

Company Registration No. 10497349 (England and Wales)

INVESTOO LTD
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020
PAGES FOR FILING WITH REGISTRAR

INVESTOO LTD

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INVESTOO LTD

BALANCE SHEET

AS AT 31 DECEMBER 2020

		2020		2019	
	Notes	£	£	£	£
Fixed assets					
Intangible assets	3		3,727,736		3,293,246
Tangible assets	4		15,660		17,955
Investments	5		161,875		161,875
			<u>3,905,271</u>		<u>3,473,076</u>
Current assets					
Debtors	6	2,671,264		897,060	
Cash at bank and in hand		320,582		222,768	
		<u>2,991,846</u>		<u>1,119,828</u>	
Creditors: amounts falling due within one year	7	<u>(1,093,057)</u>		<u>(679,480)</u>	
Net current assets			<u>1,898,789</u>		<u>440,348</u>
Total assets less current liabilities			<u>5,804,060</u>		<u>3,913,424</u>
Capital and reserves					
Called up share capital			15		15
Share premium account	8		5,466,926		5,466,926
Profit and loss reserves	8		337,119		(1,553,517)
Total equity			<u>5,804,060</u>		<u>3,913,424</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2020 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

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

INVESTOO LTD

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2020

The financial statements were approved by the board of directors and authorised for issue on 5 February 2021 and are signed on its behalf by:

Mr D N Merry
Director

Company Registration No. 10497349

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

Company information

Investoo Ltd 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.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

The financial statements have been prepared on a going concern basis. The directors have considered relevant information, including the annual budget, forecast future cash flows and the impact of subsequent events in making their assessment. The COVID-19 pandemic and the ensuing economic shutdown has had a significant impact on the company's operations, albeit not entirely adverse due to the nature of digital marketing. In response to the COVID-19 pandemic, the directors have performed a robust analysis of forecast future cash flows taking into account the potential impact on the business of possible future scenarios arising from the impact of COVID-19. This analysis also considers the effectiveness of available measures to assist in mitigating the impact.

Based on these assessments and having regard to the resources available to the entity, the directors have concluded that there is no material uncertainty and that they can continue to adopt the going concern basis in preparing the annual report and accounts.

1.3 Turnover

Revenue is measured at the fair value of the consideration received or receivable for services provided in the normal course of business, net of discounts, VAT and other sales-related taxes. The following revenue activities are carried out:

Commission

The company recognises fixed commission revenue from trading platforms in exchange for the referral of online traffic to each platform.

Revenue is recognised, depending on the agreement in place, over the life of the contract on a fixed basis and is billed monthly based on registered referrals.

Additional revenue is recognised as one-time sums when a referral makes a first time deposit with an online trading platform.

Sale of currencies

The company recognises revenue on the sale of digital currencies that are bought to order. Revenue is recognised when control of the digital currency is transferred to the customer.

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.4 Intangible fixed assets other than goodwill

Externally acquired intangible assets are recognised initially at cost.

At each reporting date, the Company review the carrying amounts of its intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Website	10% on cost
Internally generated website	10% on cost

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings	33% on cost
Computers	33% on cost

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Fixed asset investments

Interests in unlisted investments, which are not subsidiaries, associates or jointly controlled entities, are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.7 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Debtors do not carry interest and are stated at their nominal value. Appropriate allowances for estimated irrecoverable amounts are recognised in the Profit and Loss account when there is objective evidence that the asset is impaired.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Creditors are not interest bearing and are included at their nominal value.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.14 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2020 Number	2019 Number
Total	27	39

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

3 Intangible fixed assets

	Website	Internally generated website	Total
	£	£	£
Cost			
At 1 January 2020	5,130,597	762,131	5,892,728
Additions	483,656	-	483,656
Transfers	358,694	(358,694)	-
At 31 December 2020	5,972,947	403,437	6,376,384
Amortisation and impairment			
At 1 January 2020	2,514,881	84,601	2,599,482
Amortisation charged for the year	474,376	33,271	507,647
Impairment losses	312,863	92,841	405,704
Reversal of past impairment loss	(864,185)	-	(864,185)
Transfers	98,334	(98,334)	-
At 31 December 2020	2,536,269	112,379	2,648,648
Carrying amount			
At 31 December 2020	3,436,678	291,058	3,727,736
At 31 December 2019	2,615,716	677,530	3,293,246

An number of websites are purchased and maintained for use within the trade. The following websites are individually material to the accounts:

	2020	2019	Remaining amortisation period
	£	£	Years
Website 1	292,874	316,070	7
Website 2	450,000	265,636	8
Website 3	289,169	311,792	7
Website 4	221,217	233,334	7
Website 5	598,504	157,544	8
Website 6	131,826	130,123	7
Website 7	243,738	259,336	7
Website 8	133,155	131,658	7
Website 9	113,726	108,881	7
Website 10	133,249	131,767	7
Website 11	160,272	162,967	7
Website 12	148,080	148,890	7
Website 13	162,799	-	7

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

4 Tangible fixed assets

	Fixtures and fittings	Computers	Total
	£	£	£
Cost			
At 1 January 2020	3,958	31,396	35,354
Additions	-	13,219	13,219
Disposals	(3,958)	-	(3,958)
At 31 December 2020	-	44,615	44,615
Depreciation and impairment			
At 1 January 2020	562	16,837	17,399
Depreciation charged in the year	391	12,118	12,509
Eliminated in respect of disposals	(953)	-	(953)
At 31 December 2020	-	28,955	28,955
Carrying amount			
At 31 December 2020	-	15,660	15,660
At 31 December 2019	3,396	14,559	17,955

5 Fixed asset investments

	2020	2019
	£	£
Shares in group undertakings and participating interests	1	1
Other investments other than loans	161,874	161,874
	161,875	161,875

Movements in fixed asset investments

	Shares in group undertakings	Other investments other than loans	Total
	£	£	£
Cost or valuation			
At 1 January 2020 & 31 December 2020	1	161,874	161,875
Carrying amount			
At 31 December 2020	1	161,874	161,875
At 31 December 2019	1	161,874	161,875

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

6 Debtors

	2020	2019
	£	£
Amounts falling due within one year:		
Trade debtors	189,459	131,545
Corporation tax recoverable	-	329,117
Other debtors	2,481,805	128,326
	<u>2,671,264</u>	<u>588,988</u>
Amounts falling due after more than one year:		
	£	£
Deferred tax asset	-	308,072
	<u>-</u>	<u>308,072</u>
Total debtors	<u>2,671,264</u>	<u>897,060</u>

7 Creditors: amounts falling due within one year

	2020	2019
	£	£
Bank loans	50,000	-
Trade creditors	708,259	569,401
Corporation tax	137,058	-
Other taxation and social security	59,357	42,743
Other creditors	138,383	67,336
	<u>1,093,057</u>	<u>679,480</u>

8 Reserves

Share premium

The share premium account represents additional amounts paid for shares in excess of their nominal value.

Profit and loss reserves

The profit and loss reserve represents cumulative profits and losses.

9 Events after the reporting date

There are no events to report post the balance sheet date.

INVESTOO LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

10 Related party transactions

During the year Investoo Ltd reimbursed D Merry, a director, for expenses paid on behalf of the company of £795,380 (2019: £148,154). The balance outstanding at the balance sheet date was £nil.

During the year Investoo Ltd made sales of £16,256 (2019: £40,676) to KI Capital Ltd, a company in which D Merry is a director. Investoo Ltd made purchases of £2,353,200 (2019: £489,388) from KI Capital Ltd. The balance outstanding at the balance sheet date was £614,211 due to KI Capital Ltd (2019: £38,115), which is shown within trade creditors. In addition a loan was made by Investoo Ltd to KI Capital of £745,137 in the year which is outstanding in full at the balance sheet date. The loan is interest free and repayable on demand.

During the year Optimizer Invest Ltd (a company incorporated in Malta), a shareholder with significant influence over the company charged management fees of £99,953. In addition a loan was made by Investoo Ltd to Optimizer Invest Ltd of £910,520 which is outstanding in full at the balance sheet date. The loan is interest free and repayable on demand.

During the year Investoo Ltd made sales of £70,810 (2019: £58,624) to Insurgence Ltd, a company in which D Merry is a director. Investoo Ltd made purchases of £411,125 (2019: £309) from Insurgence Ltd. The balance outstanding at the balance sheet date was £14,860 due to Insurgence Ltd (2019: £17,753).

11 Parent company

There is no ultimate controlling party.

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.