

Company No: 08391581

**Veeva Limited**  
**Report and Financial Statements**

**31 December 2021**

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## **COMPANY INFORMATION**

### **DIRECTORS**

Vishal Bansal  
Alexander Simpson  
Matthew Warren

### **SECRETARY**

Mitre Secretaries Limited

### **REGISTERED OFFICE**

Tech Hub Urban Village  
221 High Street  
Swansea  
Wales  
SA1 1NW

### **AUDITOR**

Menzies LLP  
Chartered Accountants & Statutory Auditor  
Ashcombe House  
5 The Crescent  
Leatherhead  
Surrey  
KT22 8DY

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## **DIRECTORS' REPORT**

### **for the period ended 31 December 2021**

The directors of Veeva Limited ("the Company") present the annual report containing their Directors' Report and the financial statements for the period ended 31 December 2021. In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

### **DIRECTORS**

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

Vishal Bansal (Appointed 1 November 2021)  
Richard Bolton (Resigned 1 November 2021)  
Martin Fincham (Resigned 1 November 2021)  
Alexander Simpson (Appointed 1 November 2021)  
Matthew Warren

### **DIVIDEND**

The directors do not recommend the payment of any dividends (February 2021: £nil).

### **QUALIFYING THIRD PARTY INDEMNITY PROVISION**

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

### **PRINCIPAL ACTIVITY**

The principal activity of the Company is the sale of software via the internet. The business is expected to continue in this capacity for the foreseeable future.

### **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 period 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.

### **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.


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

**AUDITOR**

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

On behalf of the Board

DocuSigned by:  
  
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Matthew Warren  
Director

Date: June 9, 2022

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## **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Directors' 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 VEEQO LIMITED**

### **Opinion**

We have audited the financial statements of Veeqo Limited (the 'company') for the period ended 31 December 2021 which comprise the Statement of Comprehensive Income, Balance Sheet and Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 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 2021, and of its profit for the period 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 Financial Reporting Council'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 a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

### **Other information**

The other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's Report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our 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 this 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 Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the 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 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a strategic report.

### **Responsibilities of directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 5, 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)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below:

- The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation. We determined that the following laws and regulations were most significant including:
  - The Companies Act 2006;
  - Financial Reporting Standard 102;
  - UK employment legislation;
  - UK healthy and safety legislation;
  - General Data Protection Regulations; and
  - Local jurisdiction tax legislation.

We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

- We understood how the Company is complying with those legal and regulatory frameworks by, making inquiries to management, those responsible for legal and compliance procedures and the company secretary. We corroborated our inquiries through our review of board minutes.
- The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognize non-compliance with laws and regulations. The assessment did not identify any issues in this area.
- We assessed the susceptibility of the company financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included:
  - Identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud;
  - Understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process;
  - Challenging assumptions and judgments made by management in its significant accounting estimates; and
  - Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.
- As a result of the above procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud in the following areas:
  - The application of inappropriate judgement or estimates to manipulate the Company's financial position;
  - Posting of unusual journals and complex transactions; and
  - The use of management override of controls to manipulate results, or to cause the company to enter into transactions not in its best interest

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>

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

### 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.

DocuSigned by:

*Caroline Milton*

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Caroline Milton FCA (Senior Statutory Auditor)

For and on behalf of Menzies LLP

Chartered Accountants

Statutory Auditor

Ashcombe House

5 The Crescent

Leatherhead

Surrey

KT22 8DY

Date: 09-Jun-2022

**STATEMENT OF COMPREHENSIVE INCOME**  
for the period ended 31 December 2021

		<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i> <i>As restated</i>
	<i>Notes</i>	<i>£</i>	<i>£</i>
<b>TURNOVER</b>	2	3,349,586	2,334,009
Cost of sales		<u>(112,933)</u>	<u>(158,495)</u>
<b>GROSS PROFIT</b>		3,236,653	2,175,514
Administrative expenses		(5,416,927)	(4,114,365)
Other operating income		10,450,000	126,523
<b>OPERATING PROFIT / (LOSS)</b>	3	<u>8,269,726</u>	<u>(1,812,328)</u>
Interest receivable	6	16	695
Interest payable	7	(114,046)	(90,529)
<b>PROFIT / (LOSS) BEFORE TAXATION</b>		<u>8,155,696</u>	<u>(1,902,162)</u>
Tax on profit / (loss)	8	15,239	707,104
<b>PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE PERIOD/YEAR</b>		<u><u>8,170,935</u></u>	<u><u>(1,195,058)</u></u>

## BALANCE SHEET

as at 31 December 2021

	31 December 2021	28 February 2021
Notes	£	£
<b>FIXED ASSETS</b>		
Tangible assets	9	56,866
Investments in subsidiaries	10	8
	<u>8</u>	<u>56,874</u>
<b>CURRENT ASSETS</b>		
Stock	11	12,258
Debtors:		
amounts falling due within one year	12(a)	895,726
amounts falling due after one year	12(b)	—
Cash at bank and in hand		705,064
	<u>721,868</u>	<u>705,064</u>
	11,462,362	1,613,048
<b>CREDITORS: amounts falling due within one year</b>	13(a)	(928,362)
	<u>10,583,161</u>	<u>684,686</u>
<b>NET CURRENT ASSETS</b>		684,686
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<u>10,583,169</u>	<u>741,560</u>
CREDITORS: amounts falling due after more than one year	13(b)	(1,032,651)
<b>PROVISIONS FOR LIABILITIES</b>	8	(8,532)
<b>NET ASSETS / (LIABILITIES)</b>	<u>10,583,169</u>	<u>(299,623)</u>
<b>CAPITAL AND RESERVES</b>		
Share capital	15	975
Share premium	15	6,664,313
Capital contribution reserve		—
Retained earnings		(7,264,103)
Other reserves		299,192
<b>SHAREHOLDER'S FUNDS / (DEFICIT)</b>	<u>10,583,169</u>	<u>(299,623)</u>

Approved by the Board

DocuSigned by:

*Matthew Warren*

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Matthew Warren

Director

Date: June 9, 2022

Company Number: 08391581

## STATEMENT OF CHANGES IN EQUITY

for the period ended 31 December 2021

	<i>Share capital</i>	<i>Share premium</i>	<i>Capital contribution reserve</i>	<i>Retained earnings</i>	<i>Other reserves</i>	<i>Total shareholder's funds</i>
	£	£	£	£	£	£
At 1 March 2020	971	5,631,573	—	(6,069,045)	283,445	(153,056)
Shares issued	4	1,032,740	—	—	—	1,032,744
Share based awards	—	—	—	—	15,747	15,747
Profit for the period	—	—	—	(1,195,058)	—	(1,195,058)
At 28 February 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 based awards	—	—	—	—	291,515	291,515
Share options exercised	—	—	—	590,707	(590,707)	—
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

During the period, an unconditional capital contribution of GBP 1,928,219 was received from the immediate parent of the Company. No additional shares were issued in respect of this contribution.

## NOTES TO THE FINANCIAL STATEMENTS

### for the period ended 31 December 2021

#### 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 Tech Hub Urban Village, 221 High Street, Swansea, Wales, SA1 1NW.

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 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.

The financial statements contain information about the Company as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under Section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as the ultimate parent company, Amazon.com, Inc., a company incorporated in the United States of America, produces publicly available consolidated financial statements including the results of the Company.

On 1 November 2021 all of the issued share capital of the entity was acquired by Amazon Europe Core S.a r.l. To align the entity's reporting period with that of Amazon Europe Core S.a r.l., the entity changed the end of its reporting period from 28 February to 31 December. Amounts presented for the current reporting period are for a 10-month period. Comparative figures are for a 12-month period.

Comparative information has been updated where necessary to conform to changes in presentation in the current period. Such classification did not have any impact on the previously reported net assets and results of the Company.

Year ended 28 February 2021

STATEMENT OF COMPREHENSIVE INCOME	Previously reported £	Adjustments £	As restated £
Cost of Sales	550,132	(391,637)	158,495
Administrative Expenses	3,722,728	391,637	4,114,365

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

**1. ACCOUNTING POLICIES (continued)**

***Going concern***

During the period 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 sale of software via the internet. As referenced in the Directors Report on page 3, 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 June 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 the period presented.

***Turnover***

Turnover represents fees earned in respect from subscription sales, stock sales and implementation services. Turnover from subscriptions is recognised over the course of the contract. Turnover from the sale of stock is recognised once the risks and rewards are considered to have been transferred to the customer. Turnover from implementation services is recognised on delivery of the service. Turnover also includes research and development services provided to other Amazon group undertakings. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

***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.

***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:

Plant and machinery	-	20% straight line
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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.

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

**1. ACCOUNTING POLICIES (continued)**

***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.

***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.

***Government grants***

Grants received are credited to the Statement of Comprehensive Income as the expenditure to which they relate is incurred.

***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.

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

**1. ACCOUNTING POLICIES (continued)**

*Share based awards*

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each Balance Sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the Company keeping the scheme open or the employee maintaining any contributions required by the scheme).

*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. 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 period.

**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 period ended 31 December 2021

**3. OPERATING PROFIT / (LOSS)**

Operating profit / (loss) is stated after charging / (crediting):

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Loss on sale of tangible fixed assets	65,155	—
Depreciation of tangible fixed assets	13,971	18,188
Operating lease charges	44,758	36,015
Fees payable to the Company's auditor for non-audit services	17,615	5,818
Auditor's remuneration - audit of the financial statements	16,000	12,120
Net loss on foreign currency translation	42,055	26,364
R&D expenditure credit	—	(708,829)
Government Grant Income	—	(126,523)
	<u>                    </u>	<u>                    </u>

Other income recorded in the period ended 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.

Administrative expenses for the period ended 31 December 2021 includes £752,597 of non-recurring acquisition related costs.

**4. STAFF COSTS**

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Wages and salaries	2,758,537	2,307,293
Social security costs	269,867	188,611
Staff pension contributions	37,479	35,865
Equity settled share based awards	291,515	15,747
	<u>                    </u>	<u>                    </u>
	<u>3,357,398</u>	<u>2,547,516</u>

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

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	No.	No.
Management and administration staff	53	49
	<u>                    </u>	<u>                    </u>
	<u>53</u>	<u>49</u>

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

**5. DIRECTORS' REMUNERATION**

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Aggregate remuneration in respect of qualifying services	<u>319,610</u>	<u>128,916</u>
Gains made on exercise of share options	<u>140,680</u>	<u>—</u>
Value of Company pension contributions to money purchase schemes	<u>1,100</u>	<u>741</u>

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 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 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Aggregate remuneration in respect of qualifying services	<u>198,483</u>	<u>84,424</u>
Gains made on exercise of share options	<u>140,680</u>	<u>—</u>
Company contributions to money purchase pension schemes	<u>—</u>	<u>656</u>

The highest paid director during 1 March 2021 - 31 December 2021 and 1 March 2020 - 28 February 2021 received and vested in or exercised share based awards during the year.

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 periods ended 31 December 2021 and 28 February 2021.

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

**6. INTEREST RECEIVABLE**

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Bank interest receivable	16	695
	<u>16</u>	<u>695</u>

**7. INTEREST PAYABLE**

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Finance charges payable including finance leases	114,046	90,529
	<u>114,046</u>	<u>90,529</u>

**8. TAXATION**

*(a) Tax on profit / (loss)*

The components of tax on profit / (loss) are as follows:

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Current tax	—	(709,545)
Deferred tax	(15,239)	2,441
Tax on profit / (loss)	<u>(15,239)</u>	<u>(707,104)</u>

*(b) Reconciliation of tax on profit / (loss)*

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

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

**8. TAXATION (Continued)**

	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Profit / (loss) before taxation	<u>8,155,696</u>	<u>(1,902,162)</u>
Tax computed at the UK statutory rate	1,549,582	(361,411)
Effects of:		
Non deductible expenses	164,083	14,069
Adjustments in respect of previous periods	—	(294,378)
Adjustment in respect of share based awards	(16,348)	—
Effect of rate change on opening deferred tax	—	(71,464)
Losses claimed at rates other than the statutory rate	(1,712,555)	—
Deferred tax not recognised	—	200,829
Income not taxable	—	(15,641)
Research and development credits	—	(178,287)
Other	—	(821)
Tax on profit / (loss)	<u>(15,238)</u>	<u>(707,104)</u>

*(c) Deferred tax*

Deferred tax assets are as follows:	<i>1 March 2021 - 31 December 2021</i>	<i>28 February 2021</i>
	£	£
Timing differences related to pensions creditor	2,320	1,341
Timing differences related to tangible fixed assets	4,387	—
Total deferred tax asset recognised in the financial statements	<u>6,707</u>	<u>1,341</u>

<i>Deferred tax liabilities are as follows:</i>	<i>1 March 2021 - 31 December 2021</i>	<i>1 March 2020 - 28 February 2021</i>
	£	£
Timing differences related to tangible fixed assets	—	(9,873)
Total deferred tax liability recognised in the financial statements	<u>—</u>	<u>(9,873)</u>
Total deferred tax asset/(liability) recognised in the financial statements	<u>6,707</u>	<u>(8,532)</u>

The UK corporation tax rate for the period ended 31 December 2021 is 19% (1 March 2020 - 28 February 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 2021 are reflected according to the applicable corporation tax rate expected to apply at the time of realisation.

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

**8. TAXATION (Continued)**

The company had tax losses of £4,286,121 carried forward at 1 March 2021. Following acquisition by Amazon Europe Core S.a r.l. on 1 November 2021, no deferred tax asset has been recognised in respect of these losses as they are no longer expected to be recoverable.

During the year beginning 1 January 2022, the expected net increase in recognised deferred tax assets is £2,800. This is primarily due to timing differences related to fixed assets.

**9. TANGIBLE ASSETS**

	<i>Plant and machinery</i>	<i>Total</i>
	£	£
Cost:		
At 1 March 2021	115,448	115,448
Additions	22,260	22,260
Disposals	(137,708)	(137,708)
At 31 December 2021	<u>—</u>	<u>—</u>
Depreciation:		
At 1 March 2021	58,582	58,582
Charge for the year	13,971	13,971
Disposals	(72,553)	(72,553)
At 31 December 2021	<u>—</u>	<u>—</u>
Net book value:		
At 1 March 2021	<u>56,866</u>	<u>56,866</u>
At 31 December 2021	<u>—</u>	<u>—</u>

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

**10. INVESTMENTS IN SUBSIDIARIES**

<i>Name of Company</i>	<i>Country of incorporation</i>	<i>Holding</i>	<i>Proportion of voting rights and shares held</i>	<i>Principal activity</i>
Veeqo Inc	USA	Ordinary Shares	100%	Dormant
Cofundit Limited	UK	Ordinary Shares	100%	Dormant

*Unlisted investments*

£

Cost and net book value at 31 December 2021 and 28 February 2021

8

**11. STOCK**

	<i>31 December 2021</i>	<i>28 February 2021</i>
	£	£
Finished goods and goods for resale	4,283	12,258
	<u>4,283</u>	<u>12,258</u>

**12. DEBTORS**

*a) amounts falling due within one year*

	<i>31 December 2021</i>	<i>28 February 2021</i>
	£	£
Trade debtors	56,005	65,305
Amounts owed by group undertakings	10,398,912	68,719
Corporation tax receivable	—	708,829
Prepayments and accrued income	271,897	50,002
Other debtors	2,690	2,871
	<u>10,729,504</u>	<u>895,726</u>

*b) amounts falling due after one year*

	<i>31 December 2021</i>	<i>28 February 2021</i>
	£	£
Deferred tax asset (note 8)	6,707	—
	<u>6,707</u>	<u>—</u>

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

**13. CREDITORS**

<i>a) amounts falling due within one year</i>	<i>31 December 2021</i>		<i>28 February 2021</i>	
		£		£
Bank overdraft	—		305	
Trade creditors	15,321		2,098	
Amounts owed to group undertakings	56,819		—	
Other taxation and social security	238,532		195,740	
Accruals	557,930		695,051	
Other creditors	10,599		35,168	
	<u>879,201</u>		<u>928,362</u>	
<i>b) amounts falling due after one year</i>	<i>31 December 2021</i>		<i>28 February 2021</i>	
		£		£
Loan Notes	—		994,023	
Other Loans	—		38,628	
	<u>—</u>		<u>1,032,651</u>	

**14. SHARE CAPITAL**

Allotted, called up and fully paid	<i>31 December 2021</i>		<i>28 February 2021</i>	
	<i>No.</i>	£	<i>No.</i>	£
Ordinary shares of £0.01 each	108,085	1,081	97,426	975
Ordinary A shares of £0.00001 each	35,707	—	35,707	—
	<u>143,792</u>	<u>1,081</u>	<u>133,133</u>	<u>975</u>

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 1 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.

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

**15. RESERVES**

**Share premium account**

This reserve recognises the premium arising on issue of shares.

**Capital contribution reserve**

This reserve recognises unconditional capital contributions received from the immediate parent of Company, for which no additional shares were issued.

**Other reserves**

This reserve recognises the fair value of share options and warrants granted and vested, but which remain unexercised.

**16. COMMITMENTS UNDER OPERATING LEASES**

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

	<i>31 December 2021</i>	<i>28 February 2021</i>
	<i>Land and Buildings</i>	<i>Land and Buildings</i>
	£	£
Not later than 1 year	11,351	2,392
Later than 1 year and not later than 5 years	19,865	2,392
	<u>31,216</u>	<u>4,784</u>

**17. ULTIMATE PARENT COMPANY**

On 1 November 2021 all of the issued share capital of the entity was acquired by Amazon Europe Core S.a r.l. 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.