Registered number: 09873335

CREDIT KUDOS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021



COMPANY INFORMATION

Directors

F W Kelly M J Boyd P R Denwood

Company secretary

Abogado Nominees Limited

Registered number

09873335

Registered office

100 New Bridge Street

London EC4V 6JA

Independent auditor

Crowe U.K. LLP Riverside House 40 - 46 High Street

Maidstone Kent ME14 1JH

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

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

Directors' responsibilities statement

The directors are responsible for preparing the Directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting-Standard-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 for the company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 to 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.

Directors

The directors who served during the year were:

F W Kelly

E W A Lascelles (resigned 21 March 2022)

A D S Prenn (appointed 20 July 2021, resigned 21 March 2022)

Post year end the following directors were appointed:

M J Boyd appointed 21 March 2022

P R Denwood appointed 21 March 2022

Going concern

The directors have prepared the accounts on a going concern basis taking into account the company was acquired post year end. It is expected the company will continue to trade in some capacity for the foreseeable future however, the directors have cited the company has the support and finance of its parent company to provide all necessary financial support for 12 months from the date of approval of these financial statements.

Having regard to the above, the directors believe it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

.Post.balance.sheet.events.

On September 8th 2022 the parent company acquired the Company's Intellectual Property.

A dividend of £89,000,000 in relation to the financial year-ending 24 September 2022, was declared in September 2022.

In September 2022 the company cancelled share premium in full.

Auditor

The auditor, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

F W Kelly Director

Date: 26 September 2022

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREDIT KUDOS LIMITED

Opinion

We have audited the financial statements of Credit Kudos Limited (the 'company') for the year ended 31 December 2021, which comprise the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes, 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 Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (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 December 2021 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 United Kingdom, including the Financial Reporting Council'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 CREDIT KUDOS LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion 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 Directors' report for the financial year for which the financial statements are
 prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 material misstatements in 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies
 regime and take advantage of the small companies' exemptions in preparing the Directors' report and
 from the requirement to prepare a Strategic report.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 1, 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREDIT KUDOS LIMITED (CONTINUED)

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.

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 obtained an understanding of the legal and regulatory frameworks within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and Taxation legislation.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management. Our audit procedures to respond to these risks included:

- enquiries of management about their own identification and assessment of the risks of irregularities;
- reviewing board minutes and making enquiries of management regarding any non-compliance with laws and regulations and fraud;
- reviewing the revenue, supplier payments and payroll for significant deficiencies or susceptibility to fraud;
- reviewing revenue has been recognised appropriately and that the revenue accounting policy is compliant with the financial reporting framework;
- challenging assumptions and judgements made by management in their significant accounting estimates and judgements; and
- reviewing journal entries, in particular any journal entries posted with unusual account combinations, posted by unexpected users and posted on unexpected days.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentations.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREDIT KUDOS LIMITED (CONTINUED)

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.

The Man

Ian Weekes (Senior statutory auditor)

for and on behalf of Crowe U.K. LLP

Statutory Auditor

Riverside House 40 - 46 High Street Maidstone Kent ME14 1JH

Date: 27 September 2022

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £	2020 £
Turnover		1,873,280	729,641
Cost of sales		(183,920)	(132,220)
Gross profit		1,689,360	597,421
Administrative expenses		(6,556,738)	(3,553,262)
Operating loss		(4,867,378)	(2,955,841)
Interest payable and similar expenses		(1,835)	(31)
Loss before tax		(4,869,213)	(2,955,872)
Tax on loss	4	421,374	589,678
Loss for the financial year		(4,447,839)	(2,366,194)
Other comprehensive income for the year			
Total comprehensive income for the year		(4,447,839)	(2,366,194)

CREDIT KUDOS LIMITED REGISTERED NUMBER: 09873335

BALANCE SHEET AS AT 31 DECEMBER 2021

	Note		2021 £		2020 £
Fixed assets					
Tangible assets	5		40,041		33,980
			40,041		33,980
Current assets					
Debtors: amounts falling due within one year	6	1,237,403		633,713	
Cash at bank and in hand	7	442,597		3,093,208	
		1,680,000	•	3,726,921	
Creditors: amounts falling due within one year	8	(457,929)		(273,662)	
Net current assets			1,222,071		3,453,259
Total assets less current liabilities Provisions for liabilities			1,262,112		3,487,239
Deferred tax	9	(3,108)		-	
			(3,108)		
Net assets			1,259,004		3,487,239
Capital and reserves					
Called up share capital	10		454		451
Share premium account			7,609,742		7,609,742
Other reserves			2,627,743		408,142
Profit and loss account			(8,978,935)		(4,531,096)
			1,259,004	•	3,487,239

CREDIT KUDOS LIMITED REGISTERED NUMBER: 09873335

BALANCE SHEET (CONTINUED) AS AT 31 DECEMBER 2021

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 were approved and authorised for issue by the board and were signed on its behalf by:

F W Kelly

Director

Date: 26 September 2022

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

At 1 January 2021	Called up share capital £ 451	Share premium account £	Other reserves £ 408,142	Profit and loss account £ (4,531,096)	Total equity £ 3,487,239
Comprehensive income for the year	>,				
Loss for the year	-	. -	-	(4,447,839)	(4,447,839)
─Total ⁻ comprehensive ⁻ income ⁻ for the year			-	(4,447,839)	(4,447,839)
Shares issued during the year	3	-	-	-	3
Share option charge	-	-	2,219,601	-	2,219,601
At 31 December 2021	454	7,609,742	2,627,743	(8,978,935)	1,259,004

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

	Called up share capital	Share premium account	Other reserves	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2020	327	2,690,601	-	(2,081,078)	609,850
Prior year adjustment	-	<u>.</u>	<u>-</u>	(83,824)	(83,824)
At 1 January 2020	327	2,690,601	-	(2,164,902)	526,026
Comprehensive income for the year					· :
Loss for the year	-	-	-	(2,366,194)	(2,366,194)
Total comprehensive income for the year			-	(2,366,194)	(2,366,194)
Shares issued during the year	124	4,919,141	-	-	4,919,265
Share option charge	-	-	408,142	-	408,142
At 31 December 2020	451	7,609,742	408,142	(4,531,096)	3,487,239

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

1. General information

Credit Kudos Limited is a private limited by shares company incorporated in England and Wales. Its registered company number is 09873335 and registered address is 100 New Bridge Street London EC4V 6.1A

The registered address changed from WeWork, 1 Poultry, London, EC2R 8EJ to 100 New Bridge Street London EC4V 6JA on 30 March 2022

The company's principal activity during the year continued to be the development of a platform that uses borrower-contributed-financial-information-to measure-creditworthiness and affordability-for-applications-in consumer lending.

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 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 management to exercise judgement in applying the company's accounting policies.

The following principal accounting policies have been applied:

2.2 Going concern

The directors have prepared the accounts on a going concern basis taking into account the company was acquired post year-end. It is expected the company will continue to trade in some capacity for the foreseeable future however, the directors have cited the company has the support and finance of its parent company to provide all necessary financial support for 12 months from the date of approval of these financial statements.

Having regard to the above, the directors believe it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

2.3 Revenue

Revenue from credit checks are recognised at the point the service is provided.

Revenue from advisory is recognised over the period the service is supplied.

Revenue from annual software licenses is recognised over the life of the contract.

2.4 Operating leases

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

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

Accounting policies (continued)

2.5 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.

2.6 Pensions

Defined contribution pension plan

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company 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 Balance sheet. The assets of the plan are held separately from the company in independently administered funds.

2.7 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 balance sheet 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 <u>control of either party</u> (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 company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

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

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

2. Accounting policies (continued)

2.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. 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 balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.9 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:

Computer equipment

- over 3 years

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.

2.10 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

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

2. Accounting policies (continued)

2.11 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. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.12 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.

2.13 Provisions for liabilities

Provisions are made where an event has taken place that gives the company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

2.14 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors.

3. Employees

The average monthly number of employees, including the directors, during the year was as follows:

	2021 . No.	2020 No.
Employees	44	33
Directors	3	2
	47	35

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

4.	Taxation		
		2021 £	2020 £
	Corporation tax	~	~
	Current tax on profits for the year	(425,047)	(589,113)
		(425,047)	(589,113)
	Total current tax	(425,047)	(589,113)
	Deferred tax		
	Origination and reversal of timing differences	159,344	(565)
	Effect of tax rate change on opening balance	(155,671)	-
	Total deferred tax	3,673	(565)
	Taxation on loss on ordinary activities	(421,374)	(589,678)

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

4. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2020 - lower than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Loss on ordinary activities before tax	(4,869,213)	(2,955,872)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%) Effects of:	(925,150)	(561,616)
Fixed asset adjustment	-	(1,771)
Expenses not deductible for tax purposes	423,079	83,422
Share scheme deduction	(4,750)	(1,132)
Additional deduction for R&D expenditure	(314,802)	(267,786)
Surrender of tax losses for R&D tax credit refund	131,911	112,210
Adjustments to tax charge in respect of previous periods		(227,548)
Deferred tax not recognised	509,015	274,543
Depreciation on non qualifying assets	(1,085)	-
Adjust deferred tax to standard CT rate	(239,592)	-
Total tax charge for the year	(421,374)	(589,678)

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

	mputer ipment £
	C4 424
Cost	C4 424
At 1 January 2021	61,134
Additions	30,385
At 31 December 2021	91,519
Depreciation	
	27,154
	24,324
At 31 December 2021	51,478
Net book value	
At 31 December 2021	40,041
At 31 December 2020	33,980
6. Debtors	
2021 £	2020 £
Trade debtors 753,550 1	38,653
Other debtors 21,579	45,030
Prepayments and accrued income 37,227	87,900
	61,565
Deferred taxation -	565
1,237,403 6	33,713

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

7.	Cash and cash equivalents		
•		2021 £	2020 £
	Cash at bank and in hand	442,597	3,093,208
8.	Creditors: Amounts falling due within one year		
		2021 £	2020 £
	Trade creditors	33,798	25,490
	Other taxation and social security	172,217	102,276
	Other creditors	67,532	22,488
	Accruals and deferred income	184,382	123,408
	. ·	457,929	273,662
9.	Deferred taxation		
		2021 £	2020 £
	At beginning of year	565	+
	Charged to profit or loss	(3,673)	565
	At end of year	(3,108)	565
	The deferred taxation balance is made up as follows:		
		2021 £	2020 £
	Accelerated capital allowances	(4.552)	(1.397)
	Accelerated capital allowances Short term timing differences	(4,552) 1,444	(1,397) 1,962

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

10. Share capital

Chair o Suphia.		
	2021	2020
	£	£
Allotted, called up and fully paid		
10,923,985 (2020 - 10,923,985) A Ordinary shares of £0.00001 each	109	109
5,433,633 (2020 - 5,433,633) B Ordinary shares of £0.00001 each	54	54
1,925,465 (2020 - 1,925,465) C Ordinary shares of £0.00001 each	20	20
10,327,619 (2020 - 10,327,619) C Preference shares of £0.00001 each	103	103
13,477,780 (2020 - 16,506,640) Ordinary shares of £0.00001 each	135	165
3,287,242 (2020 -) Deferred shares of £0.00001 each	33	
-		
	454	451

During the year the company issued 258,382 Ordinary £0.00001 shares.

During the year the company converted 3,287,242 Ordinary shares into 3,287,242 Deferred shares.

All shares rank pari passu in respect to attendance of meeting, voting rights and dividend, except Deferred shares which hold no voting rights.

Ordinary, A Ordinary, and B Ordinary shares rank pari passu in respect to distribution on windup. C Ordinary and C Preference shares are entitled to distribution on windup ahead of Ordinary, A Ordinary, and B Ordinary shares. Deferred shares hold priority to return on capital on windup.

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

11. Share based payments

During the year the company made an award of 4,129,587 share options to its employees upon commencement of employment and the vesting period is 4 years. Additionally 1,179,189 share options were granted to person other than employees and the vesting period is 3 years. The share price at the date of grant was £0.4141 and the exercise price was £0.00001/£0.4141.

The options are exercisable for a maximum period of 10 years after grant. At year end nil options were exercisable.

	weighted—average exercise price (pence)	Number	weighted- average exercise price (pence)	Number
	2021	2021	2020	2020
Outstanding at the beginning of the year	0.00001	4,338,418		-
Granted during the year	0.09198	5,308,776	0.00001	4,526,988
Forfeited during the year	0.00001	(94,011)	0.00001	(81,930)
Exercised during the year	0.00001	(258,382)	0.00001	(106,640)
Outstanding at the end of the year	0.05254	9,294,801	0.00001	4,338,418
			2021 £	2020 £
Equity-settled schemes		~	2,219,601	408,142
			2,219,601	408,142
4		;		

12. Pension commitments

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund. At the balance sheet date, accrued contributions amounted to £18,094 (2020 - £13,257).

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

13. Commitments under operating leases

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

	2021 £	2020 £
Not later than 1 year	17,100	80,285
	17,100	80,285

14. Post balance sheet events

On September 8th 2022 the parent company acquired the Company's Intellectual Property. A dividend of £89,000,000 in relation to the financial year-ending 24 September 2022, was declared in September 2022.

In September 2022 the company cancelled share premium in full.

15. Controlling party

Following the acquisition of the company by Apple Inc. post year end, the company became a 100% subsidiary of Apple Inc, a company registered in the United States.