

Registered number: 08949674

FLOWERBX LIMITED

FINANCIAL STATEMENTS

INFORMATION FOR FILING WITH THE REGISTRAR

FOR THE YEAR ENDED 31 DECEMBER 2021



FLOWERBX LIMITED
REGISTERED NUMBER: 08949674

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	5	392,248	264,593
Tangible assets	6	95,875	133,968
		<u>488,123</u>	<u>398,561</u>
Current assets			
Stocks	7	393,501	212,679
Debtors	8	621,929	708,482
Cash at bank and in hand		4,467,139	1,615,090
		<u>5,482,569</u>	<u>2,536,251</u>
Creditors: amounts falling due within one year	9	(1,921,005)	(1,476,901)
Net current assets		<u>3,561,564</u>	<u>1,059,350</u>
Total assets less current liabilities		<u>4,049,687</u>	<u>1,457,911</u>
Net assets		<u>4,049,687</u>	<u>1,457,911</u>
Capital and reserves			
Called up share capital	10	167,333	135,648
Share premium account	11	15,293,595	9,332,989
Capital redemption reserve	11	4,202	4,202
Foreign exchange reserve	11	105,935	45,970
Other reserves	11	196,704	11,900
Profit and loss account	11	(11,718,082)	(8,072,798)
		<u>4,049,687</u>	<u>1,457,911</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the consolidated statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 September 2022.

Whitney Hawkings

Whitney Hawkings Bromberg
Director

The notes on pages 5 to 18 form part of these financial statements.

FLOWERBX LIMITED
REGISTERED NUMBER: 08949674

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	5	392,248	264,593
Tangible assets	6	46,971	76,452
		<u>439,219</u>	<u>341,045</u>
Current assets			
Stocks	7	237,425	115,173
Debtors	8	1,930,113	1,744,201
Cash at bank and in hand		3,456,896	1,582,223
		<u>5,624,434</u>	<u>3,441,597</u>
Creditors: Amounts Falling Due Within One Year	9	(1,637,202)	(1,125,650)
Net current assets		<u>3,987,232</u>	<u>2,315,947</u>
Total assets less current liabilities		<u>4,426,451</u>	<u>2,656,992</u>
Net assets		<u>4,426,451</u>	<u>2,656,992</u>
Capital and reserves			
Called up share capital	10	167,333	135,648
Share premium account	11	15,293,595	9,332,989
Capital redemption reserve	11	4,202	4,202
Other reserves	11	196,704	11,900
Profit and loss account brought forward		(6,827,747)	(5,290,690)
Loss for the year		(4,407,636)	(1,537,057)
Profit and loss account carried forward		(11,235,383)	(6,827,747)
		<u>4,426,451</u>	<u>2,656,992</u>

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime. The Company has opted not to file the consolidated statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 September 2022.

Whitney Hawkings
Whitney Hawkings Bromberg
 Director

The notes on pages 5 to 18 form part of these financial statements.

FLOWERBX LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital	Share premium account	Capital redemption reserve	Foreign exchange reserve	Other reserves	Profit and loss account	Total equity
	£	£	£	£	£	£	£
At 1 January 2020	110,736	6,424,409	4,202	-	99,391	(5,745,050)	893,688
Loss for the year	-	-	-	-	-	(2,327,748)	(2,327,748)
Currency translation differences	-	-	-	45,970	-	-	45,970
Shares issued during the year	24,912	2,896,792	-	-	-	-	2,921,704
Shares redeemed during the year	-	(50,000)	-	-	-	-	(50,000)
Transfer between other reserves	-	61,788	-	-	(61,788)	-	-
Share based payment charge	-	-	-	-	(25,703)	-	(25,703)
At 1 January 2021	135,648	9,332,989	4,202	45,970	11,900	(8,072,798)	1,457,911
Loss for the year	-	-	-	-	-	(3,645,284)	(3,645,284)
Currency translation differences	-	-	-	59,965	-	-	59,965
Shares issued during the year	31,685	5,960,606	-	-	-	-	5,992,291
Share based payment charge	-	-	-	-	184,804	-	184,804
At 31 December 2021	167,333	15,293,595	4,202	105,935	196,704	(11,718,082)	4,049,687

The notes on pages 5 to 18 form part of these financial statements.

FLOWERBX LIMITED

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Called up share capital £	Share premium account £	Capital redemption reserve £	Other reserves £	Profit and loss account £	Total equity £
At 1 January 2020	110,736	6,424,409	4,202	99,391	(5,290,690)	1,348,048
Loss for the year	-	-	-	-	(1,537,057)	(1,537,057)
Shares issued during the year	24,912	2,896,792	-	-	-	2,921,704
Shares redeemed during the year	-	(50,000)	-	-	-	(50,000)
Transfer between other reserves	-	61,788	-	(61,788)	-	-
Share based payment charge	-	-	-	(25,703)	-	(25,703)
At 1 January 2021	135,648	9,332,989	4,202	11,900	(6,827,747)	2,656,992
Loss for the year	-	-	-	-	(4,407,636)	(4,407,636)
Shares issued during the year	31,685	5,960,606	-	-	-	5,992,291
Share based payment charge	-	-	-	184,804	-	184,804
At 31 December 2021	167,333	15,293,595	4,202	196,704	(11,235,383)	4,426,451

The notes on pages 5 to 18 form part of these financial statements.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. General Information

Flowerbx Limited 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

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

2.3 Going concern

The financial statements have been prepared on the going concern basis. The group has grown turnover by +34% / £1.76 million from 2020 and +133% / £4.01 million from 2019 (£3.01m 2019, £5.26m 2020, £7.02 million in 2021). The strongest area of growth was in B2B where revenue increased by +56% from 2020 (£760k in 2020 to £1.18 mil in 2021). The revenue mix by territory was 78% UK & Europe and 22% US (85% UK & Europe, 15% US in 2020). Operating losses for the year were £3.76 million compared to £2.43 million in 2020 due to additional investment in marketing and headcount.

The directors have successfully secured £8 million in Series A funding; £6 million received and the remainder expected by September 2022. The company plan to raise an additional £2 million extension round which will allow the group to meet its obligations for at least the next 12 months. There is currently no other fundraising planned.

The directors consider it appropriate to adopt the going concern basis of accounting in preparing the annual financial statements, however, despite the group's success at fundraising in the past, given that the success of future fundraising cannot be guaranteed, the directors have identified the need for future fundraising as a material uncertainty that may cast significant doubt upon the group and parent company's ability to continue as a going concern.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

2.5. Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Group has transferred the significant risks and rewards of ownership to the buyer;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.6 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.7 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. During the year the company received revenue based grants. The grants received were in relation to the Coronavirus Job Retention Scheme (CJRS) and they have been recognised as Other Income in the Statement of Comprehensive Income. There were no amounts recognised in the year ended 31 December 2021(2020: £60,965).

2.8 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.9 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.10 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Group in independently administered funds.

2.11 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Group keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.12 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company and the Group operate and generate income.

2.13 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life of 3 years and amortised over this period.

2.14 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Motor vehicles	-	25%
Office equipment	-	25%
Computer equipment	-	33%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.15 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

2. Accounting policies (continued)

2.16 Debtors

Short-term debtors are measured at transaction price, less any impairment.

2.17 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

2.18 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.19 Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated Statement of Comprehensive Income.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

3. Judgements in applying accounting policies and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Although these estimates are based on management's best knowledge of the amount, events or actions, actual results ultimately may differ from those estimates. The directors consider the following items to be areas subject to estimation and judgement.

Depreciation:

The useful economic lives of tangible fixed assets are based on management's judgement and experience. When management identifies that actual useful economic lives differ materially from the estimates used to calculate depreciation, that charge is adjusted retrospectively. Historically no changes have been required.

Amortisation:

Software is being amortised over three years. The estimated useful economic life of software is based on management's judgement and experience. When management identifies that actual useful economic lives differ materially from the estimates used to calculate amortisation, that charge is adjusted prospectively.

4. Employees

The average monthly number of employees, including directors, during the year was 34 (2020 - 29).

FLOWERBX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

5. Intangible assets

Group

	Patents £	Development expenditure £	Total £
Cost			
At 1 January 2021	22,868	819,419	842,287
Additions	-	392,441	392,441
At 31 December 2021	<u>22,868</u>	<u>1,211,860</u>	<u>1,234,728</u>
Amortisation			
At 1 January 2021	18,241	559,454	577,695
Charge for the year	2,432	262,353	264,785
At 31 December 2021	<u>20,673</u>	<u>821,807</u>	<u>842,480</u>
Net book value			
At 31 December 2021	<u>2,195</u>	<u>390,053</u>	<u>392,248</u>
At 31 December 2020	<u>4,627</u>	<u>259,966</u>	<u>264,593</u>

FLOWERBX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

5. Intangible assets (continued)

Company

	Patents £	Development expenditure £	Total £
Cost			
At 1 January 2021	22,868	819,419	842,287
Additions	-	392,441	392,441
At 31 December 2021	<u>22,868</u>	<u>1,211,860</u>	<u>1,234,728</u>
Amortisation			
At 1 January 2021	18,241	559,454	577,695
Charge for the year	2,432	262,353	264,785
At 31 December 2021	<u>20,673</u>	<u>821,807</u>	<u>842,480</u>
Net book value			
At 31 December 2021	<u>2,195</u>	<u>390,053</u>	<u>392,248</u>
At 31 December 2020	<u>4,627</u>	<u>259,966</u>	<u>264,593</u>

FLOWERBX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

6. Tangible fixed assets

Group

	Motor vehicles £	Office equipment £	Computer equipment £	Total £
Cost or valuation				
At 1 January 2021	88,783	138,882	42,692	270,357
Additions	-	4,329	3,090	7,419
Disposals	-	(47,032)	-	(47,032)
At 31 December 2021	88,783	96,179	45,782	230,744
Depreciation				
At 1 January 2021	5,747	98,547	32,095	136,389
Charge for the year	13,792	5,980	6,718	26,490
Disposals	-	(28,010)	-	(28,010)
At 31 December 2021	19,539	76,517	38,813	134,869
Net book value				
At 31 December 2021	69,244	19,662	6,969	95,875
At 31 December 2020	83,036	40,335	10,597	133,968

FLOWERBX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

6. Tangible fixed assets (continued)

Company

	Motor vehicles £	Office equipment £	Computer equipment £	Total £
Cost or valuation				
At 1 January 2021	55,168	116,394	38,326	209,888
Additions	-	4,329	3,090	7,419
Disposals	-	(38,420)	-	(38,420)
At 31 December 2021	55,168	82,303	41,416	178,887
Depreciation				
At 1 January 2021	5,747	96,088	31,601	133,436
Charge for the year	13,792	5,980	6,718	26,490
Disposals	-	(28,010)	-	(28,010)
At 31 December 2021	19,539	74,058	38,319	131,916
Net book value				
At 31 December 2021	35,629	8,245	3,097	46,971
At 31 December 2020	49,421	20,306	6,725	76,452

7. Stocks

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Finished goods and goods for resale	393,501	212,679	237,425	115,173
	393,501	212,679	237,425	115,173

FLOWERBX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

8. Debtors

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Due after more than one year				
Other debtors	37,311	26,322	10,818	-
	<u>37,311</u>	<u>26,322</u>	<u>10,818</u>	<u>-</u>
Due within one year				
Trade debtors	224,834	179,589	132,009	144,007
Amounts owed by group undertakings	-	-	1,458,214	1,232,644
Other debtors	115,737	248,651	79,474	115,251
Prepayments and accrued income	19,635	6,842	25,186	5,221
Tax recoverable	224,412	247,078	224,412	247,078
	<u>621,929</u>	<u>708,482</u>	<u>1,930,113</u>	<u>1,744,201</u>

9. Creditors: Amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Other loans	85,252	84,701	-	-
Trade creditors	1,149,911	649,931	1,004,939	530,607
Amounts owed to group undertakings	-	-	135,140	-
Other taxation and social security	179,226	386,240	140,515	372,197
Other creditors	99,518	106,075	40,950	48,304
Accruals and deferred income	407,098	249,954	315,658	174,542
	<u>1,921,005</u>	<u>1,476,901</u>	<u>1,637,202</u>	<u>1,125,650</u>

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

10. Share capital

	2021 £	2020 £
Allotted, called up and fully paid		
16,733,309 (2020 - 13,564,794) Ordinary shares of £0.01 each	167,333	135,648

On 6 April 2021, 2,000 shares were issued at a premium of £0.90.

On 23 August 2021 2,013,713 shares were issued at a premium of £2.25

On 21 June 2022, 658,887 shares were issued at a premium of £2.25 and 493,909 shares were issued as a gift with a corresponding charge recognised.

11. Reserves

Share premium account

Share premium represents the excess consideration over nominal value net of issues costs.

Capital redemption reserve

The capital redemption reserve represents the 420,165 shares that were cancelled on 23 December 2015.

Foreign exchange reserve

The foreign exchange reserve represents differences on translation of foreign subsidiaries.

Other reserves

Other reserves relates to charges associated with the issue of share options.

Profit and loss account

The profit and loss account includes all current and prior period retained profits and losses.

12. Share options

The company currently has a total of 948,221 share options in issue, all of which have not vested at the year end. A fair value exercise was undertaken at the grant date of the options using the Black Scholes model. These options are exercisable over a maximum period of 10 years and vest only in the event of an exit transaction. As a result, no charge has been included in the 2021 financial statements.

FLOWERBX LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

13. Prior year adjustment

During the year management undertook an exercise to allocate certain expenditure categories within cost of sales in the Statement of Comprehensive Income to better align with their assessment of the trading performance of the Company. To ensure consistency of presentation of expenditure year on year in the financial statements, cost of sales and administrative expenses have been restated for the year ended 31 December 2020 to ensure classification on the same basis. No adjustment has been made to total profit, assets, liabilities or reserves for any prior period.

14. Pension commitments

The company operates a defined contribution pension scheme. During the period the company made contributions totalling £27,620 (2020: £18,878) into the pension scheme. At the year end contributions of £3,842 (2020: £3,734) were outstanding.

15. Commitments under operating leases

At 31 December 2021 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2021 £	Group 2020 £
Not later than 1 year	228,918	287,717
Later than 1 year and not later than 5 years	425,911	599,939
	<u>654,829</u>	<u>887,656</u>

16. Controlling party

The directors do not believe there to be an ultimate controlling party.

FLOWERBX LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

17. Auditors' information

The auditors' report on the financial statements for the year ended 31 December 2021 was unqualified.

The audit report included a statement of material uncertainty related to going concern:

We draw attention to note 2.3 in the financial statements, which indicates that the Group and Company again incurred operating losses, this year being £3.76m. This may cast significant doubt on the Group and Company's ability to continue as a going concern. As stated in note 2.3, these events or conditions, along with the other matters as set forth in note 2.3, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern due to a reliance on future fundraising. Our opinion is not modified in respect of this matter.

The audit report was signed on 26 September 2022 by Anastasia Frangos (Senior Statutory Auditor) on behalf of Haysmacintyre LLP.