

UPHOLD EUROPE LIMITED
Financial Statements
for the Year Ended 31 December 2019

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for the year ended 31 December 2019

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UPHOLD EUROPE LIMITED
Company Information
for the year ended 31 December 2019

Directors: S McLoughlin
A Morrison

Registered office: Suite A
6 Honduras Street
London
EC1Y 0TH

Registered number: 09281410 (England and Wales)

Auditors: Haines Watts
Chartered Accountants & Statutory Auditor
New Derwent House
69-73 Theobalds Road
London
WC1X 8TA

Balance Sheet
31 December 2019

	Notes	2019 £	2018 £
Current assets			
Debtors	4	13,100,159	3,088,082
Cash at bank	5	5,930,747	10,421,939
		<u>19,030,906</u>	<u>13,510,021</u>
Creditors			
Amounts falling due within one year	6	18,988,688	13,490,025
Net current assets		<u>42,218</u>	<u>19,996</u>
Total assets less current liabilities		<u>42,218</u>	<u>19,996</u>
Capital and reserves			
Called up share capital	7	1	1
Capital contribution		6,038	-
Retained earnings		36,179	19,995
Shareholders' funds		<u>42,218</u>	<u>19,996</u>

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

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the Board of Directors and authorised for issue on 22 October 2020 and were signed on its behalf by:

S McLoughlin - Director

**Notes to the Financial Statements
for the year ended 31 December 2019**

1. Statutory information

Uphold Europe 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

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Going concern

The financial statements have been prepared on the going concern basis as the directors believe that the company will continue to have access to adequate funding from the parent company to enable it to continue to operate as a going concern.

Following the emergence and spread of the coronavirus (COVID-19) the director has examined the possible effects on the business of the company and believe its impact will be minimal with no disruption to operations.

Accordingly, the directors continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Turnover represents recharges of services provided to other group companies. Turnover is recognised in arrears at the end of the period in line with the service agreement.

Financial instruments

Financial assets and financial liabilities are recognised in the balance sheet when the company becomes a party to the contractual provisions of the instrument.

Trade and other debtors and creditors are classified as basic financial instruments and measured at initial recognition at transaction price. Debtors and creditors are subsequently measured at amortised cost using the effective interest rate method. A provision is established when there is objective evidence that the company will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank and bank overdrafts which are an integral part of the company's cash management.

Financial liabilities and equity instruments issued by the company are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

Notes to the Financial Statements - continued
for the year ended 31 December 2019

2. Accounting policies - continued**Share based payments**

Employees of the company receive remuneration in the form of share based payments, whereby employees render services as consideration. The consideration is equity settled. Share options granted are over the Parent's equity and are accounted for in the company's individual financial statements as an expense in profit or loss and a capital contribution from the company's parent.

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. The transactions are recognised at group level and are charged to the company based the allocation of employees entity of employment. The cost is recognised, together with a corresponding increase in other capital reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until vesting date reflects the extent to which the vesting period has expired and the company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit or loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefit expense.

No expense is recognised for awards that do not ultimately vest.

3. Employees and directors

The average number of employees during the year was 5 (2018 - 2) .

4. Debtors: amounts falling due within one year

	2019	2018
	£	£
Amounts owed by group undertakings	13,035,061	3,087,599
Other debtors	65,098	483
	<u>13,100,159</u>	<u>3,088,082</u>

5. Cash at bank

Included in cash at bank is £5,930,747 (2018: £10,421,939) which represents customers' funds held on behalf of fellow subsidiaries in cash and cash equivalents. While no legal restriction is placed on the use of these assets, the company voluntarily restricts the use of the assets underlying the user obligations.

6. Creditors: amounts falling due within one year

	2019	2018
	£	£
Trade creditors	73,815	137,455
Amounts owed to group undertakings	18,885,079	13,299,685
Taxation and social security	1,150	4,690
Other creditors	28,644	48,195
	<u>18,988,688</u>	<u>13,490,025</u>

7. Called up share capital**Allotted, issued and fully paid:**

Number:	Class:	Nominal value:	2019	2018
			£	£
1	Ordinary	£1	<u>1</u>	<u>1</u>

Notes to the Financial Statements - continued
for the year ended 31 December 2019

8. **Disclosure under Section 444(5B) of the Companies Act 2006**

The Auditors' Report was unqualified.

Gary Staunton (Senior Statutory Auditor)
for and on behalf of Haines Watts

The audit report in the full accounts makes reference to the accounting policy on going concern highlighting the uncertainty caused by COVID-19.

9. **Capital contribution**

The capital contribution is as a result of Incentive Stock Options awarded to employees and is subject to the terms and conditions of the 2016 Equity Incentive Plan of the parent company. Black-Scholes is the pricing model utilised.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.