

INCORTA UK LIMITED  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2021

**INCORTA UK LIMITED**

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# INCORTA UK LIMITED

## COMPANY INFORMATION

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Director	O Elkady
Company secretary	Taylor Wessing Secretaries Limited
Registered number	12290758
Registered office	5 New Street Square London EC4A 3TW
Independent auditor	Blick Rothenberg Audit LLP Chartered Accountants & Statutory Auditor 16 Great Queen Street Covent Garden London WC2B 5AH

**INCORTA UK LIMITED****BALANCE SHEET  
AS AT 31 DECEMBER 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Tangible assets	4	2,473	-
		<u>2,473</u>	<u>-</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	5	5,433	68,525
Cash at bank and in hand		271,820	990
		<u>277,253</u>	<u>69,515</u>
Creditors: amounts falling due within one year	6	(148,831)	(25,691)
<b>Net current assets</b>		<u>128,422</u>	<u>43,824</u>
<b>Total assets less current liabilities</b>		<u>130,895</u>	<u>43,824</u>
<b>Provisions for liabilities</b>			
Deferred tax		(618)	-
		<u>(618)</u>	<u>-</u>
<b>Net assets</b>		<u><u>130,277</u></u>	<u><u>43,824</u></u>
<b>Capital and reserves</b>			
Called up share capital	8	1,000	1,000
Profit and loss account		129,277	42,824
<b>Total equity</b>		<u><u>130,277</u></u>	<u><u>43,824</u></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 profit and loss account in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved, authorised for issue and signed by the sole director:

**O Elkady**  
Director

Date: 8 September 2022

The notes on pages 4 to 12 form part of these financial statements.

# INCORTA UK LIMITED

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

	Called up share capital	Profit and loss account	Total equity
	£	£	£
<b>At 1 October 2019</b>	-	-	-
<b>Comprehensive income for the period</b>			
Profit for the financial period	-	42,824	42,824
<b>Total comprehensive income for the period</b>	-	42,824	42,824
Shares issued during the period	1,000	-	1,000
<b>Total transactions with owners</b>	1,000	-	1,000
<b>At 1 January 2021</b>	1,000	42,824	43,824
<b>Comprehensive income for the year</b>			
Profit for the financial year	-	55,876	55,876
<b>Total comprehensive income for the year</b>	-	55,876	55,876
<b>Contributions by and distributions to owners</b>			
Share based payment expense	-	30,577	30,577
<b>Total transactions with owners</b>	-	30,577	30,577
<b>At 31 December 2021</b>	1,000	129,277	130,277

The notes on pages 4 to 12 form part of these financial statements.

# INCORTA UK LIMITED

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

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### 1. General information

Incorta UK Limited is a private company limited by shares incorporated in England and Wales. The address of its registered office is 5 New Street Square, London, EC4A 3TW.

These financial statements have been prepared for a year ended 31 December 2021. Comparatives are for the prior 14 months and therefore the data is not comparable.

The financial statements are presented in Sterling (£).

### 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

During the year the Company realised a profit of £55,876 and had net assets at the year end of £130,277. The Company is dependent on the support of its parent company, Incorta Inc, with who they hold a product distribution agreement, to generate revenue. As at the date of signature of these financial statements, Incorta Inc have not given any indication that this agreement will be terminated and have confirmed that they will continue to support the Company for a period of not less than twelve months from the date of signature of these financial statements.

At the time of approving these financial statements, the director has a reasonable expectation that the Company has adequate resources to continue in operational existence and meet its liabilities as they fall due for the foreseeable future, being a period of at least twelve months from the date these financial statements were approved. In arriving at this expectation, the director has considered both the willingness and ability of the parent company to provide ongoing support. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

#### 2.3 Financial instruments

The Company has elected to apply Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets and financial liabilities are recognised when the Company becomes party to the contractual provisions of the instrument.

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.

The Company's policies for its major classes of financial assets and financial liabilities are set out below.

**2. Accounting policies (continued)**

**Financial instruments (continued)**

**Financial assets**

Basic financial assets, including trade and other debtors, cash and bank balances, intercompany working capital balances, and intercompany financing are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest for a similar debt instrument. Financing transactions are those in which payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate.

Such assets are subsequently carried at amortised cost using the effective interest method, less any impairment.

**Financial liabilities**

Basic financial liabilities, including trade and other creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Financing transactions are those in which payment is deferred beyond normal business terms or is financed at a rate of interest that is not a market rate.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

**Impairment of financial assets**

Financial assets 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 profit and loss account.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between the asset's carrying amount and the best estimate of the amount the Company would receive for the asset if it were to be sold at the reporting date.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between the asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If the 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.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

**2. Accounting policies (continued)**

**Financial instruments (continued)**

**Derecognition of financial assets and financial liabilities**

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

**Offsetting of financial assets and financial liabilities**

Financial assets and liabilities are offset and the net amount reported in the balance sheet 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.

**2.4 Revenue**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue 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 revenue is recognised:

**Licensing revenues**

Licensing revenue is recognised in accordance with the license agreement at the agreed rate, in the period in which it relates.



# INCORTA UK LIMITED

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

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### 2. Accounting policies (continued)

#### 2.5 Foreign currency translation

##### **Functional and presentation currency**

The Company's functional and presentational currency is Sterling (£)..

##### **Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to cash and cash equivalents are presented in the Profit and Loss Account .

#### 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. 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 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 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 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 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 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.

# INCORTA UK LIMITED

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

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### 2. Accounting policies (continued)

#### 2.9 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	-	33%
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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.

#### 2.10 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.

#### 2.11 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

#### 2.12 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.

### 3. Employees

The average monthly number of employees, including directors, during the year was 9 (2020 - 3).

# INCORTA UK LIMITED

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

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### 4. Tangible fixed assets

	Computer equipment £
<b>Cost</b>	
At 1 January 2021	-
Additions	3,064
	<hr/>
At 31 December 2021	3,064
	<hr/>
<b>Depreciation</b>	
At 1 January 2021	-
Charge for the year	591
	<hr/>
At 31 December 2021	591
	<hr/>
<b>Net book value</b>	
At 31 December 2021	2,473
	<hr/> <hr/>
At 31 December 2020	-
	<hr/> <hr/>

# INCORTA UK LIMITED

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

### 5. Debtors

	2021 £	2020 £
Other debtors	1,544	3,958
Prepayments and accrued income	3,889	64,567
	<u>5,433</u>	<u>68,525</u>

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

	2021 £	2020 £
Trade creditors	3,459	1,170
Amounts owed to group undertakings	104,375	-
Corporation tax	20,099	9,534
Other taxation and social security	1,453	-
Accruals and deferred income	19,445	14,987
	<u>148,831</u>	<u>25,691</u>

### 7. Deferred taxation

	2021 £
Charged to profit or loss	(618)
<b>At end of year</b>	<u><b>(618)</b></u>

The deferred taxation balance is made up as follows:

	2021 £	2020 £
Accelerated capital allowances	<u>(618)</u>	<u>-</u>

# INCORTA UK LIMITED

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

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### 8. Share capital

	2021 £	2020 £
<b>Allotted, called up and fully paid</b>		
1,000 (2020 - 1,000) Ordinary shares of £1.00 each	<u>1,000</u>	<u>1,000</u>

### 9. Pension commitments

The Company operates a defined contributions pensions 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 £nil. Contributions totalling £nil were payable to the fund at the balance sheet date.

### 10. Related party transactions

The Company has taken advantage of the exemption available under Section 1A of FRS 102 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertakings of the group.

### 11. Controlling party

The immediate and ultimate parent undertaking of Incorta UK Limited is Incorta, Inc. The company's registered office is 2755 Campus Drive, Suite 300, San Mateo, CA, 944034, United States. Consolidated financial statements are not prepared.

### 12. Auditor's information

The auditor's report on the financial statements for the year ended 31 December 2021 was unqualified.

The audit report was signed on 14 September 2022 by Simon Rothenberg (Senior Statutory Auditor) on behalf of Blick Rothenberg Audit LLP.

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.