

FIIT LIMITED
UNAUDITED ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

FIIT LIMITED
UNAUDITED ACCOUNTS
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FIIT LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2022

Directors	Sammi Adhami Ian Robert Milroy McCaig Noam Ohana Daniel Robert Shellard Sitar Hemendra Teli
Company Number	10713969 (England and Wales)
Registered Office	14 East Bay Lane The Press Centre Queen Elizabeth Olympic Park London E15 2GW
Accountants	Barnes & Scott 86-90 Paul Street Shoreditch London EC2A 4NE

CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY ACCOUNTS OF FIIT LIMITED FOR THE YEAR ENDED 31 DECEMBER 2022

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the accounts of Fiit Limited for the year ended 31 December 2022 as set out on pages 5 - 11 from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at [icaew.com/membershandbook](https://www.icaew.com/membershandbook).

This report is made solely to the Board of Directors of Fiit Limited, as a body, in accordance with the terms of our engagement letter dated 3 March 2020. Our work has been undertaken solely to prepare for your approval the accounts of Fiit Limited and state those matters that we have agreed to state to the Board of Directors of Fiit Limited, as a body, in this report in accordance with AAF 07/16 as detailed at [icaew.com/compilation](https://www.icaew.com/compilation). To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Fiit Limited and its Board of Directors as a body for our work or for this report.

It is your duty to ensure that Fiit Limited has kept adequate accounting records and to prepare statutory accounts that give a true and fair view of the assets, liabilities, financial position and loss of Fiit Limited. You consider that Fiit Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the accounts of Fiit Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory accounts.

Barnes & Scott
Chartered Accountants

86-90 Paul Street
Shoreditch
London
EC2A 4NE

24 April 2023

FIIT LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

	Notes	2022 £	2021 £
Fixed assets			
Intangible assets	<u>4</u>	10,437	11,814
Tangible assets	<u>5</u>	257,639	421,061
Investments	<u>6</u>	1	-
		<u>268,077</u>	<u>432,875</u>
Current assets			
Inventories		225,730	280,766
Debtors	<u>7</u>	1,174,438	759,444
Cash at bank and in hand		707,415	530,770
		<u>2,107,583</u>	<u>1,570,980</u>
Creditors: amounts falling due within one year	<u>8</u>	(4,436,416)	(3,581,698)
Net current liabilities		<u>(2,328,833)</u>	<u>(2,010,718)</u>
Total assets less current liabilities		(2,060,756)	(1,577,843)
Creditors: amounts falling due after more than one year	<u>9</u>	(4,660,685)	(4,740,861)
Provisions for liabilities			
Deferred tax		(41,419)	(72,731)
Net liabilities		<u><u>(6,762,860)</u></u>	<u><u>(6,391,435)</u></u>

FIIT LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022 (CONTINUED)

Capital and reserves

Called up share capital	310,973	293,558
Share premium	10,209,889	9,237,782
Capital contribution reserve	284,088	363,363
Profit and loss account	(17,567,810)	(16,286,138)

Shareholders' funds

(6,762,860)	(6,391,435)
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For the year ending 31 December 2022 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared and delivered 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 profit and loss account has not been delivered to the Registrar of Companies.

The financial statements were approved by the Board of Directors and authorised for issue on 24 April 2023 and were signed on its behalf by

Sammi Adhami
Director

Company Registration No. 10713969

FIIT LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

1 Statutory information

Fiit Limited is a private company, limited by shares, registered in England and Wales, registration number 10713969. The registered office is 14 East Bay Lane, The Press Centre, Queen Elizabeth Olympic Park, London, E15 2GW.

2 Compliance with accounting standards

The accounts have been prepared in accordance with the provisions of FRS 102 Section 1A Small Entities. There were no material departures from that standard.

3 Accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year, and also have been consistently applied within the same accounts.

Basis of preparation

The accounts have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets.

Presentation currency

The accounts are presented in £ sterling.

Going concern

The directors consider the going concern basis to be appropriate having paid due regard to the Company's projected results during the twelve months from the date the financial statements are approved and anticipated cash flows, availability of financing facilities and mitigating actions that can be taken during the period.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. Turnover from the sale of goods is recognised when goods have been delivered to customers such that risks and rewards of ownership have transferred to them. Turnover from the rendering of services is recognised by reference to the stage of completion of the contract. The stage of completion of a contract is measured by comparing the costs incurred for work performed to date to the total estimated contract costs.

Research and development

During the financial year, Fiit Ltd received a tax credit of £788,189 for qualifying expenditure under the Research and Development (R&D) tax relief scheme, relating to development work conducted in the period ending 31 December 2021. This is included as a tax repayment in the Income Statement in line with disclosure requirements under FRS 102 (1A).

The company is expecting to receive an R&D tax credit of £568,740, relating to development activity conducted during the year ending 31 December 2022. As this credit is dependent on HMRC's acceptance of the claim it is classified as a contingent asset and is not recognised in the financial statements until the funds have been received from HMRC, which is expected to be during the year ending 31 December 2023.

Expenditure on research and development is written off through the Income Statement in the year in which it is incurred.

Tangible fixed assets and depreciation

Tangible assets are included at cost less depreciation and impairment. Depreciation has been provided at the following rates in order to write off the assets over their estimated useful lives:

Plant & machinery	20% straight line
Fixtures & fittings	20% straight line
Computer equipment	20% straight line

FIIT LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

Intangible fixed assets

Intangible fixed assets (including purchased goodwill and patents) are included at cost less accumulated amortisation.

Inventories

Inventories have been valued at the lower of cost and estimated selling price less costs to complete and sell. In respect of work in progress and finished goods, cost includes a relevant proportion of overheads according to the stage of manufacturing/completion.

Cash and cash equivalents

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

Fixed asset investments

Interests in subsidiaries, associates and 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 impairments 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.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Taxation

Taxation represents the sum of tax currently payable and deferred 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."

Deferred taxation

Deferred tax arises as a result of including items of income and expenditure in taxation computations in periods different from those in which they are included in the company's accounts. Deferred tax is provided in full on timing differences which result in an obligation to pay more (or less) tax at a future date, at the average tax rates that are expected to apply when the timing differences reverse, based on current tax rates and laws.

Deferred tax assets and liabilities are not discounted.

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 stock or 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.

FIIT LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

Employee Share Option Scheme

The company has an employee share option scheme in place. The scheme consists of an EMI approved option scheme for those who are eligible, and an 'unapproved' scheme for others. The options vest evenly over a maximum of four years and are settled by equity upon exercise.

At the year end there were 8,633,780 options in issue, with 6,378,234 having vested. The company has entered a credit to the profit and loss account of £506,788, being the fair value of shares exercised or forfeited during the period. The company has also entered a debit of £427,513 through the profit and loss account, being the estimated fair value of the net movement in share options this period.

The number and weighted average exercise prices of the share options are as follows:

- (i) outstanding at the beginning of the year: 18,386,642 options at a weighted average exercise price of £0.001;
- (ii) granted during the year: 1,516,974 options at a weighted average exercise price of £0.001;
- (iii) forfeited during the year: 10,160,456 options at a weighted average exercise price of £0.001;
- (iv) exercised during the year: 1,109,380 options at a weighted average exercise price of £0.001;
- (v) expired during the year: Nil;
- (vi) outstanding at the end of the year 8,633,780 options at a weighted average exercise price of £0.001; and
- (vii) exercisable at the end of the year: 6,378,234 options at a weighted average exercise price of £0.001.

Government grants

Government grants in relation to tangible fixed assets are credited to profit and loss account over the useful lives of the related assets, whereas those in relation to expenditure are credited when the expenditure is charged to profit and loss.

4 Intangible fixed assets

	Other £
Cost	
At 1 January 2022	13,765
At 31 December 2022	13,765
Amortisation	
At 1 January 2022	1,951
Charge for the year	1,377
At 31 December 2022	3,328
Net book value	
At 31 December 2022	10,437
At 31 December 2021	11,814

FIIT LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

5 Tangible fixed assets

	Plant & machinery £	Fixtures & fittings £	Computer equipment £	Total £
Cost or valuation	At cost	At cost	At cost	
At 1 January 2022	53,335	663,110	173,143	889,588
Additions	-	-	13,325	13,325
At 31 December 2022	53,335	663,110	186,468	902,913
Depreciation				
At 1 January 2022	17,558	390,298	60,671	468,527
Charge for the year	10,600	129,897	36,250	176,747
At 31 December 2022	28,158	520,195	96,921	645,274
Net book value				
At 31 December 2022	25,177	142,915	89,547	257,639
At 31 December 2021	35,777	272,812	112,472	421,061

6 Investments

	Subsidiary undertakings £
Valuation at 1 January 2022	-
Additions	1
Valuation at 31 December 2022	1

7 Debtors

	2022 £	2021 £
Amounts falling due within one year		
Trade debtors	360,957	15,871
Amounts due from group undertakings etc.	2,278	10,205
Accrued income and prepayments	595,880	648,656
Other debtors	215,323	84,712
	1,174,438	759,444

8 Creditors: amounts falling due within one year

	2022 £	2021 £
VAT	343,114	103,268
Trade creditors	296,927	324,871
Taxes and social security	188,522	122,596
Other creditors	242,999	635,092
Accruals	985,567	912,106
Deferred income	2,379,287	1,483,765
	4,436,416	3,581,698

FIIT LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

9 Creditors: amounts falling due after more than one year	2022	2021
	£	£
Other creditors	4,660,685	4,740,861

Creditors falling due after one year include unsecured convertible loan notes totalling £4,660,685 (2021: £4,024,315). This balance includes interest of £190,684 (2021: £114,315) accrued in relation to the loans.

10 Operating lease commitments	2022	2021
	£	£
At 31 December 2022 the company had the following future minimum lease payments under non-cancellable operating leases for each of the following periods:		
Not later than one year	175,066	155,406
Later than one year and not later than five years	29,747	204,813
	<u>204,813</u>	<u>360,219</u>

11 Loans to directors

Included in debtors is £164,460 (2021: £4,460) owed by the directors of the company. This will be repaid within nine months of year end.

12 Average number of employees

During the year the average number of employees was 43 (2021: 67).

