

Box Intl Holdings Ltd

Annual Report and financial statements

Registered number: 08531025

Year Ended 31 January 2023



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Company Information

Directors

D C Smith
E Berkovitch
D B Leeb

Company Secretary

Citco Management (UK) Limited

Registered Office

14th-15th Floors
White Collar Factory
1 Old Street Yard
London
EC1Y 8AF

Independent Auditor

Mazars LLP
2nd Floor 6 Sutton Plaza
Sutton Court Road
Sutton
SM1 4FS

Bankers

Bank of America Merrill Lynch
2 King Edward Street
London
EC1A 1HQ

Strategic report

The directors present their strategic report for the year ended 31 January 2023.

Review of the business

Total loss for the financial year was \$9,665 (2022: \$945). During the year Box Intl Holdings Ltd's ("the Company") received a capital contribution of \$40 million which it then contributed to its subsidiary Box Intl Technology Ltd.

Principal Activity

For the year ended 31 January 2023 the Company's principal activity was that of a Holdings company with a purpose of holding subsidiary companies' common stock.

Future Developments

The directors of Box Intl Holdings Ltd expect the future economic benefits from the above transactions to deliver the Company a profitable return on investment.

Results and Key Performance Indicators (KPI's)

Key financial and other performance indicators during the year were as follows:

	2023	2022	Change
	\$	\$	%
Loss for the financial year	(9,665)	(945)	923%
Current assets as % of current liabilities ('quick ratio')	534%	1347%	60%

Total loss for the financial year was \$9,665 (2022: \$945). This loss was caused predominantly by administration costs of running the Company.

The group's "quick ratio" (current assets as a percentage of current liabilities) was 534%, largely due to the year-end intercompany balance, payable to the Ultimate Parent (Box Inc), being surpassed by cash reserves and year end debtors.

Strategic report (*continued*)

Principal risks and uncertainties

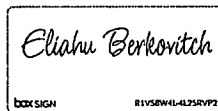
The management of the business and execution of the Company's strategy are subject to a number of risks.

The key business and financial risks and uncertainties affecting the Company are continually monitored by the directors and appropriate steps are taken to eliminate or reduce their impact. The following risks are significant to the Company's operations:

- **Cash risk.** The Company is dependent for ongoing cash funding from the ultimate parent within the group Box Inc, a company registered in the United States. The directors are confident the current arrangements of funding will continue for the foreseeable future.
- **Investment risk.** The Company has purchased the common stock of Box Intl Technology Ltd. The directors are confident that this investment will deliver future economic returns for the Company.
- **Brexit.** In June 2016, the United Kingdom voted to leave the European Union, commonly referred to as "Brexit" which resulted in the United Kingdom exiting the European Union on January 31, 2020. Brexit could also lead to further legislative and regulatory changes. We are monitoring developments related to Brexit, which could have implications for our business. Brexit could lead to economic and legal uncertainty, including volatility in global stock markets and currency exchange rates, and differing laws and regulations as the United Kingdom determines which European Union laws to replace or replicate. Any of these effects of Brexit, among others, could adversely affect our operations, especially in the United Kingdom, and our financial results.

The board confirm acceptance and approval of the strategic report in its entirety.

By order of the board

A rectangular box containing a handwritten signature in cursive script that reads "Eliahu Berkovitch". Below the signature, in small capital letters, is the text "BOX SIGN" followed by a long alphanumeric string "R1VSRW4L-4L2SRVP2".

Director

E Berkovitch

Date: 29 January 2024

14-15th Floors
White Collar Factory
1 Old Street Yard
London, EC1Y 8AF
UK

Directors' report

The directors present their annual report on the affairs of the company, together with the financial statements and auditor's report, for the year ended 31 January 2023.

In accordance with s414(c) of the Companies Act 2006, the directors have opted to include the following areas of importance in their strategic report:

- Review of the business
- Future Developments
- Principal Risks and Uncertainties

Directors

The directors who held office during the year and up to the date of this report are as follows:

D C Smith
E Berkovitch
D B Leeb

Proposed dividend

The directors do not recommend the payment of a dividend (2022: \$Nil).

Going Concern

In assessing whether the going concern basis is appropriate, the directors take into account all available information about the future including financial forecasts up to 12 months from the date of approval of these financial statements. The directors have performed this review at a company level and have also performed a review for the entire group including considering the impact of global inflationary pressures and have concluded that it does not impact the going concern of the business.

In making this conclusion, the directors have considered the letter of support the company received from Box Inc confirming that it will provide financial support as needed for a period of at least 12 months from the date of approval of these financial statements. The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future due to the ongoing financial results of the parent company which are publicly available.

Thus, they continue to adopt the going concern basis in preparing these financial statements.

Political and charitable contributions

The Company made no political or UK charitable contributions during the current or preceding periods.

Disclosure of information to auditors

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

Directors' report (*continued*)

Auditors

In accordance with Section 487 of the Companies Act 2006 the auditors will be deemed to be reappointed and Mazars LLP will therefore continue in office.

By order of the board



Eliahu Berkovitch

Director

E Berkovitch

Date: 29 January 2024

14-15th Floors
White Collar Factory
1 Old Street Yard
London, EC1Y 8AF
UK

Directors' responsibilities statement

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK General Accepted Accounting Practice).

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 and loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether Financial Reporting Standard 101 'Reduced Disclosure Framework' have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Box Intl Holdings Limited

Opinion

We have audited the financial statements of Box.com Limited (the 'company') for the year ended 31 January 2023 which comprise the Income Statement, Other Comprehensive income, Statement of Financial Position, Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 January 2023 and of its loss 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.

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.

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.

Independent auditor's report to the members of Box Intl Holdings Ltd (continued)

Other information

The other information comprises the information included in the 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.

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.

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters in relation to which 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.

Independent auditor's report to the members of Box Intl Holdings Ltd (continued)

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 13, 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 the financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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.

Based on our understanding of the company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: Bribery Act 2010, Data Protection Act 1998 General Data Protection Regulation 2016 (effective 25 May 2018), employment regulation, health and safety regulation, anti-money laundering regulation, non-compliance with implementation of government support schemes relating to COVID-19.

Independent auditor's report to the members of Box Intl Holdings Ltd (continued)

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation, pension legislation, the Companies Act 2006.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to the valuation of investment in subsidiaries.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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.

Use of the audit 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.


BOX SIGN 13URX2WV-13K2QJLZ

Gerhard Bonthuys (Senior Statutory Auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
2nd Floor 6 Sutton Plaza
Sutton Court Road
Sutton
SM1 4FS

Date **Jan 30, 2024**

Income Statement
for the year ended 31 January 2023

	<i>Note</i>	2023	2022
		\$	\$
Administrative expenses		(9,944)	(945)
Operating loss	3	(9,944)	(945)
Finance income		279	-
Loss on ordinary activities before taxation		(9,665)	(945)
Taxation	6	-	-
Loss for the financial year		(9,665)	(945)

The results derive from continuing operations in both the current and preceding financial years.

Statement of Comprehensive Income

For the year ended 31 January 2023

	2023 \$	2022 \$
Loss for the year	(9,665)	(945)
Other comprehensive income	-	-
Total comprehensive loss for the year	<u>(9,665)</u>	<u>(945)</u>

Statement of Financial Position
at 31 January 2023

	Note	2023	2022
		\$	\$
Non-current assets			
Investments	7	449,489,148	409,489,148
Current assets			
Receivables	8	289	290
Cash and cash equivalents		79,847	80,511
		<u>80,136</u>	<u>80,801</u>
Payables: amounts falling due within one year	9	(15,000)	(6,000)
Net current assets/(liabilities)		<u>65,136</u>	<u>74,801</u>
Total assets less current liabilities		<u>449,554,284</u>	<u>409,563,949</u>
Net assets		<u><u>449,554,284</u></u>	<u><u>409,563,949</u></u>
Capital and reserves			
Called up share capital	10	32,659,289	32,659,289
Other reserves	11	423,538,766	383,538,766
Profit and loss reserve	11	(6,643,771)	(6,634,106)
		<u>449,554,284</u>	<u>409,563,949</u>

These financial statements were approved by the directors on 29 January 2024 and were signed accordingly:
By order of the board

Eliahu Berkovitch
BOX SIGN R1V5RW4L4L23RVF2

Director

E Berkovitch

14-15th Floors
White Collar Factory
1 Old Street Yard
London, EC1Y 8AF
UK

Statement of Changes in Equity
for the year ended 31 January 2023

	Called-up share capital	Other reserves	Profit and loss reserves	Total Shareholder's funds
	\$	\$	\$	\$
At 1 February 2022	32,659,289	383,538,766	(6,634,106)	409,563,949
Loss and total comprehensive loss for the year	-	-	(9,665)	(9,665)
Other contributions	-	40,000,000	-	40,000,000
At 31 January 2023	32,659,289	423,538,766	(6,643,771)	449,554,284

Statement of Changes in Equity
for the year ended 31 January 2022

	Called-up share capital	Other reserves	Profit and loss reserves	Total Shareholder's funds
	\$	\$	\$	\$
At 1 February 2021	32,659,289	343,538,766	(6,633,161)	369,564,894
Loss and total comprehensive loss for the year	-	-	(945)	(945)
Other contributions	-	40,000,000	-	40,000,000
At 31 January 2022	32,659,289	383,538,766	(6,634,106)	409,563,949

Notes to the financial statements

(forming part of the financial statements)

General Information

Box Intl Holdings Ltd is a private company limited by shares, incorporated and registered in England and Wales.

The address of the registered office of the company is 14th-15th Floors, White Collar Factory, 1 Old Street Yard, London, EC1Y 8AF.

The principal activity of the company was that of a holdings company with a purpose of holding subsidiary companies' common stock.

Accounting policies

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the Company's financial statements.

Basis of preparation

The financial statements are prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) and in accordance with applicable accounting standards. For periods up to and including the year ended 31 January 2019, the Company prepared its financial statements in accordance with FRS 102. The transition to FRS 101 was first applied to the financial statements for the year ended 31 January 2020 and did not result in material measurement differences.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare group accounts, as it is a wholly owned subsidiary of Box Inc (the ultimate parent), which can be obtained from <https://www.boxinvestorrelations.com/financial-information/financial-reports/>.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- (a) IFRS 7, 'Financial instruments: Disclosures'.
- (b) Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- (c) Paragraph 38 of IAS 1, 'Presentation of financial statements' – comparative information requirements in respect of:
 - Paragraph 79(a)(iv) of IAS 1
- (d) The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d) (statement of cash flows);
 - 10(f) (statement of financial position as at the beginning of proceeding period when an entity applies an accounting policy retrospectively)
 - 16 (statement of compliance with all IFRS);
 - 38A (requirement for minimum of two primary statements, including cash flow statements);
 - 38B–D (additional comparative information);
 - 40A–D (requirement for third statement of financial position as a result of a change in accounting policy, retrospective restatement or reclassification)
 - 111 (statement of cash flows information); and
 - 134–136 (capital management disclosures).

Notes to the financial statements (*continued*)

- (e) IAS 7, 'Statement of cash flows'.
- (f) Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- (g) Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation).
- (h) The requirements in IAS 24, 'Related party disclosures', to disclose related party transactions entered into between two or more members of a group.
- (i) Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, 'Impairment of assets'.

Going Concern

In assessing whether the going concern basis is appropriate, the directors take into account all available information about the future including financial forecasts up to and including at least 12 months from the date of approval of these financial statements. The directors have performed this review at a company level and have also performed a review for the entire group and have concluded that it does not impact the going concern of the business and the directors are satisfied that Box Inc, as the Ultimate parent company, has sufficient ability to fulfil its obligations under the parental support arrangement based on the available resources and continued strong performance during the pandemic.

In making this conclusion, the directors have considered the letter of support the company received from Box Inc confirming that it will provide financial support as needed for a period of at least 12 months from the date of approval of these financial statements. The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future due to the ongoing financial results of the parent company which are publicly available.

Thus, they continue to adopt the going concern basis in preparing these financial statements.

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the Statement of Financial Position date and the gains or losses on translation are included in the Income Statement.

Presentation and functional currency

The presentational and functional currency of the company is USD (\$).

Taxation

The charge for taxation is based on the results for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Notes to the financial statements *(continued)*

Deferred taxation

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the Statement of Financial Position date where transactions or events have occurred at that date that will result in an obligation to pay more, or right to pay less or to receive more, tax, with the following exception:

- Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of Property, plant and equipment, and gains on disposal of Property, plant and equipment that have been rolled over into replacement assets, only to the extent that, at the Statement of Financial Position date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the Statement of Financial Position date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.
- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the Statement of Financial Position date.

Investments

Non – listed investments are measured at cost, less provisions for impairment. Impairment testing is carried out when indicators of impairment are identified. The directors concluded that there were no indicators of impairment in the year ended 31st January 2023 (2022: none).

Cash and Cash equivalents

Cash and Cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short-term deposits with an original maturity of 3 months or less.

Financial Instruments

i) Financial assets

Initial recognition and measurement

Financial assets within the scope of IFRS 9 and IAS 39 are classified as financial assets at fair value through profit or loss (FVTPL) or loans and receivables.

The Company determines the classification of its financial assets at initial recognition. All financial assets are recognised initially at fair value plus, in the case of investments not at fair value through the Statement of Comprehensive Income, directly attributable transaction costs. The Company's financial assets include cash and cash equivalents, other receivables and investments.

Notes to the financial statements (*continued*)

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

- Financial assets at FVTPL: Financial assets at FVTPL include financial assets held for trading and financial assets designated upon initial recognition at fair value through the Statement of Comprehensive Income. Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Financial assets at fair value through the Statement of Comprehensive Income are carried in the Statement of Financial Position at fair value with changes in fair value recognised in finance income or finance expense in the Income Statement.
- Loans and receivables: Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Income Statement. Losses arising from impairment are recognised in the Income Statement in other operating expenses.

ii) Financial liabilities

Initial recognition and measurement

Financial liabilities within the scope of IAS 39 are classified as financial liabilities at FVTPL, loans and borrowings. The Company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and in the case of loans and borrowings, plus directly attributable transaction costs.

Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

- Financial liabilities at FVTPL: Financial liabilities at FVTPL includes financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL.
- Interest bearing loans and borrowings: Obligations for loans and borrowings are recognised when the company becomes party to the related contracts and are measured initially at the fair value of consideration received less directly attributable transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance income and finance cost.

Derecognition of financial liabilities

A liability is generally derecognised when the contract that gives rise to it is settled, sold, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in the Income Statement.

iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in Statement of Financial Position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle liabilities simultaneously.

iv) Fair values

For financial instruments not traded in an active market, the fair value is determined at arm's length.

Notes to the financial statements *(continued)*

Judgements in applying accounting policies and key sources of estimations uncertainty

The Company's significant accounting policies are stated above. Not all of these significant policies require the management to make difficult, subjective or complex judgements or estimates. The following is intended to provide an understanding of the policies the management considers critical because of their complexity, judgement and estimation involved in their application and their impact of these financial statements.

Impairment of investments

The Company assesses at each reporting date whether there are any indicators that its assets and cash generating units (CGUs) are impaired. Operating and economic assumptions which could affect the valuation of assets using discounted cash flows are updated regularly as part of the Company's planning and forecasting processes. Judgement is therefore required to determine whether the updates represent significant changes in the service potential of an asset or CGU, and are therefore indicators of impairment or impairment reversal. The judgement also takes into account the Company's long term economic forecasts, market consensus and sensitivity analysis of the discounted cash flow models used to value the Company's assets. Expected future cash flows used in discounted cash flow models are inherently uncertain and could materially change over time. They are affected by a number of estimates such as the Company's operating assumptions, weighted average cost of capital and terminal value assumptions.

Notes to the financial statements (*continued*)

3 Operating loss

	2023	2022
	\$	\$

The operating loss is stated after charging:

Auditor's remuneration for the audit of these financial statements	9,000	-

Auditor's remuneration of \$9,000 (2022: nil) is included for the year ended 31 January 2023, while in 31 January 2022 this was borne by a fellow group company.

4 Remuneration of directors

Directors' remuneration in respect of the services provided by all directors for the year ended 31 January 2023 has been borne by other group companies. The directors are also directors of other companies within the Box group. The directors' services to the Company do not occupy a significant amount of their time. As such these directors do not consider that they received any remuneration for their incidental services to the Company for the year ended 31 January 2023.

There are no separate directors' pension schemes in existence.

5 Staff numbers and costs

The average number of persons employed by the Company (including directors) during the current and preceding year was nil.

The aggregate payroll costs for the current and prior year were nil.

6 Taxation

	2023	2022
	\$	\$
<i>UK corporation tax</i>		
UK Corporation tax on loss for the year	-	-
Total current tax result	-	-
<i>Deferred tax</i>		
Origination/ reversal of timing differences	-	-
Total deferred tax result	-	-
Tax on loss on ordinary activities	-	-

Notes to the financial statements *(continued)*

6 Taxation *(continued)*

	2023	2022
	\$	\$
The tax assessed for the year is different from the UK corporation tax rate of 19% (2022: 19%). The differences are explained below:		
Loss on ordinary activities before tax	(9,665)	(945)
Standard rate of corporation tax in the UK 19% (2022: 19%)	(1,836)	(179)
<i>Effects of:</i>		
Tax losses carried forward	1,695	179
Group relief	141	-
Total tax result (see above)	-	-

At 31 January 2023, the Company had no deferred tax assets (2022: none).

Factors affecting future tax charges

At Budget 2020, the government announced that the Corporation Tax main rate (for all profits except ring fence profits) for the years starting 1 April 2020 and 2021 would remain at 19%. At Budget 2021, the government announced that the main rate of corporation tax will increase to 25% from 1 April 2023.

7 Investments

	2023	2022
	\$	\$
Investments in subsidiaries		
At beginning of year	409,489,148	369,489,148
Additions	40,000,000	40,000,000
At end of year	449,489,148	409,489,148

The value of investments has increased by \$40,000,000 (2022: \$40,000,000) due to capital contributions made by Box Intl Holdings Ltd to Box International Technology Ltd in the year.

Notes to the financial statements *(continued)*

7 Investments *(continued)*

In February 2021, Box Intl Technology Ltd acquired SignRequest B.V. (SignRequest), an e-signature provider, for total aggregate consideration of \$54 million comprised of a combination of cash and shares of Box Inc Class A common stock. SignRequest was acquired to develop Box Sign, and Signature capability that will be developed on SignRequest's technology and natively integrated into Box..

Details of investments in which the Company holds 20% or more of the nominal value of any class of share capital are as follows:

Name of Company	Holding	Proportion of voting rights & shares held	Nature of Business	Registered office address
Box Intl Technology Ltd	Ordinary Shares	100%	License to exploit Box Technology	White Collar Factory 14 th /15 th Floor 1 Old Street Yard London, EC1Y 8AF United Kingdom
Box.com (UK) Ltd*	Ordinary Shares	100%	Provision of SaaS (Software as a Service)	White Collar Factory 14 th /15 th Floor 1 Old Street Yard London, EC1Y 8AF United Kingdom
Box Deutschland GmbH*	Ordinary Shares	100%	Marketing & Sales Development on behalf of Box.com (UK) Ltd	Prielmayerstr. 3 80335 Munich Germany
Box Poland Sp. z o.o.*	Ordinary Shares	100%	Research and Development on behalf of Box Intl Technology Ltd	ul. Bielanska 12 Warsaw, 00-085
Box France SARL*	Ordinary Shares	100%	Marketing & Sales Development on behalf of Box.com (UK) Ltd	8 Avenue Hoche 75008 Paris, France
Box Canada Inc*	Ordinary Shares	100%	Marketing & Sales Development on behalf of Box.com (UK) Ltd	1200-180 Dundas St W Toronto ON M5G 1Z8 Canada
Box.Com (Australia) Pty Ltd*	Ordinary Shares	100%	Marketing & Sales Development on behalf of Box.com (UK) Ltd	Level 10 68 Pitt Street Sydney NSW 2000 Australia
Box Netherlands B.V.*	Ordinary Shares	100%	Marketing & Sales Development on behalf of Box.com (UK) Ltd	Kabelweg 57 1014 BA Amsterdam Netherlands
Secure Cloud Collaboration Sweden AB*	Ordinary Shares	100%	Marketing & Sales Development on behalf of Box.com (UK) Ltd	Citco (Sweden) AB Strandvagen 7 A 114 56 Stockholm, Sweden
SignRequest B.V.*	Ordinary Shares	100%	Research and Development on behalf of Box Intl Technology Ltd	Basisweg 10 1043AP Amsterdam Netherlands

Indirect holdings are marked with "*" above, following the **Name of Company**. All companies held share the same year end date as at year end 31 January 2023.

Notes to the financial statements *(continued)*

8 Receivables

	2023 \$	2022 \$
Amounts owed from group undertakings	289	290
	<u>289</u>	<u>290</u>

Receivable amounts owed from group undertakings are payable immediately on demand of payment from The company. There is no security or interest charged.

9 Payables: amounts falling due within one year

	2023 \$	2022 \$
Amounts due to group undertakings	15,000	6,000
	<u>15,000</u>	<u>6,000</u>

Payable amounts owed to group undertakings are payable immediately on demand of payment from the beneficiary. There is no security or interest charged.

10 Called up share capital

	2023 \$	2022 \$
<i>Allotted, called up and fully paid</i>		
Equity: 32,659,289 Ordinary shares	32,659,289	32,659,289
PAR value (\$1)	<u>32,659,289</u>	<u>32,659,289</u>

The company has total authorized shares of \$32,659,289 ordinary shares at \$1. The shares have attached to them fully voting, dividend and capital distribution.

11 Reserves

Profit and Loss reserve

This reserve account records cumulative profits or losses net of transactions with shareholders.

Other reserves

Other reserves has increased by \$40,000,000 (2022: \$40,000,000) due to capital contributions made by Box Intl Holdings Ltd to Box International Technology Ltd in the year. Total cumulative Other reserves wholly relate to capital contributions received from Box, Inc.

Notes to the financial statements *(continued)*

12 Ultimate parent company and parent undertaking of larger group of which the Company is a member.

The ultimate and immediate parent company is Box Inc, a company registered in the United States.

The smallest and largest group in which the results of the Company are consolidated is that headed by Box Inc – 900 Jefferson Avenue, Redwood City, California, incorporated in the United States.