

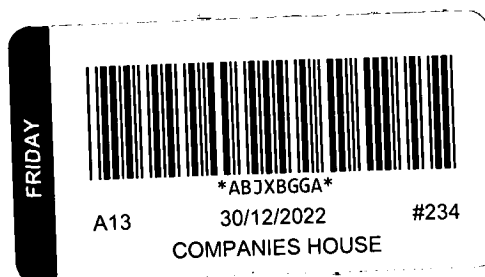
Registered number: 10880923

STEP EXCHANGE LIMITED

UNAUDITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021



STEP EXCHANGE LIMITED
REGISTERED NUMBER: 10880923

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	4	7,523	-
Tangible assets	5	-	1,836
		<u>7,523</u>	<u>1,836</u>
Current assets			
Debtors: amounts falling due within one year	6	176,307	24,419
Cash at bank and in hand	7	681,225	224,760
		<u>857,532</u>	<u>249,179</u>
Creditors: amounts falling due within one year	8	(146,768)	(228,423)
Net current assets		<u>710,764</u>	<u>20,756</u>
Total assets less current liabilities		<u>718,287</u>	<u>22,592</u>
Creditors: amounts falling due after more than one year	9	(39,855)	(200,001)
Net assets/(liabilities)		<u><u>678,432</u></u>	<u><u>(177,409)</u></u>
Capital and reserves			
Called up share capital		2	1
Share premium account		1,405,499	130,000
Profit and loss account		(727,069)	(307,410)
		<u><u>678,432</u></u>	<u><u>(177,409)</u></u>

STEP EXCHANGE LIMITED
REGISTERED NUMBER: 10880923

STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2021

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

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 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 and authorised for issue by the board and were signed on its behalf on 22 December 2022.

Daniel George

Dan George
Director

The notes on pages 4 to 10 form part of these financial statements.

STEP EXCHANGE LIMITED

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

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2020	1	130,000	(368,456)	(238,455)
Profit for the year	-	-	61,046	61,046
At 1 January 2021	1	130,000	(307,410)	(177,409)
Loss for the year	-	-	(419,659)	(419,659)
Shares issued during the year	1	1,275,499	-	1,275,500
At 31 December 2021	2	1,405,499	(727,069)	678,432

The notes on pages 4 to 10 form part of these financial statements.

STEP EXCHANGE LIMITED

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

1. General information

Step Exchange Limited is a private company, limited by shares, incorporated in England & Wales, registered number 10880923. The registered office is 1 Rookery House, Grove Farm, Crookham Village, Hampshire, GU51 5RX.

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 following principal accounting policies have been applied:

2.2 Going concern

The directors have reviewed the financial position over the next 12 months and consider the business to be a going concern. They will continue to support the company as required ensuring all liabilities are met as they fall due. Taking this into consideration these accounts have therefore been prepared on a going concern basis.

2.3 Revenue

Revenue is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Revenue is reduced for estimated customer rebates and other similar allowances. Revenue is recognised at the point services are delivered to the end recipient.

2.4 Government grants

Grants of a revenue nature are recognised in the Statement of Comprehensive Income in the same period as the related expenditure.

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 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

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

2. Accounting policies (continued)

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 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 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.

2.8 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 operates and generates income.

2.9 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. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

2.10 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.

STEP EXCHANGE LIMITED

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

2. Accounting policies (continued)

2.10 Tangible fixed assets (continued)

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	-	50%
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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.

2.11 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.

2.12 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.

2.13 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.

3. Employees

The average monthly number of employees, including directors, during the year was 8 (2020 - 3).

STEP EXCHANGE LIMITED

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

4. Intangible assets

	Computer software £
Cost	
Additions	10,621
At 31 December 2021	<u>10,621</u>
Amortisation	
Charge for the year	3,098
At 31 December 2021	<u>3,098</u>
Net book value	
At 31 December 2021	<u><u>7,523</u></u>
At 31 December 2020	<u><u>-</u></u>

STEP EXCHANGE LIMITED

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

5. Tangible fixed assets

	Computer equipment £
Cost or valuation	
At 1 January 2021	4,436
At 31 December 2021	<u>4,436</u>
Depreciation	
At 1 January 2021	2,600
Charge for the year on owned assets	1,836
At 31 December 2021	<u>4,436</u>
Net book value	
At 31 December 2021	<u>-</u>
At 31 December 2020	<u>1,836</u>

6. Debtors

	2021 £	2020 £
Amounts owed by group undertakings	170,065	24,419
Other debtors	6,242	-
	<u>176,307</u>	<u>24,419</u>

7. Cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	<u>681,225</u>	<u>224,760</u>

STEP EXCHANGE LIMITED

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

8. Creditors: amounts falling due within one year

	2021 £	2020 £
Bank loans	9,964	-
Trade creditors	-	(1)
Other taxation and social security	38,554	12,073
Other creditors	3,562	3,562
Accruals and deferred income	94,688	212,789
	<u>146,768</u>	<u>228,423</u>

9. Creditors: amounts falling due after more than one year

	2021 £	2020 £
Bank loans	39,855	50,000
Other creditors	-	150,001
	<u>39,855</u>	<u>200,001</u>

10. Loans

Analysis of the maturity of loans is given below:

	2021 £	2020 £
Amounts falling due within one year		
Bank loans	9,964	-
Amounts falling due 1-2 years		
Bank loans	9,964	-
Amounts falling due 2-5 years		
Bank loans	29,891	50,000
	<u>49,819</u>	<u>50,000</u>

STEP EXCHANGE LIMITED

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

11. Share capital

	2021 £	2020 £
Allotted, called up and fully paid		
1,587,839 (2020 - 1,230,581) Ordinary shares of £0.000001 each	2	1

During the year, the following share issues took place:

01/01/2021 - 100,581 £0.000001 A ordinary shares
31/01/2021 - 42,500 £0.000001 A ordinary shares
26/05/2021 - 314,758 £0.000001 A ordinary shares

The total consideration received in relation to the above shares issued was £1,275,500.

12. Share based payments

During the year, the company made share based payments of 7020 shares equating to a total value of £27,000 (£3.49 per share). These share based payments were for services rendered relating to non executive director and Chairman services.

During the year, the company issued 3295 EMI share options to employees and 7164 non-EMI share options to it's consultants. At the year end, using the Black-Scholes valuation method these options had no value and therefore no adjustment has been made in the financial statements.

13. Related party transactions

At 31 December 2021 the company was owed £170,065 (2020 - £24,419) from StepEx Lender Limited, a 100% owned subsidiary company.

14. Controlling party

The Ultimate controlling party is Dan George by virtue of share holding.