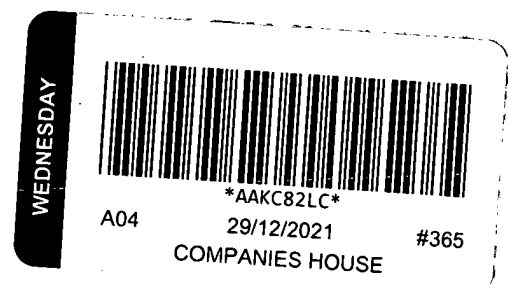


REGISTERED NUMBER: 08197851 (England and Wales)

**ANNUAL REPORT AND**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020.**  
**FOR**  
**LIKEWIZE HOLDINGS LIMITED**  
**(FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**



**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK LTD.)**

**CONTENTS OF THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

	<b>Page</b>
<b>Company Information</b>	<b>1</b>
<b>Strategic Report</b>	<b>2</b>
<b>Report of the Directors</b>	<b>4</b>
<b>Statement of Directors' responsibilities</b>	<b>6</b>
<b>Report of the Independent Auditor</b>	<b>7</b>
<b>Income Statement</b>	<b>10</b>
<b>Balance Sheet</b>	<b>11</b>
<b>Statement of Changes in Equity</b>	<b>12</b>
<b>Notes to the Financial Statements</b>	<b>13</b>

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**COMPANY INFORMATION**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**DIRECTORS:**

P M Adams  
J A Negro  
G P O'Keeffe

**REGISTERED OFFICE:**

Unit 2, Crewe Logistics Park, Jack Mills  
Shavington  
Crewe  
Cheshire  
CW2 5XF

**REGISTERED NUMBER:**

08197851 (England and Wales)

**STATUTORY AUDITOR:**

Deloitte LLP  
The Hanover Building  
Corporation Street  
Manchester  
M2 4AH

**SOLICITORS:**

K&L Gates  
One New Change  
London  
EC4M 9AF

**LIKEWIZE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**STRATEGIC REPORT**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

The Directors present their strategic report for the year ended 31st December 2020.

**PRINCIPAL ACTIVITIES**

The Company's principal activity is that of an acquisition vehicle for its American parent, Likewize Corp (formerly Brightstar Corp), as it continues to expand into Europe. As disclosed in Note 13, the company changed its legal name to Likewize Holdings Limited on 31st August 2021.

**KEY PERFORMANCE INDICATORS**

The Directors do not consider there to be any other relevant key performance indicators that are not already disclosed within the financial statements. The profit for the year was £1,331,000 (2019: loss £23,060,000) being driven by a reversal of amounts provided against a loan. Net assets as at 31 December 2020 were £24,227,000 (2019: £22,896,000), with the movement being as a result of the profit in the year.

**PRINCIPAL RISKS AND UNCERTAINTIES**

**Principal risks**

The Company's principal financial instruments, are short-term borrowings, cash and short-term deposits. The main purpose of these financial instruments is to finance the Company's operations.

**Cash flow interest rate risk**

The Company's exposure to the risk of changes in market interest rates relates to its short-term borrowings and cash and short-term deposits, which have floating interest rates. All surplus funds are managed daily to ensure maximisation of interest receivable, or reduction of interest payable in the medium term where possible.

**Foreign currency risk**

The Company's activities expose it primarily to the financial risks of changes in foreign exchange rates. In connection with the Company's risk management strategy, intergroup currency agreements are entered into for trading purposes to reduce the impact of exchange rate and/or interest rate fluctuations related to debt payments. The Company does not trade speculatively.

**Credit risk**

The Company's principal financial assets are investments and intercompany balances. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

**Liquidity risk**

The Company aims to maintain a balance between continuity of funding and flexibility by ensuring that sufficient borrowing facilities are in place by reference to forecast debt levels.

**COVID-19**

The Directors believe that there is very low risk of a reduction in the valuation of the investments in the long term given the downturn in relation to Covid-19, which is a non-adjusting post balance sheet event, and based on the post year end actual performance and expected business growth, does not warrant an impairment.

**EU REFERENDUM**

The Company is affected by the result of the EU referendum which has had an impact on the financial and currency exchange markets. This is not anticipated to materially affect the amount of expected credit in the market or the operations of the Company going forward and is not considered to be a post balance sheet event requiring any adjustments.

**DIRECTORS' DUTIES**

The Directors have acted in accordance with their duties as detailed in section 172 of the UK Companies Act 2006, which is as follows:

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**STRATEGIC REPORT - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**DIRECTORS' DUTIES (CONTINUED)**

A Director of a company must act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

- (a) the likely consequences of any decision in the long term,
- (b) the interests of the company's employees,
- (c) the need to foster the company's business relationships with suppliers, customers and others,
- (d) the impact of the company's operations on the community and the environment,
- (e) the desirability of the company maintaining a reputation for high standards of business conduct, and
- (f) the need to act fairly as between members of the company."

The following paragraphs summarise how the Directors have fulfilled their duties:

**Decision making, performance review and risk management**

The Board meets regularly to review ongoing performance and formalise day-to-day management decisions taking into account the business risks as necessary. Each year the Board undertakes a detailed review of its strategy and its performance and on this basis prepares its business plan for the following five years. This business plan forms the basis for financial budgets, resource planning and investment decisions.

**Employees**

The Company is committed to being a responsible business. Its employees are key to its long-term success and as such the Board considers their interests and has a means of understanding their views through regular discussion forums. The Company manages the performance and development of its employees through a formal goal setting and review process.

**Business relationships**

The Company's expansion strategy is predominantly focused on organic growth. Its suppliers and customers, both existing and new, are critical to its success and as such there is passionate focus by the Board and its employees in maintaining and nurturing relationships to ensure long-term success for all.

**Community and Environment**

The Company is based in Crewe, Cheshire and as it continues to expand it is committed to remaining within Crewe and supporting employment opportunities for the people in the locality. The Company has and continues to consider the environmental impact of its operations strives to improve its efficiency each year.

**Shareholders**

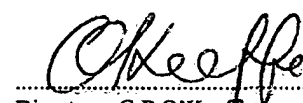
The Board is committed to openly engaging with its shareholders through regular dialogue. It is important that the shareholders understand the Company's strategy and objectives and these are discussed and any feedback obtained is appropriately considered.

**Post balance sheet events**

In April 2021 the Company exited its offices at Weston Road and relocated to a new Advanced Fulfilment Centre at Crewe Logistics Park.

In August 2021 the Company changed its name to Likewise Holdings Limited from Brightstar Mobility UK, Ltd. as part of a comprehensive rebrand of its Group, designed to showcase the transformation from its origin as a mobile phone distributor to the complete tech protection and support provider it has become. Refer Note 13 for further details.

**ON BEHALF OF THE BOARD:**



Director – G P O'Keefe

Date: 20th December 2021

**LIKEWIZE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

The Directors present their report with the financial statements of the Company for the year ended 31st December 2020.

**DIVIDENDS**

No dividends will be distributed for the year ended 31st December 2020.

**FORM OF FINANCIAL STATEMENTS**

The Company has taken advantage of the exemption available under section 400 of the Companies Act 2006 entitling it not to file consolidated financial statements. Accordingly, the financial statements present information about the Company as an individual undertaking and not about its Group.

**REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS**

The Company did not trade during the year, its only transactions were in relation to intercompany loans. The Directors expect this to remain the case for the foreseeable future, with the Company's future viability being dependent on the performance of its investment. During 2019, the Swedish Tax Agency ("STA") issued a number of queries to Brightstar 20:20 (SWE) AB ("Brightstar Sweden"), an indirect subsidiary of the Company, to request information regarding transactions with certain suppliers that were under investigations conducted by the STA. In late 2020 the STA issued an assessment to Brightstar Sweden denying its right to deduct input VAT during the periods under review. In 2021 Brightstar Sweden became insolvent and entered bankruptcy. Consequently, an impairment loss in relation to the investment value has been recognised in 2019 as the underlying transactions queried by the STA pre-dated 31 December 2019.

**DIRECTORS**

J A Negro has held office during the whole of the period from 1st January 2020 to the date of this report. Other changes in Directors holding office are as follows:

M Singer - resigned 24th July 2020

S Nijs - resigned 24th July 2020

A Hancock - resigned 12th August 2020

P M Adams - appointed 24th July 2020

G P O'Keeffe - appointed 12th August 2020

S D Russell - appointed 24th July 2020 and resigned 20th August 2021

**GOING CONCERN**

COVID-19 has had a significant impact on the UK and global economy and affected the vast majority of businesses. From an operational perspective, the wider Likewize (formerly Brightstar) Group moved to having its staff working remotely where possible and the Group has been able to continue commercial operations in a largely unaffected way. In spite of COVID-19, post year-end financial performance has improved for the Group. The Group continues to monitor carefully the situation and the impact that it may have on its people and its clients.

The Company is a subsidiary within the Likewize group of companies ("the Group") whose ultimate parent entity was SoftBank Group Corp and is now Brightstar Capital Partners (see Note 12). The Company is under common management of the Group and is able to benefit from Group support when needed. This support is in the form of a USD 140m facility provided to Likewize Services UK Ltd (formerly Brightstar 20:20 UK Ltd) and Likewize EMEA Ltd (formerly Brightstar 20:20 Ltd) from Likewize Netherlands IHB BV (formerly Brightstar IHB BV), a fellow Likewize Group company. This facility expires in December 2022 and is repayable on demand. In assessing the actual and potential impact of the COVID-19 pandemic on the Group sensitised forecasts and projections have been considered through to December 2022 which show that the Group should be able to meet its liabilities as they fall due. The cash balances and available unutilised facilities allow more than sufficient headroom even when the business model is stress tested. As well as a base-case scenario that forecasts profitable trading, the Company has prepared a reasonably possible worst case scenario that assumes the Company will be loss-making for the next 12 months and therefore depend on increased utilisation of its Group facility. In this scenario the Company would have sufficient funding availability, assuming the Group facility remains available for the next 12 months.

In its capacity as an intermediate holding company within the Group, the Company is dependent on the continued operational existence of the Likewize Group together with access to the Group facility. Therefore, in assessing the going concern position of the Company the Directors have also considered the forecast financial performance and position of the Group. Likewize Corp (formerly Brightstar Corp) has provided a letter of support stating that it will provide any necessary funding to ensure that the Company has adequate funding to meet its financial liabilities as they

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY-UK, LTD.)**

**REPORT OF THE DIRECTORS - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**GOING CONCERN - continued**

fall due for a period of 12 months after the date of signing of these financial statements. The Directors have assessed the willingness and ability of the Group to provide such support and, taking into consideration additionally the cash that is expected to be generated by the Company, having made enquiries of the Directors of Likewize Corp, are satisfied that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

**QUALIFYING THIRD PARTY INDEMNITY PROVISIONS**

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision defined by section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

**CHARITABLE AND POLITICAL DONATIONS**

The Company made no charitable or political donations during the year (2019: £nil).

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR**

So far as the Directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's auditor is unaware, and each Director has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**ON BEHALF OF THE BOARD:**

  
Director - G P O'Keefe

Date: 20th December 2021

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

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 then 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 departures disclosed and explained in the financial statements; 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.



**REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF  
LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**Opinion**

In our opinion the financial statements of Likewise Holdings Limited (formerly Brightstar Mobility UK, Ltd.) (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 31st December 2020 and of its profit 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;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 13.

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 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**

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

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.

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.

**REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF  
LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**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](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 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, in-house legal team and external legal counsel 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 etc; 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.

We discussed among the audit engagement team including relevant internal specialists such as tax and valuations regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

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 in-house and external 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 and [reviewing internal audit reports] and reviewing correspondence with HMRC and Companies House.

**REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF  
LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**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 company and its 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.

**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.

*Carl Acton*

**Carl T Acton FCA (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Statutory Auditor  
Manchester, United Kingdom**

Date: 22 December 2021

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**INCOME STATEMENT**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

	Note	2020 £'000	2019 £'000
Foreign exchange (loss) / gain		(235)	354
Operating (loss)/profit	5	(235)	354
Investment impairment	6	-	(23,300)
Amount recovered from a related party	6	1,695	-
Finance costs (net)		(129)	(114)
Profit/(loss) before taxation		1,331	(23,060)
Tax on profit/(loss)	7	-	-
Profit/(loss) after taxation		1,331	(23,060)

The notes on pages 13 to 18 form an integral part of the financial statements.

All results derive from continuing operations.

The Company has no other material recognised income or expenses other than those included in the profits and losses above and therefore no separate statement of total comprehensive income has been presented.

The notes form part of these financial statements

**LIKEWIZE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.) (REGISTERED  
NUMBER: 08197851)**

**BALANCE SHEET  
31ST DECEMBER 2020**

	<b>Note</b>	<b>31.12.20 £'000</b>	<b>31.12.19 £'000</b>
<b>Fixed assets</b>			
Investments	8	28,384	28,398
<b>Current assets</b>			
Debtors	9	8	499
<b>Creditors: amounts falling due within one year</b>	10	(4,165)	(6,001)
<b>Net current liabilities</b>		(4,157)	(5,502)
<b>Total assets less current liabilities</b>		24,227	22,896
<b>Capital and reserves</b>			
Called-up share capital	11	60	60
Share premium account		59,640	59,640
Retained losses		(35,473)	(36,804)
<b>Total shareholder's funds</b>		24,227	22,896

The financial statements and related notes on pages 13 to 18 were approved by the Board of Directors and authorised for issue

on 20th December 2021 and were signed on its behalf by:

  
 Director - G.P.O. Keefe

The notes form part of these financial statements

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

	Called up share capital £'000	Retained losses £'000	Share premium £'000	Total equity £'000
Balance at 1st January 2019	60	(13,744)	59,640	45,956
Loss for the year	-	(23,060)	-	(23,060)
Balance at 31st December 2019	60	(36,804)	59,640	22,896
Profit for the year	-	1,331	-	1,331
Balance at 31st December 2020	60	(35,473)	59,640	24,227

The notes form part of these financial statements

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**1. STATUTORY INFORMATION**

Likewise Holdings Limited (formerly Brightstar Mobility UK, Ltd.) is a private company, limited by shares, registered in England and Wales. The Company's registered number and registered office address can be found on the Company Information page.

**2. ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

The financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The financial statements are prepared in Sterling.

**Financial Reporting Standard 102 - reduced disclosure exemptions**

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

- the requirements of Section 7 Statement of Cash Flows.

**Preparation of consolidated financial statements**

The financial statements contain information about Likewise Holdings Limited (formerly Brightstar Mobility UK, Ltd.) as an individual company and do not contain consolidated financial information as the parent of a Group. The Company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, Brightstar Netherlands Cooperatief UA, Van der Valk Boumanlaan 13 I, 3446GE Woerden, The Netherlands.

**Investments in subsidiaries**

Investments in subsidiary undertakings are recognised at cost less impairment.

**Financial instruments**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

**(i) 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 financing 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 Company 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 Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020.**

**2. ACCOUNTING POLICIES - continued**

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

**(ii) Investments**

In the Company balance sheet, investments in subsidiaries and associates are measured at cost less impairment. For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value of the shares issued plus fair value of other consideration. Any premium is ignored.

**(iii) Equity instruments**

Equity instruments issued by the Company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

**Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference. Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**Going concern**

COVID-19 has had a significant impact on the UK and global economy and affected the vast majority of businesses. From an operational perspective, the wider Likewize (formerly Brightstar) Group moved to having its staff working remotely where possible and the Group has been able to continue commercial operations in a largely unaffected way. In spite of COVID-19, post year-end financial performance has improved for the Group. The Group continues to monitor carefully the situation and the impact that it may have on its people and its clients.

The Company is a subsidiary within the Likewize group of companies ("the Group") whose ultimate parent entity was SoftBank Group Corp and is now Brightstar Capital Partners (see Note 12). The Company is under common management of the Group and is able to benefit from Group support when needed. This support is in the form of a USD 140m facility provided to Likewize Services UK Ltd (formerly Brightstar 20:20 UK Ltd) and Likewize EMEA Ltd (formerly Brightstar 20:20 Ltd) from Likewize Netherlands IHB BV (formerly Brightstar IHB BV), a fellow Likewize Group company. This facility expires in December 2022 and is repayable on demand. In assessing the actual and potential impact of the COVID-19 pandemic on the Group sensitised forecasts and projections have been considered through to November 2022 which show that the Group should be able to meet its liabilities as they fall due. The cash balances and available unutilised facilities allow more than sufficient headroom even when the business model is stress tested. As well as a base-case scenario that forecasts profitable trading, the Company has prepared a reasonably possible worst case scenario that assumes the Company will be loss-making for the next 12 months and therefore depend on increased utilisation of its Group facility. In this scenario the Company would have sufficient funding availability, assuming the Group facility remains available for the next 12 months.



**LIKEWIZE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**2. ACCOUNTING POLICIES – continued**

In its capacity as an intermediate holding company within the Group, the Company is dependent on the continued operational existence of the Likewize Group together with access to the Group facility. Therefore, in assessing the going concern position of the Company the Directors have also considered the forecast financial performance and position of the Group. Likewize Corp (formerly Brightstar Corp) has provided a letter of support stating that it will provide any necessary funding to ensure that the Company has adequate funding to meet its financial liabilities as they fall due for a period of 12 months after the date of signing of these financial statements. The Directors have assessed the willingness and ability of the Group to provide such support and, taking into consideration additionally the cash that is expected to be generated by the Company, having made enquiries of the Directors of Likewize Corp, are satisfied that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

**3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In the application of the Company's accounting policies, which are described in Note 2, the Directors are required to make judgements, 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.

**Investment impairment**

An impairment review is carried out at least annually. Determining whether there has been an impairment requires an estimation of the value in use of the business being tested for impairment and of the cash-generating units to which these assets have been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit, taking into account the achievability of long term business plans and macroeconomic assumptions underlying the valuation process, and a suitable discount rate in order to calculate present value. The discount rates used are based on the weighted average cost of capital adjusted to reflect the specific economic environment of the relevant cash-generating unit.

During 2019, the Swedish Tax Agency ("STA") issued a number of queries to Brightstar 20:20 (SWE) AB ("Brightstar Sweden"), an indirect subsidiary of the Company, resulting in Brightstar Sweden becoming insolvent in 2021. The underlying transactions that were queried by the STA related to financial years 2018 and 2019. At the date the 2019 financial statements of this Company were signed, the directors were aware of matters resulting in the investigation by the STA. In line with the relevant accounting standards, the directors have therefore concluded that the resulting impairment of £23.3m should be recognised fully in the year ended 31 December 2019.

Other than investment impairment, the Directors are of the view that there are no other critical judgements or key sources of estimation uncertainty, that have been made in the process of applying the Company's accounting policies and that would have the most significant effect on the amounts recognised in the financial statements.

**4. EMPLOYEES AND DIRECTORS**

There were no staff costs for the year ended 31st December 2020 nor for the year ended 31st December 2019.

The Directors are not remunerated for their services to the Company, as was the case in 2019. They are remunerated by Likewize EMEA Limited (formerly Brightstar 20:20 Limited).

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**5. OPERATING (LOSS)/PROFIT**

The operating loss (2019 - operating profit) is stated after charging/(crediting):

	2020 £'000	2019 £'000
Foreign exchange differences	<u>235</u>	<u>(354)</u>

**6. IMPAIRMENT AND AMOUNTS RECOVERED**

	2020 £'000	2019 £'000
Investment impairment	-	23,300
Amount recovered from a related party	<u>(1,695)</u>	<u>-</u>

In 2013 management created a provision against a receivable balance of £1,695,000 from a related party. During 2020 this amount was recovered and consequently has been credited to the profit and loss for the year where the loss was originally booked.

**7. TAXATION**

**Analysis of the tax charge**

No liability to UK corporation tax arose for the year ended 31st December 2020 nor for the year ended 31st December 2019.

There is an unrecognised deferred tax asset in the Company in respect of tax losses of £1,801,000 (2019: £1,537,000). This has not been recognised due to the uncertainty of the availability of future taxable profits.

**Reconciliation of total tax charge included in profit and loss**

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2020 £'000	2019 £'000
Loss before tax	<u>1,331</u>	<u>(23,060)</u>
Loss multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	253	(4,381)
Effects of: Expenses not deductible for tax purposes	<u>(253)</u>	<u>4,381</u>
Total tax charge	<u>-</u>	<u>-</u>

In the March 2021 Budget the UK Government announced that legislation will be introduced in Finance Bill 2021 to increase the main rate of UK corporation tax from 19% to 25%, effective 1 April 2023. As the changes had not been substantively enacted at the balance sheet date, the deferred tax balances as at 31 December 2020 continue to be measured at a rate of 19%.

**LIKEWIZE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**8. FIXED ASSET INVESTMENTS**

	Shares in Group undertaking £'000
<b>COST</b>	
At 1st January 2020	28,398
Disposals	<u>(14)</u>
At 31st December 2020	<u>28,384</u>
<b>NET BOOK VALUE</b>	
At 31st December 2020	<u>28,384</u>
At 31st December 2019	<u>28,398</u>

Details of the subsidiary undertaking is as follows:

Investment	Address	Status	Ownership (%)
Chicago Group Limited	First Names House, Victoria Road, Douglas, Isle of Man	Holding Company	100

The directors consider the carrying value of the investments to be supported by their underlying assets.

During 2019, the Swedish Tax Agency ("STA") issued a number of queries to Brightstar 20:20 (SWE) AB ("Brightstar Sweden"), a sub-subsidiary of the Company, to request information regarding transactions with certain suppliers that were under investigations conducted by the STA. In late 2020 the STA issued an assessment to Brightstar Sweden denying its right to deduct input VAT during the periods under review. In 2021 Brightstar Sweden became insolvent and entered bankruptcy. Consequently, an impairment loss of £23.3m in relation to the investment value was recognised in 2019. Likewise continues to dispute the tax assessment in conjunction with the trustee in bankruptcy.

On 7th September 2020 Brightstar Mobility Switzerland GmbH was dissolved.

**9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.20 £'000	31.12.19 £'000
Amounts owed by fellow subsidiaries	<u>8</u>	<u>499</u>
	<u>8</u>	<u>499</u>

The amounts owed by fellow subsidiaries are unsecured, repayable on demand and accrue interest at 3.0% above the 12 month LIBOR rate (2019: same).

**10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.20 £'000	31.12.19 £'000
Amounts owed to Group undertakings	<u>4,165</u>	<u>6,001</u>

The amounts owed to parent undertakings are unsecured, repayable on demand and accrue interest at 4.0% above the 12 month EURIBOR rate (2019: same). The balance outstanding was paid in the year due to recovery of a receivable from a related party – see Note 6.

**LIKEWISE HOLDINGS LIMITED (FORMERLY BRIGHTSTAR MOBILITY UK, LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31ST DECEMBER 2020**

**11. CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:		Nominal value:	31.12.20 £'000	31.12.19 £'000
Number:	Class:			
59,701	Ordinary	£1	<u>60</u>	<u>60</u>

**SHARE PREMIUM**

	£'000
As 1 January 2019 and 31 December 2020	<u>59,640</u>

The Company has one class of ordinary shares which carry no right or fixed income.

The Company's other reserves are as follows:

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

The profit and loss reserve represent cumulative profits or losses, net of dividends paid.

**12. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

As at 31 December 2020, the Directors regarded Brightstar Capital Partners, a US based private equity firm as the ultimate parent Company and the Company's controlling party. The immediate holding company is Brightstar Netherlands Cooperatief UA, a company incorporated in the Netherlands. Brightstar Netherlands Cooperatief UA, Van der Valk Boumanlaan 13 I, 3446GE Woerden, The Netherlands is the smallest and largest entity in which Likewize Holdings Limited (formerly Brightstar Mobility UK, Ltd.) is consolidated.

**13. POST BALANCE SHEET EVENTS**

COVID-19 has had a significant impact on the UK and global economy and affected the vast majority of businesses. From an operational perspective, the wider Likewize (formerly Brightstar) group moved to having its staff working remotely where possible and the Group has been able to continue commercial operations in a largely unaffected way. The Group continues to monitor carefully the situation and the impact that it may have on its people and its clients. COVID-19 and its related impacts are a non-adjusting post balance sheet event.

In April 2021 the Company exited its offices at Weston Road and relocated to a new Advanced Fulfilment Centre at Crewe Logistics Park. The new site will be equipped with AI automation and state of the art systems to allow it to become the central hub for the UK group's device processing operations.

In August 2021 the Company changed its name to Likewize Holdings Limited from Brightstar Mobility UK, Ltd. as part of a comprehensive rebrand of its Group, designed to showcase the transformation from its origin as a mobile phone distributor to the complete tech protection and support provider it has become. Under the new name 'Likewize', the Company is committed to advancing the world by making people's technology problems painless and resolving any problem they may encounter.