Registration number: 07772064

TouchType Mobile Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2021

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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

RGI 3BD

Directors' Report for the Year Ended 31 December 2021

The directors present their report and the audited financial statements for the year ended 31 December 2021.

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 9. The company recorded a profit before taxation of £22,990 (2020: loss before taxation of £14,592). The company had net liabilities at 31 December 2021 of £6,535 (2020: net assets of £4,305). Revenue continues to decline and it is the Directors intention of ceasing trading of the business with a plan to wind down its operating activities. Thus, the Financial Statements have been prepared on a basis other than going concern.

Dividends

The directors do not approve a dividend for the period (2020: £14,596,000).

Going concern

The Company's revenue continues to decline as set out in the Statement of Profit and Loss on page 9. The Company is no longer operating as a going concern due to the revenue generating contracts ending in the forthcoming period, therefore there will be no product revenue in future years. The Directors have prepared the Annual Report and Financial Statements on a basis other than going concern. For further details see note 2 in the Financial Statements. Microsoft Corporation will guarantee the solvency of the company and provide it with sufficient financing resources until the business is wound up.

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

Overseas Branch

The company maintains a sales and marketing office in South Korea, the results of which are incorporated into these financial statements. It is the Directors intention of ceasing trading of the business with a plan to wind down its operating activities which includes this overseas office.

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.

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.

Directors' Report for the Year Ended 31 December 2021 (continued)

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.

on 23/03/2023 and signed on its behalf by:

Benjamin O Orndorff Director

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities 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 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.

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

Opinion

In our opinion the financial statements of TouchType Mobile Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the
 year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, 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 profit and loss account and other comprehensive income;
- · the balance sheet;
- · the statement of changes in equity;
- the related notes 1 to 15.

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.

Emphasis of matter - Financial statements prepared other than on a going concern basis

We draw attention to note 2 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

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

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.

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 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.

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

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

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 company's industry and its control environment, and reviewed the company'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 that the company 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. These included UK Companies Act, pensions legislation, tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.
- reading minutes of meetings of those charged with governance.

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.

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

Revenue recognition specifically pinpointed to cut-off due to manual revenue adjustments.

- we performed testing over the design and implementation of controls over the cut-off procedures performed by management; and
- tested a sample of revenue transactions pinpointed around the period end.

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 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

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

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.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in 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; or

We have nothing to report in respect of these matters.

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 (Statutory Auditor)
For and on behalf of Deloitte LLP,
Reading
United Kingdom

Date: 24 March 2023

Statement of Profit and Loss and Other Comprehensive Income for the Year Ended 31 December 2021

	Note	2021 £	2020 £
Revenue	4	321,057	326,873
Cost of sales	_	(270,312)	(305,188)
Gross profit Administrative expenses	_	50,745 (34,307)	21,685 (63,870)
Operating profit/(loss) Interest receivable and similar income	5 6 _	16,438 6,552	(42,185) 27,593
Profit/(loss) before taxation		22,990	(14,592)
Tax on profit/(loss)	9	(3,138)	(6,615)
Profit/(loss) for the financial year	_	19,852	(21,207)
Foreign currency translation (losses)/gains	_	(30,692)	(15,404)
Total comprehensive income /(loss) for the year	22	(10,840)	(36,611)

The above results were derived from continuing operations.

The notes on pages 12 to 17 form an integral part of these financial statements. Page 9

(Registration number: 07772064) Balance Sheet as at 31 December 2021

		31 December 2021	31 December 2020
	Note	£	£
Current assets			
Debtors	11	14,717,859	14,617,938
Cash at bank and in hand		748	180
•		14,718,607	14,618,118
Creditors: Amounts falling due within one year	12	(14,725,142)	(14,613,813)
Net current (liabilities)/assets		(6,535)	4,305
Net (liabilities)/assets		(6,535)	4,305
Capital and reserves			
Called up share capital	13	1	1
Profit and loss account		(6,536)	4,304
Shareholders (deficit)/funds		(6,535)	4,305

Benjamin O Orndorff Director

Statement of Changes in Equity for the Year Ended 31 December 2021

	Share capital	Profit and loss account	Total £
At 1 January 2021	1	4,304	4,305
Profit for the year	•	19,852	19,852
Currency translation differences on overseas branches		(30,692)	(30,692)
Total comprehensive loss		(10,840)	(10,840)
At 31 December 2021	1	(6,536)	(6,535)
•	Share capital	Profit and loss account	Total £
At I January 2020	-	account	
At I January 2020 Loss for the year	-	account £	£
•	-	account £ 14,637,146	£ 14,637,147
Loss for the year	-	account £ 14,637,146 (21,207)	£

Notes to the Financial Statements for the Year Ended 31 December 2021

I General information

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. 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. There is an overseas South Korean branch which operates in the South Korean Won currency. The financial statements are presented in pounds sterling, which is the currency of the primary economic environment in which the Company operates.

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. There are no areas of critical judgement or key sources of estimation uncertainty in preparing the financial statements, please refer to note 3.

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 and
- 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 30 June 2021 and 30 June 2020 and these financial statements may be 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 15.

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

2 Accounting policies (continued)

Going concern

The Company is no longer operating as a going concern due to the revenue generating contracts ending in the forthcoming period, therefore there will be no product revenue in future years. The Directors intention is to cease the trading of the business and wind down its operating activities. Thus, the annual financial statements have been prepared on a basis other than going concern. All liabilities and assets are presented as current. No adjustments arose as a result of ceasing to apply the going concern basis. Microsoft Corporation will guarantee the solvency of the company and provide it with sufficient financing resources until the business is wound up.

Revenue

Revenue represents the sale of software licenses and provision of professional servies, support, maintenance and related services. 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.

The results of the foreign branch are translated at the average rates of exchange during the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used, and their balance sheets at the rates ruling at the balance sheet date. Exchange differences on monetary items receivable from or payable to the foreign branch for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised in other comprehensive income and reported under equity.

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.

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

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.

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

3 Critical accounting judgements and key sources of estimation uncertainty

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. 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.

4 Revenue

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

	2021 £	2020 £
Product revenue	21,960	36,047
Professional services revenue	299,097	290,826
•	321,057	326,873

All the company's revenue for the year is earned from companies based in Europe, excluding the United Kingdom.

5 Operating profit/(loss)

Arrived at after charging/(crediting)

	2021	2020
•	£	£
Foreign exchange (gains)/losses	(3,594)	14,587
Auditors remuneration	17,220	16,000

Auditors remuneration relates to the auditing of the financial statements.

6 Other interest receivable and similar income

	2021	2020
	£	£
Interest income on bank deposits	2	t
Interest receivable from group undertakings	6,550	27,592
•	6,552	27,593

7 Staff costs

The company had no employees in either the current or preceding year.

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

8 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.

9 Taxation		
Tax charged/(credited) in the statement of profit and loss and other compr	ehensive income	
Tax oranges (oreanes) in the statement of profit and loss and other compr	2021 £	2020 £
Current taxation		
UK corporation tax	3,138	6,615
The standard rate of tax applied to reported profit on ordinary activities is 2021, the Government announced that from 1 April 2023 the corporation than remaining at 19%, as previously enacted). This new law was substant	tax rate would increa	se to 25% (rather
Profit/(loss) before tax	22,990	(14,592)
Corporation tax at standard rate of 19% (2020:19%) Increase in current tax from adjustment for prior periods Increase from effect of revenues exempt from taxation (Increase)/decrease from tax losses for which no deferred tax asset was recognised Increase arising from group relief tax reconciliation Increase from effects of double taxation relief Total tax charge	4,368 - (7,486) 3,118 3,138 3,138	(2,772) 44 (956) 5,267 - 5,032 6,615
10 Dividends		
	31 December 2021 £	31 December 2020

14,596,231

Proposed dividend of Nil (2020 - £14,596,231) per each ordinary shares

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

11 Debtors

	31 December 2021 £	31 December 2020
Trade debtors	68,329	3,371
Amounts owed by group undertakings	14,589,485	14,537,801
Other debtors	72	8,905
Accrued income	59,973	67,861
Total current trade and other debtors	14,717,859	14,617,938

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.

12 Creditors: amounts falling within one year

	31 December 2021	31 December 2020
	£	£
Accrued expenses	17,220	16,000
Amounts due to group undertakings	14,707,922	14,596,231
Income tax liability		1,582
	14,725,142	14,613,813

Interest is paid on amounts owed by group undertakings using a Reuter's 12-month interest rate. Intercompany creditors are repayable on demand. These amounts are unsecured.

13 Share capital

Allotted, called up and fully paid shares

	31 December 2021		31 Dec 20	
	No.	£ .	No.	£
Ordinary shares of £1 each	·	<u> </u>	1	1

14 Related party transactions

As at 31 December 2021 and 31 December 2020, 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.

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

15 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, I Microsoft Way, Redmond, Washington, 98052-6399, USA.