

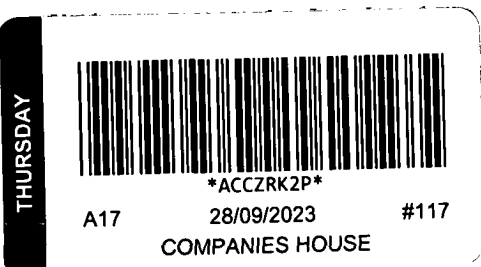
## **Hambro Perks Services Limited**

Annual Report and Financial Statements

Year Ended

31 December 2022

Company Number 10228027



**Hambro Perks Services Limited**

Registered number: 10228027

**Statement of Financial Position  
As at 31 December 2022**


	Note	2022 £	2021 £
<b>Non-current assets</b>			
Tangible fixed assets	9	115,952	96,370
Deferred tax asset	12	4,082	-
		<u>120,034</u>	<u>96,370</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	10	4,098,242	1,415,047
Cash at bank and in hand		223,586	241,624
<b>Current liabilities</b>		<u>4,321,828</u>	<u>1,656,671</u>
Creditors: amounts falling due within one year	11	(20,541,848)	(13,153,211)
<b>Net current liabilities</b>		<u>(16,220,020)</u>	<u>(11,496,540)</u>
<b>Total assets less current liabilities</b>		<u>(16,099,986)</u>	<u>(11,400,170)</u>
<b>Net liabilities</b>		<u>(16,099,986)</u>	<u>(11,400,170)</u>
<b>Capital and reserves</b>			
Share capital	13	1	1
Accumulated losses	14	(16,099,987)	(11,400,171)
<b>Total Equity</b>		<u>(16,099,986)</u>	<u>(11,400,170)</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 statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the Board of Directors and signed on its behalf by:

DocuSigned by:  
  
 69F099E645B743A.....  
**A Wyke on behalf of Hambro Perks Limited**  
 Director

Date: 25 September 2023

The notes on pages 2 to 14 form part of these financial statements.

# Hambro Perks Services Limited

## Notes to the Financial Statements For the year ended 31 December 2022

---

### 1. General information

Hambro Perks Services Limited (the "Company") is a private company limited by shares and is incorporated in England and Wales under the Companies Act 2006. The address of the registered office is stated on the company information page and the nature of the company's operations and principal activity are set out in the director's report.

### 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 management to exercise judgement in applying the company's accounting policies (see note 3).

These financial statements are presented in pounds sterling (GBP), as that is the currency in which the majority of the company's transactions are denominated, and are presented to the nearest pound.

The following principal accounting policies have been applied consistently throughout the year:

#### 2.2 Going concern

The financial statements have been prepared on a going concern basis, which assumes that the company continues in operational existence for a period of at least 12 months from the date on which the statement of financial position is signed.

The company reports net liabilities and losses for the year. The company is dependent on the financial support of its parent, Hambro Perks Limited. The directors of Hambro Perks Limited have indicated that such support will be forthcoming and this forms the basis for these financial statements being prepared on a going concern basis.

The directors have reviewed forecasts for the group for a period beyond one year from the date of approval of these financial statements. From this review the directors believe that there will be sufficient cash reserves to meet daily obligations throughout this period.

Based on this review the directors have concluded that the group (Hambro Perks Limited and all of its subsidiaries) and company will have sufficient cash reserves to meet daily obligations and external liabilities as they fall due and that the going concern basis of preparation is therefore appropriate.

# Hambro Perks Services Limited

## Notes to the Financial Statements For the year ended 31 December 2022

### 2. Accounting policies (continued)

#### 2.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover 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 turnover is recognised:

##### Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

#### 2.4 Tangible 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.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

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:

Leasehold improvements	-	20% - 25% straight line
Fixtures and fittings	-	25% straight line
Office equipment	-	33% straight line
Computer equipment	-	33% straight line

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.

#### 2.5 Debtors

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

## **Hambro Perks Services Limited**

### **Notes to the Financial Statements For the year ended 31 December 2022**

---

#### **2. Accounting policies (continued)**

##### **2.6 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.

##### **2.7 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, cash at bank, loans to and from related parties and accrued expenses.

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.

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 Statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

##### **2.8 Creditors**

Short term creditors are measured at the transaction price.

# **Hambro Perks Services Limited**

## **Notes to the Financial Statements For the year ended 31 December 2022**

---

### **2. Accounting policies (continued)**

#### **2.9 Share based payments**

In accordance with FRS 102 the group headed by Hambro Perks Limited, of which the company is a member, reflects the economic cost of awarding shares and options to employees in Hambro Perks Services Limited by recording an expense in the statement of comprehensive income equal to the fair value of the benefit awarded, fair value being determined by reference to option pricing models. The expense is recognised in the statement of comprehensive income in this company and a corresponding capital contribution from Hambro Perks Limited over the vesting period.

Where equity instruments are granted to persons other than employees, the statement of comprehensive income is charged with the fair value of goods and services received.

The calculation of the fair values of the share options issued by the company has been based upon the Black-Scholes pricing model together with a number of subjective assumptions.

Expense in relation to share based payments is recognised on a straight line basis over the vesting period.

#### **2.10 Operating leases**

Rentals paid under operating leases are charged to the statement of comprehensive income 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.

#### **2.11 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 Statement of financial position. The assets of the plan are held separately from the company in independently administered funds.

# Hambro Perks Services Limited

## Notes to the Financial Statements For the year ended 31 December 2022

---

### 2. Accounting policies (continued)

#### 2.12 Current and deferred taxation

Tax is recognised in the statement of comprehensive income, 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 operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting 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 except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

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

In preparing these financial statements, the directors have had to make the following judgements:

- Determine whether leases entered into by the company either as a lessor or a lessee are operating or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis.
- Determine whether there are indicators of impairment of the company's tangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.
- Provision for impairment of the carrying value of trade debtors is made based on management's estimate of the prospect of recovering the amounts due, which includes considering the solvency of the counterparty and its future outlook.

Other key sources of estimation uncertainty

- **Tangible fixed assets (see note 9)**  
Tangible assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on the number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.
- The group calculates the cost of certain share-based payments by reference to the fair value of the equity instruments granted on the date of grant. The fair value of the instruments granted is subject to management estimate and any changes to these estimates may have a significant effect on the share-based payment charge to the income statement.

# Hambro Perks Services Limited

## Notes to the Financial Statements For the year ended 31 December 2022

### 4. Turnover

Analysis of turnover by country of destination:

	2022 £	2021 £
United Kingdom	5,182,845	4,385,363
Rest of Europe	-	550,000
Rest of the world	713,194	20,742
	<u>5,896,039</u>	<u>4,956,105</u>

### 5. Operating loss

The operating loss is stated after charging:

	2022 £	As restated 2021 £
Depreciation of tangible fixed assets	52,527	45,687
Exchange differences	2,856	3,531
Operating lease rentals	388,282	273,669
Defined contribution pension cost	431,755	275,569
Share based payment * (see note 15)	393,663	1,149,536
	<u>1,769,083</u>	<u>1,748,172</u>

The lease is guaranteed by Hambro Perks Limited the immediate parent company.

\* It was identified that there was a disclosure inconsistency in the 2021 full, financial statements' operating loss note in relation to the share based payment charge. The charge for 2021 was £1,149,536, but was disclosed in the operating loss note as £886,025; a difference of £263,511. As such, the disclosure in the operating loss note has been corrected to £1,149,536. Correcting the disclosure inconsistency has no impact on the statement of comprehensive income, the statement of financial position or the statement of changes in equity and is limited to the 2021 financial statements' operating loss disclosure note, only.

### 6. Auditors' remuneration

	2022 £	2021 £
Fees payable to the company's auditors and their associates for the audit of the company's annual financial statements	<u>31,010</u>	<u>26,845</u>

#### Fees payable to the company's auditors and their associates in respect of:

Taxation compliance services	<u>3,400</u>	<u>2,750</u>
------------------------------	--------------	--------------



# Hambro Perks Services Limited

## Notes to the Financial Statements For the year ended 31 December 2022

### 7. Employees

The average monthly number of employees, including directors, during the year was 33 (2021 - 25).

### 8. Tax on loss before tax

	2022 £	2021 £
Current tax on losses for the year	-	-
<b>Deferred tax</b>		
Origination and reversal of timing differences	(3,102)	-
Effect of changes in tax rates	(980)	-
<b>Taxation on loss on ordinary activities</b>	<b>(4,082)</b>	<b>-</b>

#### Factors affecting tax charge for the year

The tax assessed for the year is the same as (2021 - the same as) the standard rate of corporation tax in the UK of 19% (2021 - 19%) as set out below:

	2022 £	2021 £
Loss on ordinary activities before tax	(5,097,561)	(2,551,833)
Loss on ordinary activities before tax multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	(968,537)	(484,848)
<b>Effects of:</b>		
Expenses not deductible for tax purposes	72,868	10,498
Tax rate changes	(980)	-
Deferred tax not provided	892,567	474,350
<b>Total tax charge for the year</b>	<b>(4,082)</b>	<b>-</b>

## Hambro Perks Services Limited

### Notes to the Financial Statements For the year ended 31 December 2022

#### 9. Tangible fixed assets

	Leasehold improvements £	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
<b>Cost</b>					
At 1 January 2022	244,681	57,546	2,297	128,227	432,751
Additions	4,500	2,340	-	65,146	71,986
Disposals	-	-	(390)	(1,484)	(1,874)
At 31 December 2022	<u>249,181</u>	<u>59,886</u>	<u>1,907</u>	<u>191,889</u>	<u>502,863</u>
<b>Accumulated depreciation</b>					
At 1 January 2022	201,406	51,974	2,297	80,704	336,381
Charge for the year	11,534	3,309	-	37,560	52,403
Disposals	-	-	(390)	(1,483)	(1,873)
At 31 December 2022	<u>212,940</u>	<u>55,283</u>	<u>1,907</u>	<u>116,781</u>	<u>386,911</u>
<b>Net book value</b>					
At 31 December 2022	<u><u>36,241</u></u>	<u><u>4,603</u></u>	<u><u>-</u></u>	<u><u>75,108</u></u>	<u><u>115,952</u></u>
At 31 December 2021	<u><u>43,275</u></u>	<u><u>5,572</u></u>	<u><u>-</u></u>	<u><u>47,523</u></u>	<u><u>96,370</u></u>

## Hambro Perks Services Limited

### Notes to the Financial Statements For the year ended 31 December 2022

#### 9. Tangible fixed assets (continued)

In respect of prior year:

	Leasehold improvements £	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
<b>Cost or valuation</b>					
At 1 January 2021	204,998	55,596	2,297	77,117	340,008
Additions	39,683	2,259	-	51,948	93,890
Disposals	-	(309)	-	(838)	(1,147)
At 31 December 2021	<u>244,681</u>	<u>57,546</u>	<u>2,297</u>	<u>128,227</u>	<u>432,751</u>
<b>Depreciation</b>					
At 1 January 2021	188,165	45,275	2,297	55,794	291,531
Charge for the year on owned assets	13,241	6,699	-	25,748	45,688
Disposals	-	-	-	(838)	(838)
At 31 December 2021	<u>201,406</u>	<u>51,974</u>	<u>2,297</u>	<u>80,704</u>	<u>336,381</u>
<b>Net book value</b>					
At 31 December 2021	<u>43,275</u>	<u>5,572</u>	<u>-</u>	<u>47,523</u>	<u>96,370</u>
At 31 December 2020	<u>16,833</u>	<u>10,321</u>	<u>-</u>	<u>21,323</u>	<u>48,477</u>

#### 10. Debtors: amounts falling due within one year

	2022 £	2021 £
<b>Amounts falling due within one year</b>		
Trade debtors	3,355,505	648,150
Other debtors	64,605	281,568
Prepayments and accrued income	678,132	485,329
	<u>4,098,242</u>	<u>1,415,047</u>

# Hambro Perks Services Limited

## Notes to the Financial Statements For the year ended 31 December 2022

### 11. Creditors: Amounts falling due within one year

	2022 £	2021 £
Trade creditors	242,826	56,268
Amounts owed to group undertakings	18,916,069	12,304,247
Other taxation and social security	547,983	217,408
Other creditors	3,743	15,946
Accruals and deferred income	831,227	559,342
	<u>20,541,848</u>	<u>13,153,211</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

### 12. Deferred taxation

	2022 £
At beginning of year	-
Charged to profit or loss	4,082
<b>At end of year</b>	<u><b>4,082</b></u>

The deferred tax asset is made up as follows:

	2022 £	2021 £
Fixed asset timing differences	(6,029)	-
Losses	10,111	-
	<u>4,082</u>	<u>-</u>

### 13. Share capital

	2022 £	2021 £
<b>Allotted, called up and fully paid</b>		
1 (2021 - 1) ordinary share of £1	<u>1</u>	<u>1</u>

## **Hambro Perks Services Limited**

### **Notes to the Financial Statements For the year ended 31 December 2022**

---

#### **14. Reserves**

##### **Accumulated losses**

Accumulated losses represent cumulative profits or losses, net of dividends paid and other adjustments.

#### **15. Share based payments**

The group headed by Hambro Perks Limited, of which the company is a member, operated a company share option plan under which certain staff of the company have been issued options in Hambro Perks Limited during the year.

In accordance with FRS 102 the group headed by Hambro Perks Limited, of which the company is a member, reflects the economic cost of awarding shares and options to employees in Hambro Perks Services Limited by recording an expense in the statement of comprehensive income equal to the fair value of the benefit awarded, fair value being determined by reference to option pricing models. The expense is recognised in the statement of comprehensive income in this company and a corresponding capital contribution from Hambro Perks Limited over the vesting period.

#### **16. Pension commitments**

The company operates a defined contributions 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 and amounted to £431,755 over the year (2021 - £275,569). As at the year end, amounts payable of £55,672 (2021 - £30,995) had not been paid over to the plan.

## Hambro Perks Services Limited

### Notes to the Financial Statements For the year ended 31 December 2022

#### 17. Related party transactions

The company has taken advantage of the exemption under paragraph 33.1A of Financial Reporting Standard 102 not to disclose transactions with other wholly owned members of the group. The company had the following transactions during the year and outstanding balances at the year end with related parties:

2022	Relationship	Revenue	Purchases / Investments / cost of services	loans	Other debtors	Fixed assets	Balance owed by party at year end	Bad debts
		£	£	£	£	£	£	£
GoTo Digital Marketing Limited	Associate of Parent Entity	9,000	-	-	-	-	-	141,807
Hambro Perks Advisory LLP	Fellow Subsidiary Company	3,719,458	-	-	-	-	1,905,105	-
Insurtech Gateway Limited	Associate of Parent Entity	-	-	-	-	-	609	-
Odondo Limited	Associate of Parent Entity	52,800	-	-	-	-	55,336	-
Ombu Limited	Control by Director of Reporting Entity	111,724	-	-	(561)	-	5,187	-
Tempfair Limited	Associate of Parent Entity	48,000	-	-	-	-	-	-
Peter Soliman	Director	-	6,062	-	-	-	3,370	-

## Hambro Perks Services Limited

### Notes to the Financial Statements For the year ended 31 December 2022

#### 17. Related party transactions (continued)

The LLP had the following transactions during the prior year and outstanding balances at the year end with related parties:

2021	Relationship	Revenue	Purchases / Investments / cost of services	loans	Fixed assets	Balance owed by / (to) related party at year end	Bad debts
		£	£	£	£	£	£
GoTo Digital Marketing Limited	Associate of Parent Entity	6,200	-	-	-	130,994	-
Hambro Perks Advisory LLP	Fellow Subsidiary Company	2,453,321	-	-	-	459	-
Insurtech Gateway Limited	Associate of Parent Entity	-	-	-	-	650	-
Odondo Limited	Associate of Parent Entity	52,500	-	-	-	225,275	-
Ombu Limited	Control by Director of Reporting Entity	67,828	-	-	-	11,354	-
Tempfair Limited	Associate of Parent Entity	56,000	-	-	-	-	-
Tempfair Services Limited	Associate of Parent Entity	7,200	-	-	-	1,440	-
Talent Enterprises Limited	Control by Director of Reporting Entity	-	62,500	-	-	-	-

#### 18. Controlling party

In the opinion of the directors, there is no single ultimate controlling party. Hambro Perks Limited is the immediate parent.

Hambro Perks Limited is the largest and smallest company to prepare consolidated financial statements which include this company.

#### 19. Auditors' information

The auditors' report on the financial statements for the year ended 31 December 2022 was unqualified.

The audit report was signed on 25/09/2023 by Liam Thompson-Clarke (Senior statutory auditor)  
on behalf of PricewaterhouseCoopers LLP.