

Company No: 08391581

**Veeqo Limited**  
**Report and Financial Statements**

**31 December 2022**

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## **COMPANY INFORMATION**

### **DIRECTORS**

Vishal Bansal  
Matthew Warren

### **SECRETARY**

Mitre Secretaries Limited

### **REGISTERED OFFICE**

Technium 2  
Kings Road  
Swansea  
Wales  
SA1 8PH

### **AUDITOR**

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

## **DIRECTORS' REPORT**

### **for the year ended 31 December 2022**

The directors of Veeqo Limited ("the Company") present the annual report containing their Directors' Report, the Strategic Report and the financial statements for the year ended 31 December 2022.

## **DIRECTORS**

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

Vishal Bansal  
Alexander Simpson (resigned 01 June 2023)  
Matthew Warren

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 (2021: £nil).

## **QUALIFYING THIRD PARTY INDEMNITY PROVISION**

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

## **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.

## **RESEARCH AND DEVELOPMENT**

The Company provides contract research and development services to other group undertakings.

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**DIRECTORS' REPORT (continued)**  
**for the year ended 31 December 2022**


**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 485 of the Companies Act 2006, Ernst & Young LLP have accepted appointment as auditor of the Company.

On behalf of the Board

DocuSigned by:  
  
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Matthew Warren  
Director

Date: June 12, 2023

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## **STRATEGIC REPORT**

**for the year ended 31 December 2022**

### **PRINCIPAL ACTIVITY**

The principal activity of the Company is the provision of multi-channel shipping software services to sellers and provision of contract research and development services to other Amazon group undertakings. The business is expected to continue in this capacity for the foreseeable future.

### **GENERAL BUSINESS REVIEW**

During the year ended 31 December 2022, the Company's turnover increased by 177% to £9,267,272 (2021: £3,349,586), cost of sales increased by 8% to £121,846 (2021: £112,933), and administrative expenses increased by 57% to £8,499,379 (2021: £5,416,927). The increase in turnover was driven by research and development services provided to other Amazon group undertakings. The Company made an operating profit for the year of £646,047 (2021: profit of £8,269,726). The operating results are stated after a share based award expense of £1,119,124 (2021: £291,515).

### **ANALYSIS OF FINANCIAL KEY PERFORMANCE INDICATORS**

The key performance indicators for the Company are revenue and the control of administrative expenses. As part of the budgetary process, targets are set with respect to revenue and 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.

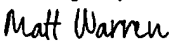
### **PRINCIPAL RISKS AND UNCERTAINTIES**

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 2022, and subsequent filings.

### **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.

On behalf of the Board

DocuSigned by:  
  
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Matthew Warren

Director

Date: June 12, 2023

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## 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 in accordance with Section 10 of FRS 102 and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in FRS 102 is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance;
- in respect of the financial statements, state whether FRS 102 has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is appropriate to presume that the Company will not continue in business.

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.

Under applicable law and regulations, the directors are also responsible for preparing a strategic report and directors' report that comply with that law and those regulations. The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VEEQO LIMITED**

### **Opinion**

We have audited the financial statements of Veeqo Limited for the year ended 31 December 2022 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 18, 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 state of the Company's affairs as at 31 December 2022, 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 director's 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 30 June 2024.

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 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 the 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VEEQO LIMITED (continued)**

### **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 6, 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.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VEEQO LIMITED (continued)

### *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 detailed 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. 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 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 journals 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 revenue to be a fraud risk. We incorporated data analytics into our testing of the source of entries recorded within revenue accounts and tested specific transactions to determine the occurrence of revenue. 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.

*Ernst & Young LLP*

Jacqueline Geary (Senior statutory auditor)  
For and on behalf of Ernst & Young LLP, Statutory Auditor  
London  
Date: 14 June 2023

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**STATEMENT OF COMPREHENSIVE INCOME**  
for the year ended 31 December 2022

		<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	<i>Notes</i>	<i>£</i>	<i>£</i>
<b>TURNOVER</b>	2	9,267,272	3,349,586
Cost of sales		<u>(121,846)</u>	<u>(112,933)</u>
<b>GROSS PROFIT</b>		9,145,426	3,236,653
Administrative expenses		(8,499,379)	(5,416,927)
Other operating income		—	10,450,000
<b>OPERATING PROFIT</b>	3	<u>646,047</u>	<u>8,269,726</u>
Interest receivable	6	109,397	16
Interest payable	7	(959)	(114,046)
<b>PROFIT BEFORE TAXATION</b>		<u>754,485</u>	<u>8,155,696</u>
Tax on profit	8	194,350	15,239
<b>PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>		<u><u>948,835</u></u>	<u><u>8,170,935</u></u>

## BALANCE SHEET

as at 31 December 2022

		31 December 2022	31 December 2021
	Notes	£	£
<b>FIXED ASSETS</b>			
Tangible assets	9	79,469	—
Investments in subsidiaries	10	—	8
		<u>79,469</u>	<u>8</u>
<b>CURRENT ASSETS</b>			
Stock	11	5,214	4,283
Debtors:			
amounts falling due within one year	12(a)	12,291,315	10,729,504
amounts falling due after one year	12(b)	214,314	6,707
Cash at bank and in hand		<u>1,440,533</u>	<u>721,868</u>
		13,951,376	11,462,362
<b>CREDITORS: amounts falling due within one year</b>	13(a)	(1,311,172)	(879,201)
<b>NET CURRENT ASSETS</b>		<u>12,640,204</u>	<u>10,583,161</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>12,719,673</u>	<u>10,583,169</u>
<b>CREDITORS: amounts falling due after more than one year</b>	13(b)	(43)	—
<b>PROVISIONS FOR LIABILITIES</b>	14	(68,502)	—
<b>NET ASSETS</b>		<u><u>12,651,128</u></u>	<u><u>10,583,169</u></u>
<b>CAPITAL AND RESERVES</b>			
Share capital	15	1,081	1,081
Share premium	15	7,156,330	7,156,330
Capital contribution reserve	15	1,928,219	1,928,219
Share based awards reserve	18	1,119,124	—
Retained earnings		<u>2,446,374</u>	<u>1,497,539</u>
<b>SHAREHOLDER'S FUNDS</b>		<u><u>12,651,128</u></u>	<u><u>10,583,169</u></u>

Approved by the Board

DocuSigned by:

*Matt Warren*

Matthew Warren

Director

Date: June 12, 2023

Company Number: 08391581

## STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2022

	<i>Share capital</i>	<i>Share premium</i>	<i>Capital contribution reserve</i>	<i>Retained earnings</i>	<i>Share based awards</i>	<i>Total shareholder's funds</i>
	£	£	£	£	£	£
At 1 March 2021	975	6,664,313	—	(7,264,103)	299,192	(299,623)
Shares issued	106	492,017	—	—	—	492,123
Capital contribution	—	—	1,928,219	—	—	1,928,219
Share Options Exercised	—	—	—	590,707	(590,707)	—
Share based awards	—	—	—	—	291,515	291,515
Profit for the period	—	—	—	8,170,935	—	8,170,935
At 31 December 2021	1,081	7,156,330	1,928,219	1,497,539	—	10,583,169
Share based awards	—	—	—	—	1,119,124	1,119,124
Profit for the year	—	—	—	948,835	—	948,835
At 31 December 2022	1,081	7,156,330	1,928,219	2,446,374	1,119,124	12,651,128

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## NOTES TO THE FINANCIAL STATEMENTS

### for the year ended 31 December 2022

#### 1. ACCOUNTING POLICIES

##### *Statement of compliance*

Veeqo Limited ("the Company") is a private company limited by shares and incorporated and domiciled in England and Wales. The registered office of the Company is Technium 2, Kings Road, Swansea, Wales, SA1 8PH.

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 Pound Sterling, which is the functional currency of the Company, and are rounded to the nearest Pound Sterling (£).

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 2022, 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 multi-channel shipping software services to sellers and provision of contract research and development services to other Amazon group undertakings. 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. This is provided through operational service contracts with group undertakings as well as financial support provided in the form of, for example, cash pooling arrangements, loans from group undertakings and equity contributions. 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 the end of June 2024). This period is deemed appropriate due to the nature of the principal activities of the business of the provision of contract research and development services to other Amazon group undertakings and Amazon.com, Inc.'s ongoing commitment and proven ability to support the Company's operations. 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 the period presented.

##### *Turnover*

Turnover includes contract research and development services, which is stated net of value added tax, represents amounts invoiced to other group companies, recognized as services are provided. Turnover from multi-channel shipping software services is recognized over the subscription period. Turnover from the sale of stock is measured at the fair value of the consideration received or receivable and represents the amounts of goods supplied, net of returns and discounts and value added taxes, and it is recognized when the Company fulfils the customer order.

##### *Tangible assets*

All tangible assets are initially recorded at cost. Costs comprise the purchase price and any direct costs incurred in bringing the asset to its location and condition for its intended use.

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**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**1. ACCOUNTING POLICIES (continued)**

***Depreciation***

Depreciation is provided on all tangible assets at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life as follows:

Leasehold buildings and improvements	-	Lower of expected useful life or lease term
Office equipment	-	2-5 years
Computer equipment	-	2-4 years

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

Depreciation is charged on all tangible assets from the date that assets are put into service.

***Investments in subsidiaries***

Investments in subsidiaries are recorded at cost less accumulated impairment losses. Investments in subsidiaries are reviewed annually for impairment indicators.

***Stocks***

Stocks, consisting of products available for sale, are accounted for using the first-in, first-out (FIFO) method, and are stated at the lower of cost and estimated selling price less costs to complete and sell.

***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.

***Leases***

***Operating leases***

Rentals payable and lease incentives under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

***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.

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**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**for the year ended 31 December 2022**

**1. ACCOUNTING POLICIES (continued)**

***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.

***Share based awards***

The fair value of equity-settled share based awards to eligible employees is determined at the date of grant and is expanded over the vesting period based on the Company's estimate of equity awards that will eventually vest. A corresponding entry is recognized in equity (further details set out in note 18)

***Significant management judgement***

When preparing the financial statements, management undertakes a number of judgments, estimates and assumptions about the recognition and measurement of assets and liabilities, income and expenses in the financial statements and accompanying notes. Significant management judgements are applied in the recognition of provisions for liabilities (note 14)

**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.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**3. OPERATING PROFIT**

Operating profit is stated after charging / (crediting):

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Loss on sale of tangible fixed assets	—	65,155
Loss on sale of investment in subsidiary	63,575	—
Depreciation of tangible fixed assets	19,381	13,971
Operating lease charges	69,299	44,758
Fees payable to the Company's auditor for non-audit services	—	17,615
Auditor's remuneration - audit of the financial statements	—	16,000
Net (gain) / loss on foreign currency translation	(8,092)	42,055

Other operating income recorded in the 10 months to 31 December 2021 consists of a gain of £10,450,000 on the sale of the Company's trademark and domain names to another Amazon group company on 01 December 2021 (2022: £nil).

Administrative expenses for the 10 months to 31 December 2021 includes £752,597 of non-recurring acquisition related costs (2022:£nil).

Auditor's remuneration in respect of the year ended 31 December 2022 is £90,021.

**4. STAFF COSTS**

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Wages and salaries	4,735,355	2,758,537
Social security costs	501,699	269,867
Staff pension contributions	129,001	37,479
Equity settled share based awards (note 18)	1,119,124	291,515
	<u>6,485,179</u>	<u>3,357,398</u>

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

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	No.	No.
Management and administration staff	<u>73</u>	<u>53</u>
	<u>73</u>	<u>53</u>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**5. DIRECTORS' REMUNERATION**

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Aggregate remuneration in respect of qualifying services	<u>280,522</u>	<u>319,610</u>
Gains made on exercise of share options	<u>-</u>	<u>140,680</u>
Value of Company pension contributions to money purchase schemes	<u>5,930</u>	<u>1,100</u>
	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	No.	No.
Members of money purchase pension schemes	<u>1</u>	<u>1</u>
Directors who received share based awards	<u>1</u>	<u>1</u>
Directors who vested in or exercised share based awards	<u>1</u>	<u>1</u>

The amounts in respect of the highest paid director are as follows:

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Aggregate remuneration in respect of qualifying services	<u>280,522</u>	<u>198,483</u>
Gains made on exercise of share options	<u>-</u>	<u>140,680</u>
Company contributions to money purchase pension schemes	<u>5,930</u>	<u>—</u>

The highest paid director in 2022 and 2021 received and vested in or exercised share based awards during the year.

Some of the directors were paid by fellow group undertakings who paid the directors emoluments and pension contributions of £ 456,080 (2021: £nil) in respect of the services to the Group of which the company is a member. It is not possible to identify the proportion of these emoluments that relate to services to this Company.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**6. INTEREST RECEIVABLE**

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Interest receivable from group undertakings	69,480	—
Bank interest receivable	39,917	16
	<u>109,397</u>	<u>16</u>

**7. INTEREST PAYABLE**

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Interest payable to group undertakings	8	—
Finance charges payable including finance leases	—	114,046
Accretion of discount on provisions for liabilities (note 14)	951	—
	<u>959</u>	<u>114,046</u>

**8. TAXATION**

*(a) Tax on profit*

The components of tax on profit are as follows:	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Current tax	11,738	—
Deferred tax	(206,088)	(15,239)
Tax on profit	<u>(194,350)</u>	<u>(15,239)</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:

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**8. TAXATION (Continued)**

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Profit before taxation	<u>754,485</u>	<u>8,155,696</u>
Tax computed at the UK statutory rate	143,352	1,549,582
Effects of:		
Non deductible expenses	1,779	164,082
Adjustment in respect of share based awards	10,542	(16,348)
Effect of rate differential on current year movement of deferred tax	(35,722)	—
Losses claimed at rates other than the statutory rate	(309,637)	(1,712,555)
Other	(4,664)	—
Tax on profit	<u>(194,350)</u>	<u>(15,239)</u>

*(c) Deferred tax*

	<i>1 January 2022 - 31 December 2022</i>	<i>31 December 2021</i>
	£	£
Deferred tax assets are as follows:		
Timing differences related to pensions creditor	4,484	2,320
Timing differences related to tangible assets	—	4,387
Timing differences related to lease dilapidations	4,616	—
Timing differences related to share based awards	204,231	—
Total deferred tax asset recognised in the financial statements	<u>213,331</u>	<u>6,707</u>

	<i>1 January 2022 - 31 December 2022</i>	<i>1 March 2021 - 31 December 2021</i>
	£	£
Deferred tax liabilities are as follows:		
Timing differences related to tangible assets	(536)	—
Total deferred tax liability recognised in the financial statements	<u>(536)</u>	<u>—</u>
Total deferred tax asset recognised in the financial statements	<u>212,795</u>	<u>6,707</u>

As at 31 December 2022, the company had a capital loss of £61,779. No deferred tax asset has been recognised on this loss due to uncertainty around future utilisation.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**for the year ended 31 December 2022**

**8. TAXATION (Continued)**

The UK corporation tax rate for the year ended 31 December 2022 is 19% (2021: 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 2022 are reflected according to the applicable corporation tax rate expected to apply at the time of realisation.

During the year beginning 1 January 2023, the expected net increase in recognised deferred tax assets is £324,200. This is primarily due to timing differences related to share based awards.

**9. TANGIBLE ASSETS**

	<i>Leasehold buildings and improvements</i>	<i>Office equipment</i>	<i>Computer equipment</i>	<i>Total</i>
	£	£	£	£
Cost:				
At 1 January 2022	—	—	—	—
Additions	67,550	2,030	29,270	98,850
At 31 December 2022	<u>67,550</u>	<u>2,030</u>	<u>29,270</u>	<u>98,850</u>
Depreciation:				
At 1 January 2022	—	—	—	—
Charge for the year	17,513	24	1,844	19,381
At 31 December 2022	<u>17,513</u>	<u>24</u>	<u>1,844</u>	<u>19,381</u>
Net book value:				
At 1 January 2022	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>
At 31 December 2022	<u>50,037</u>	<u>2,006</u>	<u>27,426</u>	<u>79,469</u>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**10. INVESTMENTS IN SUBSIDIARIES**

In December 2022, we disposed 100% of the issued shares of Veeqo Inc., resulting in a loss of £63,575 being recognised in the statement of comprehensive income.

Cofundit Limited was dissolved on 17 January 2023. The carrying value of the investment was nil at 31 December 2022. No gain or loss was recognized as a result of the dissolution.

Cost and net book value	<i>Unlisted investments</i>
	£
At 1 January 2022	8
Additions	63,575
Disposals	(63,583)
At 31 December 2022	—
As at 31 December 2022 and 31 December 2021	—

**11. STOCK**

	<i>31 December 2022</i>	<i>31 December 2021</i>
	£	£
Finished goods and goods for resale	5,214	4,283
	<u>5,214</u>	<u>4,283</u>

Stocks recognised as an expense in the year were £69,266 (2021: £56,587). This included stock totaling £41,336 written off during the year (2021: £1,232).

**12. DEBTORS**

<i>a) amounts falling due within one year</i>	<i>31 December 2022</i>	<i>31 December 2021</i>
	£	£
Trade debtors	14,460	56,005
Amounts owed by group undertakings	12,055,383	10,398,912
Prepayments and accrued income	192,756	271,897
Other debtors	28,716	2,690
	<u>12,291,315</u>	<u>10,729,504</u>

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**12. DEBTORS (continued)**

<i>b) amounts falling due after one year</i>	<i>31 December 2022</i>	<i>31 December 2021</i>
	£	£
Deferred tax asset (note 8)	212,795	6,707
Prepayments and accrued income	1,519	—
	<u>214,314</u>	<u>6,707</u>

**13. CREDITORS**

<i>a) amounts falling due within one year</i>	<i>31 December 2022</i>	<i>31 December 2021</i>
	£	£
Trade creditors	107,612	15,321
Amounts owed to group undertakings	714,990	56,819
Other taxation and social security	261,378	238,532
Corporation tax payable	11,738	—
Accruals	215,454	557,930
Other creditors	—	10,599
	<u>1,311,172</u>	<u>879,201</u>

<i>b) amounts falling due after one year</i>	<i>31 December 2022</i>	<i>31 December 2021</i>
	£	£
Other long term creditors - lease incentives	43	—
	<u>43</u>	<u>—</u>

**14. PROVISIONS FOR LIABILITIES**

	<i>Lease Dilapidations</i>
	£
At 1 January 2022	—
Provided during the year	67,551
Accretion of discount (note 7)	951
At 31 December 2022	<u>68,502</u>

The provision held at 31 December 2022 is to cover costs the Company may incur on exit of leasehold properties when the leases expire (see note 16). The accretion of the discount each year is recorded as interest payable.

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
**for the year ended 31 December 2022**

**15. SHARE CAPITAL**

	<i>31 December 2022</i>		<i>31 December 2021</i>	
	<i>No.</i>	<i>£</i>	<i>No.</i>	<i>£</i>
Allotted, called up and fully paid				
Ordinary shares of £0.01 each	108,085	1,081	108,085	1,081
Ordinary A shares of £0.00001 each	35,707	—	35,707	—
	<u>143,792</u>	<u>1,081</u>	<u>143,792</u>	<u>1,081</u>

In November 2021, a capital contribution reserve was created to reflect a £1,928,219 investment from the Company's immediate parent company, Amazon Europe Core S.a r.l..

On 24 March 2021, the Company issued 940 ordinary shares to the immediate parent at a total par value of £9 and a share premium of £101,119.

On 01 November 2021, the Company issued 9,719 ordinary shares to the immediate parent at a total par value of £97 and a share premium of £390,898.

The Ordinary A shares rank pari passu to the Ordinary shares with the exception that Ordinary A shares take preference in the event of liquidation or sale.

The share premium account records the amount above the nominal value received for shares issued, less transaction costs.

**16. COMMITMENTS UNDER OPERATING LEASES**

The commitments under non-cancellable operating leases are as follows:

	<i>31 December 2022</i>	<i>31 December 2021</i>
	<i>Land and Buildings</i>	<i>Land and Buildings</i>
	<i>£</i>	<i>£</i>
Not later than 1 year	6,965	11,351
Later than 1 year and not later than 5 years	—	19,865
	<u>6,965</u>	<u>31,216</u>

**17. ULTIMATE PARENT COMPANY**

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

**NOTES TO THE FINANCIAL STATEMENTS (continued)**  
for the year ended 31 December 2022

**18. SHARE BASED AWARD PLANS**

**Restricted Stock Units**

Amazon.com, Inc. (“Amazon”) may grant equity awards to employees, officers and directors of Amazon and its subsidiaries which include Veeva 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 merit 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 2022, 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.

On 27 May 2022, our ultimate parent effected a 20-for-1 stock split of its common stock and proportionately increased the number of authorized shares of common stock. All restricted stock unit (“RSU”) and per RSU information has been retroactively adjusted to reflect the stock split

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.

Scheduled vesting for outstanding restricted stock units as at 31 December 2022 was as follows:

	2023	2024	2025	2026	Thereafter	Total
Scheduled vesting	7,918	13,909	14,436	3,270	—	39,533

The weighted average share price at the date of share based award vesting was US\$99.5.