

Company No: 11049457

Amazon Payments UK Limited
Report and Financial Statements

31 December 2021

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Amazon Payments UK Limited

COMPANY INFORMATION

DIRECTORS

Phaedra Andrews
Severine Philardeau
Alexander Simpson
Jean-Baptiste Thomas

SECRETARY

Mitre Secretaries Limited

REGISTERED OFFICE

1 Principal Place
Worship Street
London
England
EC2A 2PA

AUDITOR

Ernst & Young LLP
1 More London Place
London
England
SE1 2AF

Amazon Payments UK Limited

DIRECTORS' REPORT

for the year ended 31 December 2021

The directors of Amazon Payments UK Limited ("the Company") present the annual report containing their Directors' Report, the Strategic Report and the financial statements for the year ended 31 December 2021.

DIRECTORS

The directors who served the Company during the year and to the date of this report were as follows:

Phaedra Andrews
Severine Philardeau
Alexander Simpson
Jean-Baptiste Thomas
Gaetan Vanet (resigned 8 October 2021)

No directors held any interest in the share capital of the Company during the year.

DIVIDEND

The directors do not recommend the payment of any dividends (2020: £nil).

QUALIFYING THIRD PARTY INDEMNITY PROVISION

Qualifying third party indemnity provisions are in place to indemnify all directors and officers of the Company.

ENGAGEMENT WITH CUSTOMERS, SUPPLIERS AND OTHER STAKEHOLDERS

The directors of the Company strive to have a positive impact on customers, employees, small businesses and communities. Led by the directors, Amazon's employees are committed to learning and inventing on behalf of customers and supporting businesses and entrepreneurs to grow sales and reach new customers. The result of engagement with customers, suppliers and other stakeholders is referenced in the Strategic Report.

FINANCIAL RISK MANAGEMENT

The Company engages in basic financial instruments as part of its operations. We do not hold or issue derivative financial instruments for trading purposes or in our risk management activities. Policies for managing risks are summarised below.

Liquidity risk

Liquidity risk is the risk that we will not meet future financial obligations due to a shortage of funds. Our financing activities are managed centrally by maintaining an adequate level of cash and cash equivalents to finance our operations. Our surplus funds are also managed centrally by placing them with reputable financial institutions on varying maturities.

Credit risk

Credit risk arises from cash and cash equivalents, as well as credit exposures to external customers, including outstanding receivables. There are no significant concentrations of credit risk, whether through exposure to individual customers and/or specific industry sectors. We only deposit cash with major banks with high quality credit standing and limit exposure to any one counter-party.

Interest rate risk

We do not hold any financial assets or liabilities that are subject to significant risk as a result of changes in interest rates. Therefore, any changes in interest rates at the reporting date would not affect the result for the year.

Amazon Payments UK Limited

DIRECTORS' REPORT (continued)
for the year ended 31 December 2021

STREAMLINED ENERGY AND CARBON REPORTING

The Company has not reported energy and carbon information within this report as it qualifies as a low energy user.

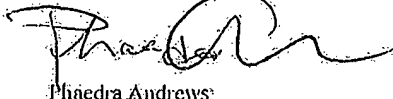
DISCLOSURE OF INFORMATION TO THE AUDITOR

The directors who held office at the date of approval of this annual report confirm that so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware, and each director has taken all steps that ought to have been taken as director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

AUDITOR

In accordance with section 487(2) of the Companies Act 2006, Ernst & Young LLP will continue in office as auditor of the Company.

On behalf of the Board



Phaedra Andrews
Director

Date: 9 February 2022

Amazon Payments UK Limited

STRATEGIC REPORT

for the year ended 31 December 2021

PRINCIPAL ACTIVITY

The principal activity of the Company is the provision of payment processing between consumers and sellers of products or services. The business is expected to continue in this capacity for the foreseeable future.

GENERAL BUSINESS REVIEW

During the year ended 31 December 2021, the Company's administrative expenses increased by 22% to £184,134k (2020: £150,413k) primarily due to the increase in payment processing between customers and sellers of products or services as the Company continues to support the growth of the Amazon group. The Company made an operating profit for the year of £918k (2020: loss of £303k). The operating results are stated after a share based award expense of £1,328k (2020: £859k).

ANALYSIS OF FINANCIAL KEY PERFORMANCE INDICATORS

The key performance indicator for the Company is the control of administrative expenses. As part of the budgetary process, targets are set with respect to administrative expenses including headcount growth in order to effectively manage the activities of the Company. Performance is reviewed on a regular basis and appropriate actions are taken as required.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company is dependent on the continued success of the Amazon group companies. The principal risks and uncertainties they face include, among others, risks related to competition, management of growth, new products, services and technologies, potential fluctuations in operating results, international expansion, outcomes of legal proceedings and claims, fulfillment centre optimisation, seasonality, commercial agreements, acquisitions and strategic transactions, foreign exchange rates, system interruption, government regulation and taxation, and fraud. More information about the principal risks and uncertainties facing the group are included in Amazon.com, Inc.'s filings with the U.S. Securities and Exchange Commission, including its Annual Report on Form 10-K for the year ended 31 December 2021, and subsequent filings. There are no identified material adverse impacts to the Company due to the COVID-19 pandemic.

FUTURE DEVELOPMENTS

The directors aim to maintain the management policies and processes that support the principal activity of the Company. The Company is continually reviewing and refining these policies to improve the framework of financial control and manage costs effectively.

SECTION 172(1) STATEMENT - DUTY TO PROMOTE THE SUCCESS OF THE COMPANY

Section 172 of the Companies Act 2006 (the "Act") defines the general duties of the directors of a company to promote the success of that company. It is noted that the directors of the Company are under a duty to act in a way that they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its shareholder and, in doing so, to have regard (amongst other matters) to the:

- likely consequences of any decision in the long term;
- interests of the Company's employees;
- need to foster the Company's business relationships with suppliers, customers and others;
- impact of the Company's operations on the community and the environment;
- desirability of the Company maintaining a reputation for high standards of business conduct; and
- need to act fairly between the members of the Company.

Amazon Payments UK Limited

STRATEGIC REPORT (continued)

for the year ended 31 December 2021

SECTION 172(1) STATEMENT - DUTY TO PROMOTE THE SUCCESS OF THE COMPANY (continued)

The Company operates in the UK as part of Amazon.com, Inc.'s global business ('Amazon'). Amazon has a number of key stakeholder groups which include; customers, our people, suppliers, selling partners, and the communities in which we operate. Amazon's mission, as presented in its group annual report is:

"We seek to be Earth's most customer-centric company. We are guided by four principles: customer obsession rather than competitor focus, passion for invention, commitment to operational excellence, and long-term thinking. In each of our segments, we serve our primary customer sets, consisting of: consumers, sellers, developers, enterprises, content creators, advertisers and employees."

As a Board, we strive to take decisions for the long term, with the aim of understanding and respecting the views and needs of our stakeholders and our shareholder to whom we are accountable. The Company operates within the global Amazon framework. Whether decisions are taken at a global or country level, specific actions taken by the directors in discharging their responsibilities under section 172 include, but are not limited to, measures designed to support:

- engagement with customers;
- workforce engagement;
- commitment to an inclusive workplace;
- support for our local communities and our response to the ongoing COVID-19 pandemic;
- environmental and sustainability initiatives; and
- ensuring a socially responsible and ethical supply chain.

Further details of the work carried out across the UK can be viewed via the Amazon Economic Impact Hub (<https://www.aboutamazon.co.uk/economic-impact>).

As a Board, we recognise our responsibility to protect and enhance the reputation of the Company and maintain high standards of business conduct. Customers, policymakers and the media have clear pathways to raise any potential issues with Customer Service, Public Policy or Public Relations teams. These teams have each established a clear escalation mechanism to raise these issues with the Board, address the problem at hand and agree on a response to the relevant stakeholder.

Engagement with customers

Amazon customers are able to engage with Amazon through a number of physical and digital channels. We gather customer experience insights, including via customer service and social media, to help us deliver the best possible customer experience. An example of a way in which feedback from customers was acted upon by Amazon was in connection to the support we provide for our small business customers selling on Amazon. We heard from our small business customers that, amidst the COVID-19 pandemic, it continued to be important to have access to information and resources which supported the growth of their digital sales channels. The directors and management of the Company have continued to support the Amazon Small Business Accelerator, a free package of support, online learning and bootcamp events to help them start and grow online. In June 2021, we launched a series of new online bootcamps with the Department for International Trade. In November 2021, we announced that we had supported over 400,000 businesses in the UK through the programme. More than 65,000 UK-based Small and Medium Sized Enterprises sell on our marketplace, with over 65% taking advantage of our global reach to export from the UK.

The directors and management also supported the introduction of two Fulfilment by Amazon (FBA) programmes in the UK – FBA Liquidations and FBA Grade and Resell – designed to make it easier for businesses selling on Amazon to resell customer-returned items or overstock inventory while also giving more products a second life.

STRATEGIC REPORT (continued)
for the year ended 31 December 2021

SECTION 172(1) STATEMENT - DUTY TO PROMOTE THE SUCCESS OF THE COMPANY (continued)

Workforce engagement

We continue to invest and support the employee experience and to take steps to cultivate a positive work environment. There is an established policy of consistent, honest and open communication with all employees regularly in person, virtually, at team meetings and All Hands, and of regularly seeking employee feedback through both anonymous and open channels. We use real-time feedback channels including Voice of the Associate Boards in our fulfilment centres and company-wide pulse surveys to seek and address feedback. This communication is encouraged and celebrated, as it is vital to the existence of a healthy, enterprising and rewarding workplace. During 2021, we consulted employees through anonymous internal surveys on safety measures in place across the business as well as our return-to-office policy amidst the COVID-19 pandemic. Amazon also introduced two new Leadership Principles during 2021 – Strive to be Earth's Best Employer and Success and Scale Bring Broad Responsibility. These principles describe how we do business, how our employees lead, and how we keep the customer at the centre of our decisions. The directors and management of the Company, hold themselves and our employees accountable to the Leadership Principles every day.

In 2021, the directors and management created 25,000 new permanent roles across Amazon's UK corporate offices and operations network. In addition to this, Amazon will invest £10 million over three years to train up to 5,000 employees in new skills and support the Government's investment programme. Amazon believes everyone should have the opportunity to learn new skills and build their career and the training will be offered through Amazon's Career Choice programme, which covers the course fees for Amazon employees interested in pursuing a future career outside of the Company. As part of this programme, Amazon supported the training of more than 400 employees to become HGV truck drivers amidst a shortage of drivers in the UK haulage industry. Amazon also created 1,000 new full-time apprenticeship roles in 25 different schemes to match a diverse range of skillsets and ambitions – from automation engineering to broadcast production, robotics to safety technician. In September 2021, we hosted a Career Day in the UK, where candidates participated in over 3,000 one-on-one career coaching sessions. In total, we received 30,000 job applications for 2,500 jobs across corporate, technology and operations in the UK.

Commitment to an inclusive workplace

The directors champion diversity, equity and inclusion as not only the right thing to do for our people, but to improve how we deliver for, and innovate on behalf of, our customers. We honour and respect the differences that each person brings. In 2021, we established three people priority taskforces in the UK focused on Future of Work, Mental Health & Wellbeing, and Diversity, Equity and Inclusion to advise leadership and drive initiatives across the organisation to help create a more inclusive workplace. The directors and management participate in Amazon's UK People and Culture Forum. This group meets regularly to review employee feedback and potential policy changes in order to create a diverse and inclusive workplace culture. Amazon has 13 affinity groups, which bring employees together across businesses and locations around the world. With director and Company sponsorship, these groups play an important role in building internal networks for creating a community, advising Amazon business units, leading in service projects, and reaching out to communities across the country.

Directors and senior management worked with Amazon's internal affinity groups and external charity partners in 2021 to deliver the following key initiatives:

- On International Women's Day, Amazon in the UK hosted a variety of panel discussions and guest speakers, for small businesses and our employees to celebrate and learn about the social, economic, cultural and political achievements of women. We also supported the #ChangeAGirlsLife campaign by The Princes Trust. During March 2021, Amazon donated £5 for each Kindle, Fire TV, Fire Tablet, and Echo device sold and 15% of the purchase price for certain products from selected women-owned small businesses, to the charity.
- With the support of Amazon's affinity group, Glamazon, Amazon celebrated Pride Month in June 2021, initiatives included events and workshops for Amazon employees, charitable donations and curated content for Alexa, Amazon Music and Audible.
- In partnership with the Royal National Institute of Blind People (RNIB), a charity in the UK, we introduced several new features with Alexa, including; providing the ability for customers to call the RNIB Helpline through Alexa, giving Talking Books customers access to over 34,000 audio books and designing a feature called Show and Tell which helps blind and partially sighted customers identify common household grocery items using the Echo Show.

STRATEGIC REPORT (continued)
for the year ended 31 December 2021

SECTION 172(1) STATEMENT - DUTY TO PROMOTE THE SUCCESS OF THE COMPANY (continued)

Commitment to an inclusive workplace (continued)

- With the support of Amazon's affinity group, Black Employee Network UK (BEN UK), Amazon celebrated Black History Month in October 2021 with a host of activities available to customers and employees alike – including specially curated content for Alexa, Audible, Prime Video and Amazon Music. Amazon was a flagship partner of Black Tech Fest in 2021, an initiative developed to celebrate Black culture, inclusive technology and equality, and to help more Black young people to take their first steps into the technology industry.
- BEN UK worked with Conscious Youth, a youth-led social enterprise, to support on a range of workshops and provide access to education programmes, including AWS Educate and Amazon Future Engineer. BEN UK also supported the #Merky Foundation's first ever Christmas event. The foundation provides funding to organisations and movements that are committed to addressing racial inequality in the UK.
- Amazon and Amazon Web Services (AWS) renewed our commitment to serving personnel, reservists, veterans and families by jointly re-signing the UK government's Armed Forces Covenant. In 2021, we also launched the Amazon UK Consumer Military Internship (ACMI) offering six month paid internships in a corporate role for those transitioning from the Armed Forces.
- Ahead of Remembrance Day, we worked with the Royal British Legion to set up a storefront on our Amazon UK website to support the Poppy Appeal – all the proceeds from the store went directly to the charity.

The effect of these and other initiatives has ultimately led to Amazon being:

- Ranked by LinkedIn in the Top 25 on its UK Top Companies 2021 list, which is designed to help professionals identify the best places to grow their careers.
- Ranked second in Fortune's World's Most Admired Companies list for 2021.

Support for our local communities and our response to the ongoing COVID-19 pandemic

As the COVID-19 pandemic continued in the UK, the directors and management have continued to implement and enhance a series of preventative and protective health measures. We have invested millions of pounds in additional safety measures since the start of the COVID-19 pandemic. We implemented more than 150 new measures – from masks to hand sanitisers, social distancing to temperature checks – to help our people stay safe. We also provided testing for all our front-line operations employees in the UK and built our own lab in Manchester to provide additional testing capacity to what the Government is already offering. As of December 2021, the Manchester lab had processed more than 1,400,000 tests and we have continued to invest in additional testing capabilities, including variant analysis. This innovation is aiding the Government's efforts to track and implement the most appropriate transmission response based on a specific variant.

During 2021, we continued to take a number of steps to support our communities and those directly and indirectly impacted by the COVID-19 pandemic.

- As part of a new study looking at the long-term effects of COVID-19, Amazon delivered, free of charge, over 100,000 antibody test kits to volunteers on behalf of UK Biobank, a large-scale biomedical database and research resource.
- We expanded our long-standing partnership with the charity, Magic Breakfast to reach more children at risk of hunger, as school restrictions were implemented due to the COVID-19 pandemic. Since the start of the COVID-19 pandemic, Amazon has distributed more than five million free healthy breakfast packs to children across the UK who normally receive these meals at school, delivering directly to homes during school closures.
- As the COVID-19 cases surged in India in May 2021, we used our logistics network to purchase, airlift and deliver critical medical equipment identified by the Government of India and local charities, including ventilators from the UK.
- We worked with Teach First to donate over 10,000 Fire Tablets to schools most in need and ensure more children across the UK have access to the technology they need for home schooling and learning in the long term.

At Amazon, we know success and scale bring broad responsibility – and as such, we believe we have a duty to positively contribute to the local communities where we operate in the UK. Harnessing Amazon's unique spirit of innovation, limitless grit, and infinite heart, we contributed to several initiatives which support Amazon's commitment to be a force for good in the UK.

STRATEGIC REPORT (continued)

for the year ended 31 December 2021

SECTION 172(1) STATEMENT – DUTY TO PROMOTE THE SUCCESS OF THE COMPANY (continued)

Support for our local communities and our response to the ongoing COVID-19 pandemic (continued)

- We continued to provide free STEM (Science, Technology, Engineering and Mathematics) resources to help students learn how to code via Amazon Future Engineer, improve their maths skills and develop their career aspirations with online Class Chats to ‘meet an Amazonian’.
- In February 2021, together with Teach First, Amazon Future Engineer also supported the training of 50 secondary school computer science teachers and the development of a further 200 Teach First careers leaders, to help bring skilled computing teachers to schools serving disadvantaged communities across the UK.
- Amazon worked with Royal Academy of Engineering to expand the Amazon Future Engineer bursary scheme. The updated scheme offers 15 awards worth £5,000 a year for up to four years to students progressing from A Levels or technical education courses to university for the 2021/22 academic year.
- Amazon has continued to receive a large number of requests from across the UK for charitable donations through our Public Policy, Public Relations, Amazon in the Community and Customer Service teams during the COVID-19 crisis. In the UK, we approved donations to hundreds of different national and regional charities in communities where our people live and work, including the British Red Cross, Barnardo's, Teach First, NHS Charities Together and Mind.
- The directors continued to support our relationship with charity partner, In Kind Direct to donate products to charities in need. In 2021, these donated essential goods and consumer products have reached over 1,500 charities and 250,000 people every single week.
- Through our charity initiative ‘Amazon Smile’, we continued to donate to our customers’ favourite charitable organisations and offered a ‘double donation’ promotion ahead of Prime Day.

Environmental and sustainability initiatives

In 2019, Amazon co-founded The Climate Pledge with Global Optimism, an organisation leading on global sustainability policy, calling on signatories to be net-zero carbon by 2040 – a decade ahead of the Paris Agreement. Companies that sign The Climate Pledge agree to three principle areas of action:

- Measure and report greenhouse gas emissions on a regular basis;
- Implement decarbonisation strategies through real business changes and innovations, including efficiency improvements, renewable energy, materials reductions, and other carbon emission elimination strategies;
- Neutralise any remaining emissions with additional, quantifiable, real, permanent and socially beneficial offsets to achieve net-zero annual carbon emission by 2040.

The directors and management are committed to delivering and driving initiatives to achieve The Climate Pledge. Since signing The Climate Pledge, Amazon has continued to make significant strides forward on a number of key initiatives, including:

- Amazon was the first signatory, with over 200 other organisations now signed to The Climate Pledge, with 62 from the UK including household names like ASOS, BT, Sainsbury's, Selfridges and Unilever.
- So far, thanks to the dedication of directors and thousands of employees across the organisation – we have a Sustainability Ambassadors programme with over 1,150 members across the UK. The grassroots Ambassadors programme consists of sustainability-minded employees, working to expand the efforts of our global teams that manage Amazon's environmental and social impact.
- We are the largest corporate buyer of renewable energy in the UK, and globally. In April 2021, we announced our latest renewable energy project – a new 350 MW wind farm off the coast of Scotland – our largest in the country. It was also the largest corporate renewable energy deal announced by any company in the UK at the time. In October 2021, we also announced that Amazon's first Scottish Wind Farm project became operational. Amazon is purchasing 100% of the power output from this 50 MW wind farm, which is expected to deliver 168,000 megawatt hours of clean energy annually.
- At Dartford, we completed the largest ever solar roof top installation of any Amazon site in Europe, beating the previous record held by an Amazon neighbouring fulfilment centre in Tilbury.
- We are investing in a variety of solutions to decarbonise our freight transportation network and last year we launched compressed natural gas (CNG) tractors, which are fuelled by renewable natural gas sourced from landfills and dairy farms.

Amazon Payments UK Limited

STRATEGIC REPORT (continued) for the year ended 31 December 2021

SECTION 172(1) STATEMENT - DUTY TO PROMOTE THE SUCCESS OF THE COMPANY (continued)

Environmental and sustainability initiatives (continued)

- During 2021, we grew the number of Climate Pledge Friendly badged products in Europe to 100,000 and added nine new certifications to our website, including: EU Organic, Fair For Life, Natrue, Soil Association Certification, and Carbon Trust Carbon Neutral Certification. Climate Pledge Friendly is a programme launched in 2020, which uses sustainability certifications to highlight products that support our commitment to help preserve the natural world.
- In September 2021, Amazon announced a €20 million allocation for nature-based projects to improve environmental conditions in the communities where we operate across Europe, as part of its Right Now Climate Fund.
- In October 2021, we launched a new e-cargo bike trial in London as we continued to expand our micro-mobility fleet across Europe.
- In October 2021, as part of the United Nations Climate Change Conference in Glasgow, we announced that we had helped mobilise \$1 billion to protect the world's tropical rainforests, together with the governments of the UK, Norway and the United States as part of the LEAF Coalition.
- In the UK, as of December 2021, we have more than 1,000 electric vehicles on the road.

More information about Amazon's commitment to sustainability can be found on our sustainability website (<https://sustainability.aboutamazon.co.uk/>).

Ensuring a socially responsible and ethical supply chain

The directors and management are strongly committed to conducting business in a lawful and ethical manner, including engaging with suppliers who respect human rights, provide safe and inclusive workplaces, and promote a sustainable future. A strong, trusted supply chain is integral to our success and each year Amazon shares the latest information about our programmes and partnerships. This includes an interactive supply chain map that provides details on suppliers of Amazon-branded apparel, consumer electronics, food and beverage, and home goods products and last year Amazon continued to expand the map to include additional suppliers and product categories.

Amazon maintains policies that require suppliers in our manufacturing supply chain and suppliers supporting the Company's operations to comply with our Supply Chain Standards. Our standards are derived from the UN Guiding Principles on Business and Human Rights, the UN Universal Declaration of Human Rights, the Core Conventions of the ILO, and the ILO Declaration on Fundamental Principles and Rights at Work. To ensure our policies and programmes incorporate these internationally recognised human rights standards, we conduct formal benchmarking with industry peers and multi-stakeholder organisations to continually improve our programmes.

Our suppliers are expected to consistently monitor and enforce our standards in their own operations and supply chain, as well as make improvements to meet or exceed our expectations.

Throughout 2021, we have strengthened our efforts to identify and prevent the risk of modern slavery. We enhanced our partnerships with industry associations and non-profit organisations to develop best practices in combating forced labour. We support the UK modern slavery helpline, Unseen, by investing in their efforts to provide immediate and long-term assistance to potential victims of modern slavery and to ensure the helpline's continued growth. The helpline provides direct response and services to potential victims of modern slavery, as well as trainings and programming to support victims. We are also an official corporate sponsor of Truckers Against Trafficking (TAT), an organisation dedicated to combating human trafficking in the trucking industry, and began incorporating TAT training modules into trainings for our internal fleet of drivers to teach them how to identify and respond to potential victims of human trafficking. Annually, directors and management review and publish a Modern Slavery Statement which assesses our risks, outlines our efforts and sets commitments.

On behalf of the Board



Phaedra Andrews
Director

Date: 9 February 2022

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Directors' Report, the Strategic Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and applicable law. Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AMAZON PAYMENTS UK LIMITED

Opinion

We have audited the financial statements of Amazon Payments UK Limited for the year ended 31 December 2021 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and the related notes 1 to 14, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the period to February 2023.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Other information

The other information comprises the information included in the report and financial statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the report and financial statements.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial

statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 11, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud
Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

The extent to which our procedures are capable of detecting irregularities, including fraud, is explained below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

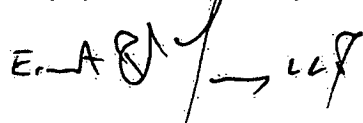
Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting framework (FRS 102 and the Companies Act 2006) and the relevant direct and indirect tax legislation in the United Kingdom, and The Payment Services Regulations 2017. In addition, the company has to comply with laws and regulations relating to its operations, including health and safety, employees, data protection, anti-bribery and corruption.
- We understood how the company is complying with those frameworks by making enquiries of management. We determined whether there were deficiencies within the company's control environment, including entity level controls such as those relating to ethical behaviour and fraud prevention and deterrence, through observations during our audit procedures and discussions with the auditor of the company's ultimate parent, Amazon.com Inc. We read correspondence with relevant authorities.
- We read board minutes to identify any non-compliance with laws and regulations, and we read significant contracts and agreements impacting the company in the financial year.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved testing journal entries identified by specific risk criteria.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur, by considering the risk of management override and by assuming operating expenses to be a fraud risk. We incorporated data analytics into our testing of the source of entries recorded within operating expenses and tested specific transactions to determine the completeness of operating expenses. These procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Zishan Nurmohamed (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London

14/02/2022

Amazon Payments UK Limited

STATEMENT OF COMPREHENSIVE INCOME
for the year ended 31 December 2021

	Notes	2021 £'000	2020 £'000
TURNOVER	2	185,052	150,110
Administrative expenses		(184,134)	(150,413)
OPERATING PROFIT / (LOSS)	3	918	(303)
Interest receivable	6	474	943
Interest payable		(1)	(8)
PROFIT BEFORE TAXATION		1,391	632
Tax on profit	7	132	(256)
PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE YEAR		1,523	376

Amazon Payments UK Limited

BALANCE SHEET

as at 31 December 2021

	Notes	2021 £'000	2020 £'000
FIXED ASSETS			
Intangible assets	8	3,770	4,290
CURRENT ASSETS			
Debtors:			
amounts falling due within one year	9(a)	923,106	690,158
amounts falling due after one year	9(b)	241	114
Cash at bank and in hand		326,727	185,417
		1,250,074	875,689
CREDITORS: amounts falling due within one year	10(a)	(1,237,871)	(865,929)
NET CURRENT ASSETS		12,203	9,760
TOTAL ASSETS LESS CURRENT LIABILITIES		15,973	14,050
CREDITORS: amounts falling due after more than one year	10(b)	(336)	(1,142)
PROVISIONS FOR LIABILITIES	11	(910)	(1,032)
NET ASSETS		14,727	11,876
CAPITAL AND RESERVES			
Share capital	12	206	206
Share premium		8,094	8,094
Share based awards reserve	14	3,073	1,745
Retained earnings		3,354	1,831
SHAREHOLDER'S FUNDS		14,727	11,876

Approved by the Board



Phaedra Andrews
Director

Date: 4 February 2022

Company Number: 11049457

Amazon Payments UK Limited

STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2021

	<i>Share capital</i>	<i>Share premium</i>	<i>Share based awards reserve</i>	<i>Retained earnings</i>	<i>Total shareholder's funds</i>
	£'000	£'000	£'000	£'000	£'000
At 1 January 2020	206	1,194	886	1,455	3,741
Shares issued	—	6,900	—	—	6,900
Share based awards	—	—	859	—	859
Profit for the year	—	—	—	376	376
At 31 December 2020	206	8,094	1,745	1,831	11,876
Share based awards	—	—	1,328	—	1,328
Profit for the year	—	—	—	1,523	1,523
At 31 December 2021	206	8,094	3,073	3,354	14,727

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2021

1. ACCOUNTING POLICIES

Statement of compliance

Amazon Payments UK Limited ("the Company") is a limited company incorporated and domiciled in England and Wales. The registered office of the Company is 1 Principal Place, Worship Street, London, England, EC2A 2FA.

The Company's financial statements have been prepared in compliance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ("FRS 102"), and with the Companies Act 2006.

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention. The financial statements are presented in pounds sterling, which is the functional currency of the Company, and are rounded to the nearest thousand pounds sterling (£'000).

The Company has taken advantage of the following disclosure exemptions in FRS 102:

- The requirements of Section 7 Statement of Cash Flows and Section 3 Financial Statement Presentation paragraph 3.17(d)
- The requirements of Section 33 Related Party Disclosures paragraph 33.1A and 33.7
- The requirements of Section 11 Basic Financial Instruments paragraph 11.39 to 11.48A.
- The requirements of Section 26 Share-based payment paragraph 26.18(b), 26.19 to 26.21 and 26.23

The exemptions stated above are available to the Company as it is a member of a group where the parent of that group prepares publicly available consolidated financial statements.

Going concern

During the year ended 31 December 2021, the Company's operations generated a profit after tax and an increase to net assets, and are expected to continue to do so, through the Company's principal activity of the provision of payment processing between consumers and sellers of products or services. As referenced in the Strategic Report on page 5, the Company is dependent on, and contributes to, the continued success of the Amazon.com, Inc. group. The directors have concluded that the Amazon.com, Inc. group, based on its reported results, has sufficient financial resources to support the Company either by providing financial and operational services to support its activities, or by continuing its investment in the Company's operations, but only to the extent that the Company is not otherwise able. The directors have a reasonable expectation that the Company has adequate resources to continue as an operational business for the foreseeable future, being twelve months from the approval of the financial statements (until February 2023), and which is deemed appropriate due to the nature of the principal activities of the business. The financial statements have therefore been prepared on a going concern basis.

The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented.

Turnover

Turnover, which is stated net of value added tax, represents amounts invoiced to other group companies and is attributable to the principal activity of the Company, recognised as services are provided.

Intangible assets

All intangible assets are initially recorded at cost.

Amortisation

Intangible assets are amortised over their expected useful economic life as follows:

Contract based intangible asset = 10 years

The carrying value of intangible assets is reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

1. ACCOUNTING POLICIES (continued)

Amortisation (continued)

Amortisation is charged on all intangible assets from the date that assets are available to use.

Interest receivable

Interest receivable is recognised using the effective interest rate method.

Cash at bank and in hand

We classify all highly liquid instruments with an original maturity of three months or less as cash equivalents.

Debtors

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

Creditors

Short-term trade creditors are measured at the transaction price. Other financial liabilities are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest rate method.

Provisions for liabilities

The Company makes provisions where it is probable that a transfer of economic benefits will be required to settle a present obligation. The Company applies a risk-adjusted pre-tax discount rate in order to take effect of the time value of money to arrive at the value of the provision.

Foreign currencies

Transactions denominated in foreign currencies are initially recorded at the rates of exchange on the transaction date. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rates at the reporting date.

Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated using the exchange rates as at the date of the initial transaction. Non-monetary items measured at fair value in a foreign currency are translated into the functional currency using the exchange rates at the date when the fair value was determined.

Currency translation differences are recorded in the Statement of Comprehensive Income.

Taxation

Taxation expense comprises current and deferred tax. Current and deferred taxation assets and liabilities are not discounted.

Current tax

Current tax is the amount of income tax payable with respect to the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the end of the year.

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is recognised on all timing differences at the reporting date with the exception that deferred tax assets are recognised only to the extent that the directors consider that it is probable that they will be recovered against the reversal of deferred tax liabilities or future taxable profits.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted at the reporting date and that are expected to apply to the reversal of the timing difference.

Pension costs

The Company operates a defined contribution pension scheme. Contributions are charged to the Statement of Comprehensive Income as they become payable in accordance with the rules of the scheme.

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

1. ACCOUNTING POLICIES (continued)

Share-based awards

The fair value of equity-settled share-based awards to eligible employees is determined at the date of grant and is expensed over the vesting period based on the Company's estimate of equity awards that will eventually vest. A corresponding entry is recognised in equity (further details set out in note 14).

Significant management judgement

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expense. The directors have concluded that the judgements made during the year are not significant and that any estimation uncertainty does not give rise to a significant risk of material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. TURNOVER

Turnover by business and geographical segment has not been disclosed because, in the opinion of the directors, it would be seriously prejudicial to the interests of the Company to do so.

3. OPERATING PROFIT / (LOSS)

Operating profit / (loss) is stated after charging:

	2021 £'000	2020 £'000
Amortisation of intangible assets	520	520
Auditor's remuneration - audit of compliance with safeguarding requirements	67	70
Auditor's remuneration - audit of the financial statements	70	71
Net loss on foreign currency translation	3,307	3,360

4. STAFF COSTS

	2021 £'000	2020 £'000
Wages and salaries	5,050	3,538
Social security costs	715	501
Staff pension contributions	198	123
Equity-settled share-based awards (note 14)	1,328	859
	7,291	5,021

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

4. STAFF COSTS (continued)

The monthly average number of employees during the year was as follows:

	2021 No.	2020 No.
Management and administration staff	77	52
	<u>77</u>	<u>52</u>

5. DIRECTORS' REMUNERATION

	2021 £'000	2020 £'000
Aggregate remuneration in respect of qualifying services	161	219
Value of Company pension contributions to money purchase schemes	6	6
	<u>6</u>	<u>6</u>
	2021 No.	2020 No.
Members of money purchase pension schemes	1	2
Directors who vested in or exercised share based awards	1	1
	<u>1</u>	<u>1</u>

Certain directors' remuneration has been borne by the ultimate parent company, Amazon.com, Inc., or one of its affiliated companies. The directors do not believe that it is practicable to apportion their remuneration for qualifying services to the Company for the years ended 31 December 2021 and 31 December 2020.

6. INTEREST RECEIVABLE

	2021 £'000	2020 £'000
Interest receivable from group undertakings	435	829
Bank interest receivable	39	114
	<u>474</u>	<u>943</u>

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

7. TAXATION

(a) Tax on profit

The components of tax on profit are as follows:

	2021 £'000	2020 £'000
Current tax	—	314
Deferred tax	(132)	(58)
Tax on profit	<u>(132)</u>	<u>256</u>

(b) Reconciliation of tax on profit

The items accounting for differences between tax on profit computed at the UK statutory rate and recorded for tax on profit are as follows:

	2021 £'000	2020 £'000
Profit before taxation	<u>1,391</u>	<u>632</u>
Tax computed at the UK statutory rate	264	120
Effects of:		
Non-deductible expenses	—	2
Adjustment in respect of share based awards	(18)	40
Effect of rate differential on current year movement of deferred tax	(14)	—
Effect of rate change on opening deferred tax	(13)	—
Non-deductible amortisation of intangible assets	99	99
Losses claimed at rates other than the statutory rate	(451)	—
Other	1	(5)
Tax on profit	<u>(132)</u>	<u>256</u>

(c) Deferred tax

Deferred tax assets are as follows:

	2021 £'000	2020 £'000
Timing differences related to share based awards	231	101
Other timing differences	4	2
Total deferred tax asset recognised in the financial statements	<u>235</u>	<u>103</u>

The UK corporation tax rate for the year ended 31 December 2021 is 19% (2020: 19%). The Finance Act 2021, which received Royal Assent on 10 June 2021, enacted a 6% increase in the corporation tax rate from its current rate of 19% to 25% for the year beginning 1 April 2023. Any deferred tax assets and liabilities existing at 31 December 2021 are reflected according to the applicable corporation tax rate expected to apply at the time of realisation.

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

7. TAXATION (continued)

During the year beginning 1 January 2022, the expected net increase in recognised deferred tax assets is £116k. This is primarily due to timing differences related to share based awards.

8. INTANGIBLE ASSETS

	Contract based intangible asset £'000
Cost:	
At 1 January 2021	5,200
At 31 December 2021	5,200
Amortisation:	
At 1 January 2021	910
Charge for the year	520
At 31 December 2021	1,430
Net book value:	
At 1 January 2021	4,290
At 31 December 2021	3,770

9. DEBTORS

a) amounts falling due within one year	2021 £'000	2020 £'000
Trade debtors	136,416	138,021
Amounts owed by group undertakings	785,819	552,055
Corporation tax receivable	304	—
Prepayments and accrued income	332	82
Other debtors	235	—
	923,106	690,158

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

9. DEBTORS (continued)

<i>b) amounts falling due after one year</i>	2021 £'000	2020 £'000
Deferred tax asset (note 7)	235	103
Prepayments and accrued income	6	11
	<u>241</u>	<u>114</u>

10. CREDITORS

<i>a) amounts falling due within one year</i>	2021 £'000	2020 £'000
Bank overdraft	172,753	—
Trade creditors	586,941	675,981
Amounts owed to group undertakings	450,293	181,728
Other taxation and social security	582	407
Corporation tax payable	—	9
Accruals	27,263	7,804
Other creditors	39	—
	<u>1,237,871</u>	<u>865,929</u>
<i>b) amounts falling due after one year</i>	2021 £'000	2020 £'000
Accruals	336	1,142
	<u>336</u>	<u>1,142</u>

11. PROVISIONS FOR LIABILITIES

	Provision for chargeback and claims £'000	Provision for customer returns £'000	Total provisions for liabilities £'000
At 1 January 2021	978	54	1,032
Provided during the year	12,442	673	13,115
Utilised during the year	(12,555)	(682)	(13,237)
At 31 December 2021	<u>865</u>	<u>45</u>	<u>910</u>

The provision for chargeback and claims held at 31 December 2021 is to cover the costs the Company may incur on credit card payment chargebacks and claims on customer guarantees. The provision for customer returns held at 31 December 2021 is to cover the costs the Company may incur on returns from customers.

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) for the year ended 31 December 2021

12. SHARE CAPITAL

	2021		2020	
	No.	£	No.	£
Alotted, called up and fully paid				
Ordinary shares of £1 each	205,892	205,892	205,892	205,892

In January 2022, the Company issued 1 ordinary share to the immediate parent at a par value of £1 and a share premium of £99,999,999.

13. ULTIMATE PARENT COMPANY

The immediate parent company is Amazon Europe Core S.à.r.l., a company which is incorporated in Luxembourg. The address of this company is 38 Avenue John F. Kennedy, L-1855 Luxembourg, Luxembourg.

The Company regards Amazon.com, Inc., a company which is incorporated in the United States of America, as its ultimate holding company and controlling party. The largest and the smallest group in which the results of the Company are consolidated is headed by Amazon.com, Inc.. Copies of the group consolidated financial statements of Amazon.com, Inc. are available at 410 Terry Avenue North, Seattle, WA 98109-5210, USA.

14. SHARE BASED AWARD PLANS

Amazon.com, Inc. ("Amazon") may grant equity awards to employees, officers and directors of Amazon and its subsidiaries which include Amazon Payments UK Limited, as well as to consultants, agents, advisors and independent contractors, pursuant to Amazon's 1997 Stock Incentive Plan (the "1997 Plan").

Amazon may grant equity awards in the form of stock options, stock, or restricted stock units ("RSUs"). Equity awards are evidenced by, and subject to the terms and conditions of, an agreement between the recipient and Amazon, as well as the terms and conditions of the applicable plan (and, where applicable, sub-plans in jurisdictions where local tax law or other regulations pre-empt their adoption, such as in the UK). The following paragraphs describe the terms and conditions generally applicable to equity awards granted by Amazon under the 1997 Plan.

During 2021 and 2020, RSUs were the primary type of equity award granted. RSUs are granted from the 1997 Plan. RSUs represent the right to receive shares of common stock of Amazon, on a one-for-one basis, upon vesting. There is no exercise price associated with an RSU. Employees vest in RSUs and stock options over a specified course of time that the employee provides service to Amazon or one or more of its subsidiaries. Typically, the service terms for vesting are between two and four years.

Unvested portions of equity awards are subject to forfeiture if the holder's employment or other service relationship with Amazon (including its subsidiaries) terminates.

The fair value of each RSU is equal to the market value of Amazon common stock on the date of the grant. The fair value is recognised as compensation expense over the requisite service period. The Company estimates forfeiture of RSU's at the time of the grant based on historical experience and records compensation expense only for those awards that are expected to vest.

Amazon Payments UK Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)
for the year ended 31 December 2021

14. SHARE BASED AWARD PLANS (continued)

Scheduled vesting for outstanding restricted stock units as at 31 December 2021 was as follows:

	2022	2023	2024	2025	Thereafter	Total
Scheduled vesting	757	702	270	105	—	1,834

The weighted average share price at the date of share based award vesting was US\$3,363.30 (2020: US\$2,638.46).