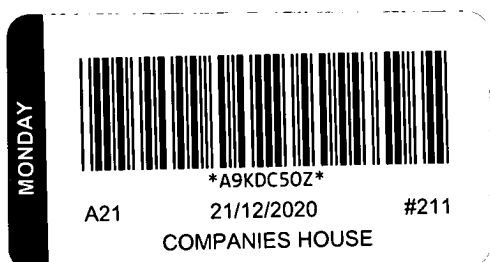


Registration number: 07772064

TouchType Mobile Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2019



TouchType Mobile Limited

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TouchType Mobile Limited

Company Information

Directors Keith R Dolliver
Benjamin O Omdorff

Company secretary Reed Smith Corporate Services Limited

Registered office The Broadgate Tower
Third Floor
20 Primrose Street
London
EC2A 2RS

Auditors Deloitte LLP
Statutory Auditor
Abbots House
Abbey Street
Reading
United Kingdom
RG1 3BD

TouchType Mobile Limited

Directors' Report for the Year Ended 31 December 2019

The directors present their report and the audited financial statements for the year ended 31 December 2019.

Principal activity

TouchType Mobile Limited, a subsidiary of Microsoft Corporation, is engaged in software development for the mobile device industry applying Artificial Intelligence to keyboard apps and technologies for consumers and mobile manufacturers.

Fair review of the business

The results for the year are shown on page 8. The company recorded a profit before taxation of £152,278 (2018: profit before taxation of £175,608). In the Directors' opinion that the Company is in a sound position for the coming period. The company maintained a strong balance sheet and had net assets at 31 December 2019 of £14,637,147 (2018: £14,471,908).

Dividends

The directors do not approve a dividend for the period (2018: £Nil).

Going concern

In March 2020, the World Health Organization declared the outbreak of COVID-19 to be a pandemic. The COVID-19 pandemic may continue to impact our business operations and financial operating results, and there is substantial uncertainty in the nature and degree of its continued effects over time. To date no significant negative impacts as a result of COVID-19 have been identified to cast doubt on the entity's ability to continue operating as a going concern in the foreseeable future.

The Company has a letter of support that Microsoft Corporation will guarantee the solvency of the company and provide it with sufficient financing resources for at least 12 months from the date of signing.

The directors have a reasonable expectation that the Company and Microsoft Corporation have adequate resources to continue in operational existence for the foreseeable future. Thus, the directors continue to adopt the going concern basis in preparing the annual report and accounts.

Directors' of the company

The directors, who held office during the financial year and up to the date of signing, were as follows:

Keith R Dolliver

Benjamin O Orndorff

Disclosure of information to the auditors

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 ought to have been taken as director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information. This confirmation is given and should be interpreted in accordance with the provision of the s418 of the Companies Act 2006.

Reappointment of auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Deloitte LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

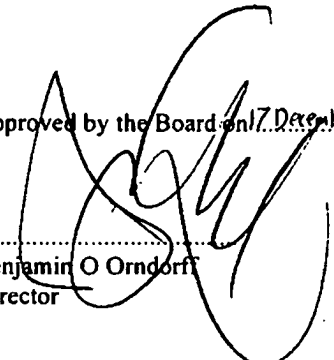
Small companies provision statement

In preparing this report, the directors have taken advantage of the small companies exemptions provided by s415A of the Companies Act 2006. The directors have also taken advantage of the small companies exemption from preparing a strategic report in accordance with s414B of the Companies Act 2006.

TouchType Mobile Limited

Directors' Report for the Year Ended 31 December 2019 (continued)

Approved by the Board on ~~17 December 2020~~ and signed on its behalf by:


.....
Benjamin O Orndorff
Director

TouchType Mobile Limited

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), 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; 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 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 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.

TouchType Mobile Limited

Independent Auditor's Report to the Members of TouchType Mobile Limited

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 14.

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

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, 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.

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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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.

TouchType Mobile Limited

Independent Auditor's Report to the Members of TouchType Mobile Limited (continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities [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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

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. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinion on other matter 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

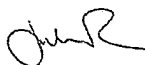
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law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

TouchType Mobile Limited

Independent Auditor's Report to the Members of TouchType Mobile 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.



Julian Rae
For and on behalf of Deloitte LLP, Statutory Auditor
Abbots House
Abbey Street
Reading
United Kingdom
RG1 3BD

Date: 18 December 2020

TouchType Mobile Limited

Statement of Profit and Loss Account and Other Comprehensive Income for the Year Ended 31 December 2019

	Note	2019 £	2018 £
Turnover	4	422,461	1,757,375
Cost of sales		<u>(334,730)</u>	<u>(1,653,474)</u>
Gross profit		87,731	103,901
Administrative expenses		<u>(29,037)</u>	<u>(2,240)</u>
Operating profit	5	<u>58,694</u>	<u>101,661</u>
Interest receivable and similar income	6	<u>93,584</u>	<u>73,947</u>
		<u>93,584</u>	<u>73,947</u>
Profit before taxation		152,278	175,608
Tax on profit	9	<u>(33,912)</u>	<u>(190,304)</u>
Profit/(loss) for the financial year		<u>118,366</u>	<u>(14,696)</u>
		2019 £	2018 £
Profit/(loss) for the year		118,366	(14,696)
Foreign currency translation gains/(losses)		<u>46,873</u>	<u>(479)</u>
Total comprehensive income for the year		<u>165,239</u>	<u>(15,175)</u>

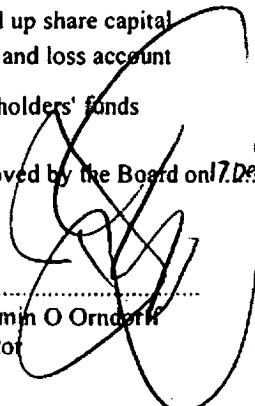
The notes on pages 11 to 16 form an integral part of these financial statements.

TouchType Mobile Limited

(Registration number: 07772064)
Balance Sheet as at 31 December 2019

	Note	31 December 2019 £	31 December 2018 £
Current assets			
Debtors	10	14,657,368	14,477,646
Cash at bank and in hand		780	600
		<u>14,658,148</u>	<u>14,478,246</u>
Creditors: Amounts falling due within one year	11	<u>(21,001)</u>	<u>(6,338)</u>
Net assets		<u>14,637,147</u>	<u>14,471,908</u>
Capital and reserves			
Called up share capital	12	1	1
Profit and loss account		<u>14,637,146</u>	<u>14,471,907</u>
Shareholders' funds		<u>14,637,147</u>	<u>14,471,908</u>

Approved by the Board on ~~17 December 2019~~ and signed on its behalf by:


.....
Benjamin O Orndorff
Director

The notes on pages 11 to 16 form an integral part of these financial statements.

TouchType Mobile Limited

Statement of Changes in Equity for the Year Ended 31 December 2019

	Share capital £	Profit and loss account £	Total £
At 1 January 2019	1	14,471,907	14,471,908
Profit for the year	-	118,366	118,366
Currency translation differences on overseas branches	-	46,873	46,873
Total comprehensive income	-	165,239	165,239
At 31 December 2019	1	14,637,146	14,637,147

	Share capital £	Profit and loss account £	Total £
At 1 January 2018	1	14,487,082	14,487,083
Loss for the year	-	(14,696)	(14,696)
Currency translation differences on overseas branches	-	(479)	(479)
Total comprehensive loss	-	(15,175)	(15,175)
At 31 December 2018	1	14,471,907	14,471,908

The notes on pages 11 to 16 form an integral part of these financial statements.

TouchType Mobile Limited

Notes to the Financial Statements for the Year Ended 31 December 2019

1 General information

TouchType Mobile Limited " (the "Company") is a private company, limited by shares, incorporated in the UK under the companies act 2006 and is registered in England and Wales. The registered office address is shown on page 1. The financial statements are presented in pounds sterling, which is the currency of the primary economic environment in which the Company operates. The Company is exempt by virtue of s401 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group. The group accounts of Microsoft Corporation can be obtained as set out in Note 14.

2 Accounting policies

Basis of preparation

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

The preparation of Financial Statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies. The directors do not believe that there are any key estimates and judgements which are required for the preparation of the financial statements.

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

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41 (e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7;

This information is included in the consolidated financial statements of Microsoft Corporation as at 30th June 2020 and 30th June 2019 and these financial statements maybe attained by, contacting Microsoft Investor Relations at any time to order financial documents such as annual reports and Form 10-Ks free of charge.

Where relevant, equivalent disclosures have been given in the group accounts of Microsoft Corporation. The group accounts of Microsoft Corporation are available to the public and can be obtained as set out in note 14.

TouchType Mobile Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

2 Accounting policies (continued)

Going concern

In March 2020, the World Health Organization declared the outbreak of COVID-19 to be a pandemic. The COVID-19 pandemic may continue to impact our business operations and financial operating results, and there is substantial uncertainty in the nature and degree of its continued effects over time. To date no significant negative impacts as a result of COVID-19 have been identified to cast doubt on the entity's ability to continue operating as a going concern in the foreseeable future.

The Company has a letter of support that Microsoft Corporation will guarantee the solvency of the company and provide it with sufficient financing resources for at least 12 months from the date of signing.

The directors have a reasonable expectation that the Company and Microsoft Corporation have adequate resources to continue in operational existence for the foreseeable future. Thus, the directors continue to adopt the going concern basis in preparing the annual report and accounts.

Revenue

Revenue includes commission income receivable and amounts derived from its parent company and a fellow group subsidiary in Ireland based on the greater of a revenue basis or a mark-up on total costs incurred. Revenue is recognised in the period in which the costs are incurred and once the values are approved by the Microsoft group.

Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Foreign currencies

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.

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 changes in value.

Financial Instruments

Financial assets and liabilities are recognised in the Company's balance sheet when the Company becomes party to the contractual provision of the instrument. The receivables and payables are initially recognised at fair value and subsequently at amortised cost less any provision for impairment.

3 Critical accounting judgements and key sources of estimation uncertainty

Given the nature of the company's operations and sources of revenue, the directors are of the opinion that there are no areas of critical judgement or key sources of estimation uncertainty in preparing the financial statements.

TouchType Mobile Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

4 Turnover

The analysis of the company's turnover for the year by class of business is as follows:

	2019 £	2018 £
Commission from group undertakings	<u>422,461</u>	<u>1,757,375</u>

The analysis of the company's turnover of the year by market is as follows:

	2019 £	2018 £
Rest of world	422,461	1,757,375

5 Profit for the year

Arrived at after charging/(crediting)

	2019 £	2018 £
Foreign exchange gains	(881)	(6,253)
Auditors remuneration for audit services (note 8)	<u>21,000</u>	<u>21,000</u>

6 Other interest receivable and similar income

	2019 £	2018 £
Interest income on bank deposits	1	-
Interest receivable from group undertakings	<u>93,583</u>	<u>73,947</u>
	<u>93,584</u>	<u>73,947</u>

7 Directors' remuneration

None of the directors received any remuneration in respect of qualifying services as directors of the company in the current year or in the prior year and none of the directors have any employment contracts with the Company.

8 Auditors' remuneration

	2019 £	2018 £
Audit of the financial statements	<u>21,000</u>	<u>21,000</u>

TouchType Mobile Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

9 Taxation

Tax charged/(credited) in the statement of profit and loss account and other comprehensive income

	2019 £	2018 £
Current taxation		
UK corporation tax	53,098	250,050
UK corporation tax adjustment to prior periods	<u>(19,186)</u>	<u>(59,746)</u>
	<u>33,912</u>	<u>190,304</u>

The standard rate of tax for the year, based on the UK standard rate of corporation tax is to remain at 19% from 1st April 2020 (2018 - 19%) in line with the announcement made at the 2020 UK budget. The actual tax charge for the current and previous years differs from the standard rate for the reasons set up in the following reconciliation:

	2019 £	2018 £
Profit before tax	<u>152,278</u>	<u>175,608</u>
Corporation tax at standard rate	28,933	33,365
Decrease in current tax from adjustment for prior periods	(19,186)	(59,746)
Increase from tax losses for which no deferred tax asset was recognised	(106)	(129)
Increase from effects of double taxation relief	<u>24,271</u>	<u>216,814</u>
Total tax charge	<u>33,912</u>	<u>190,304</u>

TouchType Mobile Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

10 Debtors

	31 December 2019	31 December 2018
	£	£
Trade debtors	21,217	221,711
Amounts owed by group undertakings	13,956,321	13,506,708
Other debtors	62	64
Accrued income	145,022	270,292
Income tax asset	534,746	478,871
Total current trade and other debtors	<u>14,657,368</u>	<u>14,477,646</u>

Interest is received on amounts owed by group undertakings using a Reuter's 12-month interest rate. Intercompany debtors are repayable on demand. All amounts are due within one year and unsecured.

11 Creditors: amounts falling within one year

	31 December 2019	31 December 2018
	£	£
Accrued expenses	21,000	-
Deferred income	-	6,338
	<u>21,000</u>	<u>6,338</u>

12 Share capital

Allotted, called up and fully paid shares

	31 December 2019		31 December 2018	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

13 Related party transactions

As at 31 December 2019 and 31 December 2018, the company was a wholly owned subsidiary of Microsoft Corporation. In accordance with section 33.1A of FRS 102 the company has taken advantage of the exemption available to 100% subsidiaries and not disclosed transactions and balances with other wholly owned entities of Microsoft Corporation.

TouchType Mobile Limited

Notes to the Financial Statements for the Year Ended 31 December 2019 (continued)

14 Parent and ultimate parent undertaking

The immediate parent company is TouchType Limited, registered address; The Broadgate Tower, Third Floor, 20 Primrose Street, London, EC2A 2RS. The ultimate parent undertaking of the company, which is also the controlling undertaking and the largest and smallest company preparing group accounts in which the results of the company are consolidated, is Microsoft Corporation, a company incorporated in the state of Washington in the United States of America. Copies of Microsoft Corporation's annual report are available at www.microsoft.com or on written request from the Investor Relations Department, at the registered address; Microsoft Corporation, 1 Microsoft Way, Redmond, Washington, 98052-6399, USA.