economic life of seven years.

Asset class	Depreciation method and rate
Software	14% straight line per annum

#### Tangible assets

Tangible fixed assets are stated at cost or valuation, net of accumulated depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets, other than investment properties and freehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on straight-line basis over its expected useful life, as follows:

Asset class	Depreciation method and rate
Motor vehicles	20% reducing balance per annum
Furniture, fittings and equipment	20% straight line per annum

#### Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

#### Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a finance transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when: a) the contractual rights to the cash flows from the financial asset expire or are settled; b) the Group transfers to another party substantially all of the risks and rewards of ownership of the financial asset; or c) the Group, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

# All Market Europe Limited

## Notes to the financial statements (continued)

### For the year ended 31 December 2022

#### Trade debtors

Trade debtors are amounts due from customers for goods sold in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables.

#### Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if the Company does not have an unconditional right, at the end of the reporting period to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

#### Investments

In the Company balance sheet, investments in subsidiaries and associates are measured at cost less impairment.

#### Fair value measurement

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

#### Stocks

Stock represents finished goods, which are valued at the lower of cost and net realisable value. Net realisable value is based upon estimated selling price less further costs expected to be incurred from storing and distributing the product to customers. Provision is made for obsolete and slow-moving items.

#### Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

#### Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

# All Market Europe Limited

## Notes to the financial statements (continued)

### For the year ended 31 December 2022

#### 2 Accounting policies (continued)

##### Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

##### Tax

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset (other than goodwill) that is recognised in a business combination is less/more than the value at which it is recognised, a deferred tax liability/asset is recognised for the additional tax that will be paid/avoided in respect of that difference. Similarly, a deferred tax asset/ liability is recognised for the additional tax that will be avoided/paid because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Group is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment is measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Group intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

# **All Market Europe Limited**

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

**For the year ended 31 December 2022**

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

#### **Tax (continued)**

Deferred tax assets and liabilities are offset only if: a) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

#### **Turnover**

Turnover (gross) as disclosed in the Statement of comprehensive income account represents the invoiced value of goods sold to customers, net of Value Added Tax, but before the deduction of promotional and volume based discounts are either invoiced back by customers and a credit note raised. The promotional discounts are accrued, if the invoices from customers have not yet been received, based on the volume of sales to each customer and the value of the promotion.

Turnover (net) as disclosed in the statement of comprehensive income represents the invoiced value of goods sold to customers, net of Value Added Tax, but after the deduction of promotional and volume based discounts are either invoiced back by customers and a credit note raised.

#### **Foreign currency transactions and balances**

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

#### **Leases**

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

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

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

# All Market Europe Limited

## Notes to the financial statements (continued)

### For the year ended 31 December 2022

#### 2 Accounting policies (continued)

##### Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

##### Share-based payments

The Company issues equity-settled share options and cash-settled share appreciation rights to certain employees within the Group. Equity-settled share-based payment transactions are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of grant. The fair value determined at the grant date of the shares is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions.

Fair value is measured by use of the Black Scholes pricing model which is considered by management to be the most appropriate method of valuation. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

##### Defined Contribution Pension

The Company makes contributions to a defined contribution scheme on behalf of its employees. A defined contribution scheme is a pension scheme under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

Contributions are charged to the Statement of comprehensive income as they come due. Amounts not paid are shown in accruals as a liability in the balance sheet.

#### 3 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described in note 2, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

##### Critical judgements in applying the Company's accounting policies

No critical judgements have been made in the current year, nor in the prior year.

##### Key sources of estimation uncertainty

The Group's net revenue is stated after discounts are applied. These discounts relate to promotions at the point of sale. The promotional discount rates applied are specific to agreements with each customer and the discount is calculated on the amount of cases a customer sells during a specific promotion time period. There is an element of these discounts that must be estimated at year end due to no customer information on chargebacks. The amount of cases is estimated based on a sales forecast from recent trends of volume sold on promotion, at a customer & product level. The estimate at year-end is £1.0m.



# All Market Europe Limited

## Notes to the financial statements (continued) For the year ended 31 December 2022

### 4 Turnover

The analysis of the Group's turnover is as follows:

	2022	2021
	£	£
Sale of goods	41,891,166	35,420,029
Royalties	20,729	-
Discounts	(6,722,680)	(5,419,791)
	<u>35,189,215</u>	<u>30,000,238</u>

The analysis of the Group's turnover (gross) by geographical market is set out below:

Turnover	2022	2021
	£	£
UK	34,553,807	30,129,620
Europe	6,679,378	4,929,363
Rest of World	657,982	361,046
	<u>41,891,166</u>	<u>35,420,028</u>

### 5 Finance costs

	2022	2021
	£	£
Interest Payable and similar charges	15,183	1,412
	<u>15,183</u>	<u>1,412</u>

#### Interest payable and similar charges

Interest payable on loans from group undertakings	<u>15,183</u>	<u>14,470</u>
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### 6 Profit before taxation

Profit on ordinary activities before taxation is stated after charging:

	2022	2021
	£	£
Amortisation expense	19,941	27,163
Depreciation expense	28,371	47,495
Rental lease on office buildings	136,813	132,047
Foreign exchange losses	9,847	386,588
Loss on disposal of assets	2,849	30,145

Foreign exchange loss relates to translation of subsidiary entities on consolidation.

## All Market Europe Limited

### Notes to the financial statements (continued) For the year ended 31 December 2022

#### 7 Staff costs

The average monthly number of employees (including executive directors) was:

	Group		Company	
	2022	2021	2022	2021
	No.	No.	No.	No.
Sales	14	19	14	19
Other departments	26	19	26	19
	<u>40</u>	<u>38</u>	<u>40</u>	<u>38</u>

Their aggregate remuneration comprised:

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Wages and salaries	2,420,224	2,059,161	2,420,224	2,059,161
Social security costs	214,921	239,191	214,921	239,191
Other short-term employee benefits	62,548	32,240	62,548	32,240
Pension contributions	97,303	78,398	97,303	78,398
	<u>2,794,996</u>	<u>2,408,990</u>	<u>2,794,996</u>	<u>2,408,990</u>

#### 8 Directors' Remuneration

The directors' remuneration for the year was as follows:

	2022	2021
	£	£
Emoluments	256,406	244,526
Company contributions to money purchase pension schemes	12,820	8,750
	<u>269,226</u>	<u>253,276</u>

Throughout 2022, as in the prior year, only one of the two appointed directors at any given point received any remuneration and benefits from the Company.

In 2022, and prior year, the above amounts relate solely to one director.

The number of directors that have benefits accruing under defined purchase pension schemes was 1 for 2022 (2021:1)

#### 9 Auditor's remuneration

	2022	2021
	£	£
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	<u>156,000</u>	<u>161,743</u>

There were no other non-audit fees to auditor.

# All Market Europe Limited

## Notes to the financial statements (continued) For the year ended 31 December 2022

### 10 Tax on Profit

The tax (credit)/charge comprises:

	2022 £	2021 £
<b>Current tax on profit</b>		
UK corporation tax	-	-
UK corporation tax adjustment to prior periods	(1,699)	(390,335)
	<b>(1,699)</b>	<b>(390,335)</b>
<b>Deferred tax (see note 18)</b>		
Arising from origination and reversal of timing differences	122,730	(441,839)
Arising from changes in tax rates and laws	-	25,031
Adjustments in respect of prior periods	2,235	(1,157)
	<b>124,965</b>	<b>(417,965)</b>
<b>Total deferred taxation</b>		
	<b>123,266</b>	<b>(808,301)</b>
<b>Total tax charge/(credit)</b>		

The differences are reconciled below:

	2022 £	2021 £
<b>Group (loss) before tax</b>	<b>(1,238,319)</b>	<b>(2,223,216)</b>
<b>Tax on group profit at standard UK corporation tax rate of 19% (2021 - 19%)</b>	<b>(235,281)</b>	<b>(422,411)</b>
<b>Effects of:</b>		
Fixed assets differences	10,190	(1,996)
Expense not deductible	99,175	31,253
Losses carried back	-	391,493
Other permanent differences	1,157	-
Foreign tax - other	16,903	11,721
Adjustments in respect of previous periods	(1,699)	(390,335)
Adjustments in respect of previous periods (deferred tax)	2,235	(1,157)
Difference in tax rate applied for deferred tax	(56,300)	16,478
Movement in deferred tax not recognised	286,885	(443,347)
<b>Group tax charge/(credit) for the year</b>	<b>123,266</b>	<b>(808,301)</b>

The Company's average standard rate of corporation tax has remained at 19% at December 2021 and at December 2022.

On 23 September 2022, the Chancellor of the Exchequer announced that the planned tax rate change to 25% would no longer be implemented and that the main rate would remain at 19%. Because the enacted rate at the balance sheet date was 25% this announcement does not represent an adjusting event and the company's deferred tax balances as at 31 December 2022 are still calculated at that higher rate. When recalculated at the lower 19% rate reduced the deferred tax liability by approximately £56,300.

# All Market Europe Limited

## Notes to the financial statements (continued) For the year ended 31 December 2022

### 11 Intangible Assets Group

	Software Licence costs £	Software £	Total £
<b>Cost or valuation</b>			
At 1 January 2022	67,990	133,135	201,125
FX movements	2,068	-	2,068
Additions	-	-	-
Disposals	(59,564)	-	(59,564)
At 31 December 2022	10,494	133,135	143,629
<b>Amortisation</b>			
At 1 January 2022	58,065	68,212	126,277
FX movements	4,547	-	4,548
Charge for the year	7,446	12,495	19,941
Disposals	(59,564)	-	(59,564)
At 31 December 2022	10,494	80,707	91,200
<b>Net book value</b>			
At 31 December 2022	-	52,428	52,428
At 31 December 2021	9,925	64,923	74,848

### Company

	Software Licence costs £	Software £	Total £
<b>Cost or valuation</b>			
At 1 January 2022	10,495	133,135	143,630
Additions	-	-	-
Disposals	-	-	-
At 31 December 2022	10,495	133,135	143,630
<b>Amortisation</b>			
At 1 January 2022	10,495	68,212	78,707
Charge for the year	-	12,495	12,495
Disposals	-	-	-
At 31 December 2022	10,495	80,707	91,202
<b>Net book value</b>			
At 31 December 2022	-	52,428	52,428
At 31 December 2021	-	64,923	64,923

# All Market Europe Limited

## Notes to the financial statements (continued) For the year ended 31 December 2022

### 12 Tangible Assets Group

	Furniture, Fittings and Equipment £	Motor Vehicles £	Total £
<b>Cost or valuation</b>			
At 1 January 2022	114,813	27,545	142,358
Additions	9,378	-	9,378
Disposals	-	-	-
At 31 December 2022	124,191	27,545	151,736
<b>Depreciation</b>			
At 1 January 2022	65,201	23,704	88,905
Charge for the year	27,601	768	28,370
Disposals	-	-	-
At 31 December 2022	92,802	24,472	117,275
<b>Net book value</b>			
At 31 December 2022	31,389	3,073	34,462
At 31 December 2021	49,612	3,841	53,453

### Company

	Furniture, Fittings and Equipment £	Motor Vehicles £	Total £
<b>Cost or valuation</b>			
At 1 January 2022	114,813	27,545	142,358
Additions	9,378	-	9,378
Disposals	-	-	-
At 31 December 2022	124,191	27,545	151,736
<b>Depreciation</b>			
At 1 January 2022	65,201	23,704	88,905
Charge for the year	27,602	768	28,371
Disposals	-	-	-
At 31 December 2022	92,803	24,472	117,276
<b>Net book value</b>			
At 31 December 2022	31,388	3,073	34,461
At 31 December 2021	49,612	3,841	53,453

## All Market Europe Limited

### Notes to the financial statements (continued) For the year ended 31 December 2022

#### 13 Investments in subsidiaries

	Company 2022	2021
	£	£
Investment in subsidiary undertakings	11,115	11,115
<b>Subsidiaries</b>		
<b>Cost or Valuation</b>		
At January 2022 and December 2022		11,115
<b>Carrying Amount</b>		
At 31 December 2022 and 31 December 2021		11,115

Details of the investments in which the Company hold any class of share capital are as follows:

Name Of Subsidiary	Registered Office	Principal activity	Class of share held	Holding	Country Of Incorporation
Vita Coco Spain SL.	Calle de Muntaner, Num. 262, Planta 5ª, Puerta 1ª, 08021 Barcelona	Marketing and sale of coconut water products	Ordinary	100%	Spain
Vita Coco France SAS	334 Rue Nicolas Parent 73000 Chambéry, France	Marketing and sale of coconut water products	Ordinary	100%	France

#### 14 Stocks

	Group 2022	Group 2021	Company 2022	Company 2021
	£	£	£	£
Raw materials and consumables	858,044	697,529	858,043	632,530
Production supplies	283,812	319,220	283,813	319,220
Finished goods and goods for resale	5,267,026	3,287,463	4,679,551	3,062,746
	<b>6,408,882</b>	<b>4,304,212</b>	<b>5,821,408</b>	<b>4,014,496</b>

There are no material differences between balance sheet value of stocks and their replacement costs.

Stocks are stated at the lower of cost and estimated selling price less costs to sell, which is equivalent to the net realisable value. Cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity. Cost is calculated using the FIFO (first-in, first-out) method. Provision is made for obsolete, slow-moving or defective items where appropriate, see note 2 for more details.

## All Market Europe Limited

### Notes to the financial statements (continued) For the year ended 31 December 2022

15	Debtors	Group 2022	Group 2021	Company 2022	Company 2021
		£	£	£	£
	Amounts falling due within one year:				
	Trade debtors	7,020,773	6,456,095	5,929,795	5,797,399
	Amounts owed by group undertakings	92,264	58,228	4,575,521	7,736,955
	Other debtors	45,491	40,866	45,491	40,866
	Prepayments	487,682	342,779	134,913	71,697
	VAT	-	-	-	-
	Taxation and social security	463,727	512,877	446,989	497,944
		<b>8,109,936</b>	<b>7,410,846</b>	<b>11,132,710</b>	<b>14,144,862</b>

The amounts owed by group undertakings are unsecured, interest free and payable on demand and relate to the parent group and fellow subsidiary. See Note 22 for full details.

16	Cash at bank and in hand	Group 2022	Group 2021	Company 2022	Company 2021
		£	£	£	£
	Cash at bank and in hand	4,866,962	1,973,299	4,178,181	1,772,394

17	Creditors	Group 2022	Group 2021	Company 2022	Company 2021
		£	£	£	£
	Amounts falling due within one year:				
	Trade creditors	724,878	815,055	478,184	816,383
	Amounts due to group undertakings	13,111,516	5,600,672	12,202,744	8,494,841
	Taxation and social security	11,712	11,110	-	-
	Accrued expenses	4,028,654	4,406,561	3,049,235	3,672,685
	VAT	328,191	621,315	364,065	714,003
		<b>18,204,951</b>	<b>11,454,714</b>	<b>16,094,228</b>	<b>13,697,913</b>

The Amounts due to group undertakings are unsecured, payable on demand and relate to the parent group and fellow subsidiary. Amounts falling due over one year owed i.e. Intercompany Financing Loans to group undertakings in both the balance sheet of the Group and Company amounted to £nil (2021: £nil), as there are trade balances with The Vita Coco Company, Inc. Interest was charged by the parent group at market rate. See Note 22 for full details.

# All Market Europe Limited

## Notes to the financial statements (continued) For the year ended 31 December 2022

### 18 Deferred tax

#### Group and Company

	2022	2021
	£	£
<b>Deferred taxation</b>		
At 1 January 2022	332,815	(80,422)
Charged to profit and loss account	(122,730)	417,965
Adjustments in respect to previous years	(2,235)	-
Other	19,725	(4,728)
<b>At 31 December 2022</b>	<b>227,575</b>	<b>332,815</b>

#### Deferred tax

Deferred tax is provided as follows:

#### Group and Company

	2022	2021
	£	£
Timing Differences	227,575	337,543
Other	-	(4,728)
	<b>227,575</b>	<b>332,815</b>

Deferred tax assets and liabilities are offset only where the Group has a legally enforceable right to do so and where the assets and liabilities relate to income taxes levied by the same taxation authority on the same taxable entity or another entity within the Group.

### 19 Obligations under lease

Total future minimum lease payment under non-cancellable operating leases are as follows:

#### Group

#### Operating leases on rental office buildings

The total of future minimum lease payments is as follows:

	2022	2021
	£	£
Within one year	137,798	137,798
Within one year and five years	183,731	321,529
	<b>321,529</b>	<b>459,327</b>



## All Market Europe Limited

### Notes to the financial statements (continued) For the year ended 31 December 2022

#### 20 Called-up share capital and reserves

	No	2022 £	No	2021 £
Ordinary shares of £1 each	11,051	11,051	11,051	11,051
C Growth Ordinary Shares of £0.01 each	1,680	17	1,680	17
D Growth Ordinary Shares of £0.01 each	6,270	63	6,270	63
	<b>19,001</b>	<b>11,131</b>	<b>19,001</b>	<b>11,131</b>

Options have been granted under the equity-settled share option scheme to subscribe for ordinary shares of the Company as follows:

Share Options	Number of Shares under options	Subscription price per share	Exercise period
C Growth shares	1,680	£1.62	3 years
D Growth shares	6,270	£1.62	3 years

During the year the Company issued nil (2021: 50) D Growth shares for consideration of £nil (2021: 81), with the premium amount of nil (2021: 80.50) being recognised as share premium.

The Company issued nil (2021: nil) ordinary shares at £1 each at par, with the premium amount of nil (2021: nil) being recognised as share premium.

Also during the year the Company repurchased nil (2021: 5,334) A Growth shares for consideration of £nil (2021: 53,233), with a reduction in the share premium of £nil (2021: £53,180) for the A Growth shares, nil (2021: nil) B Growth shares for consideration of nil (2021: nil) with a reduction in the share premium of nil (2021: nil) for the B Growth shares, nil (2021: 1,000) C Growth shares for consideration of £nil (2021: 1,620) with a reduction in the share premium of £nil (2021: £1,620) for the C Growth shares, and the Company repurchased nil (2021: 255) D Growth shares for consideration of £nil (2021: £413), with a reduction in the share premium of £nil (2021: £411) for the D Growth shares.

#### Voting rights

Only ordinary shares carry full voting rights.

#### Dividends

Only ordinary shares carry rights to receive dividends.

- Ordinary shares are paid first.
- A and B Growth ordinary shares are paid pari passu after ordinary shares.
- C Growth ordinary shares are paid an amount equal to the C growth share value after payment of ordinary shares.

## All Market Europe Limited

### Notes to the financial statements (continued) For the year ended 31 December 2022

#### 20 Called-up share capital and reserves (continued)

The Group and Company's other reserves are as follows:

##### Share premium

The share premium reserve contains the premium arising on issue of equity shares, net of issue expenses.

##### Profit and loss account

The profit and loss account represents cumulative profits or losses net of dividends paid and other adjustments.

##### Other reserve

Only exchange differences relating to the translation of the net assets of the Group's foreign operations which relate to subsidiaries, from their functional currency into the parent's functional currency, being pound sterling, are recognised directly in other reserve.

#### 21 Employee benefits

The Group operates defined contribution benefit schemes for all qualifying employees. The total expense charged to profit or loss in the year ended 31 December 2022 was £97,303 (2021: £73,901), of which £17,245 (2021: £15,891) was outstanding at the year end.

#### 22 Related party transactions

Management charges totalling £1,438,702 (2021: £1,191,472) have been charged to the Company by All Market Singapore. All Market Singapore is also a subsidiary of All Market Inc.

During the year All Market Europe Ltd incurred costs of £62,713 (2021: £47,207) on behalf of its parent company's group, The Vita Coco Company. At the balance sheet date, £3,835 (2021: £1,687) of costs were outstanding and is included within Group and Company debtors.

During the year All Market Europe Ltd incurred costs of £31,888 (2021: £267,880) on behalf of its sister company, All Market Singapore Ltd. At the balance sheet date, £88,429 (2021: £56,621) of costs were outstanding and is included within Group and Company debtors.

All Market Europe Ltd and its subsidiaries procured goods and services from its parent company group, The Vita Coco Company, for a total cost of £362,087 (2021: £253,609) during 2022. At the balance sheet date £1,028,093 (2021: £644,738) was owed to The Vita Coco Company group were outstanding and included within Group creditors.

All Market Europe Ltd and its subsidiaries procured goods and services from its sister company, All Market Singapore Ltd, for a total cost of £24,932,526 (2021: £21,887,268) during 2022. At the balance sheet date £12,226,261 (2021: £4,956,014) was owed to The Vita Coco Company group were outstanding and included within Group creditors.

# All Market Europe Limited

## Notes to the financial statements (continued) For the year ended 31 December 2022

### 23 Consolidated cash flow statement

Reconciliation of operating profit to cash generated by operations:

	Note	2022 £	2021 £
<b>Operating loss</b>		<b>(1,223,136)</b>	<b>(2,221,803)</b>
Adjustment to cash flow from non-cash items:			
Depreciation	6, 11, 12	28,371	47,495
Loss on disposal of asset	6, 11, 12	2,849	30,145
Amortisation charge	6, 11, 12	19,941	27,163
Operating cash flow before movement in working capital		(1,171,976)	(2,117,000)
(Increase) in stocks	14	(2,104,670)	(2,729,343)
(Increase) in debtors	15	(748,241)	(2,235,038)
Increase in creditors	17	6,750,236	2,778,378
Taxation paid		-	(142,500)
<b>Net cash flows generated/(used in) from operating activities</b>		<b>2,725,350</b>	<b>(4,445,503)</b>

### 24 Parent and ultimate parent undertaking

The Company's immediate parent and controlling party is The Vita Coco Company, Inc., a company incorporated in United States of America. The smallest and largest group for which consolidated financial statements are prepared is The Vita Coco Company, Inc., whose registered address is 250 Park Avenue South, 7th Floor, New York, NY 10003, USA.

The financial statements of The Vita Coco Company, Inc. can be requested in writing from the address stated above and from the SEC website.