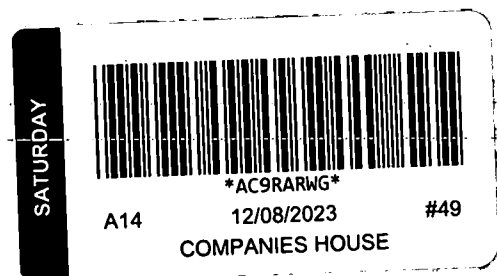


BLIPPAR LIMITED

FINANCIAL STATEMENTS

INFORMATION FOR FILING WITH THE REGISTRAR

FOR THE YEAR ENDED 31 DECEMBER 2021



BLIPPAR LIMITED
REGISTERED NUMBER: 11787934

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Tangible assets	5	35,703	19,076
		<u>35,703</u>	<u>19,076</u>
Current assets			
Debtors: amounts falling due within one year	6	1,067,514	245,744
Cash at bank and in hand	7	415,930	630,301
		<u>1,483,444</u>	<u>876,045</u>
Creditors: amounts falling due within one year	8	(6,865,504)	(4,032,975)
Net current liabilities		<u>(5,382,060)</u>	<u>(3,156,930)</u>
Total assets less current liabilities		<u>(5,346,357)</u>	<u>(3,137,854)</u>
Net liabilities		<u>(5,346,357)</u>	<u>(3,137,854)</u>
Capital and reserves			
Called up share capital		2	2
Other reserves		586,459	-
Profit and loss account		(5,932,818)	(3,137,856)
		<u>(5,346,357)</u>	<u>(3,137,854)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Nicholas Candy

Nicholas Anthony Christopher Candy
Director

Date: 9 August 2023

The notes on pages 3 to 10 form part of these financial statements.

BLIPPAR LIMITED

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

	Called up share capital	Other reserves	Profit and loss account	Total equity
	£	£	£	£
At 1 January 2020	2	-	(1,463,127)	(1,463,125)
Loss for the year	-	-	(1,674,729)	(1,674,729)
At 1 January 2021	<u>2</u>	<u>-</u>	<u>(3,137,856)</u>	<u>(3,137,854)</u>
Loss for the year	-	-	(2,794,962)	(2,794,962)
Capital contribution	-	586,459	-	586,459
At 31 December 2021	<u><u>2</u></u>	<u><u>586,459</u></u>	<u><u>(5,932,818)</u></u>	<u><u>(5,346,357)</u></u>

The notes on pages 3 to 10 form part of these financial statements.

BLIPPAR LIMITED

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

1. General information

The company is limited by shares. It is incorporated in England & Wales with its registered address being 49 Upper Brook Street, Mayfair, London, W1K 2BR

The principal objectives of the company are to provide Augmented Reality Development and Marketing Services Support

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

The Directors have assessed the Company's ability to continue as a going concern, which included giving considering to its trading prospects and cash flow projections (including on a reasonably foreseeable worst case basis) for a period of twelve months from the date of approval of these financial statements, as well as considering its current cash and working capital positions.

The Directors have also assessed the financing arrangements of Blippar Limited's parent company, Blippar Group Limited, and the latter's ability and willingness to provide support to the Company as required. In making this assessment the Directors have noted that Blippar Group Limited continues to be supported by its shareholders by way of unsecured debt funding. Blippar Group's shareholders have indicated their willingness to continue to provide such support at a level which the Directors expect will give the Company sufficient headroom to meet its liabilities as and when they fall due for a period of twelve months from the date of approval of these financial statements.

Based on their assessment the Directors have concluded that it is appropriate to prepare the financial statements on a going concern basis.

BLIPPAR LIMITED

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

2. Accounting policies (continued)

2.3 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

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

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

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

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Income and Retained Earnings within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

BLIPPAR LIMITED

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

2. Accounting policies (continued)

2.5 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.6 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

2.7 Share based payments

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

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

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

2.8 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

BLIPPAR LIMITED

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

2. Accounting policies (continued)

2.9 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Office equipment	-	33%
Computer equipment	-	33%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.10 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.12 Creditors

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

2.13 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

BLIPPAR LIMITED

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

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are outlined below:

Revenue recognition

Revenue is recognised in line with the stage of completion of a project. This percentage is based on the number of hours charged to the project in comparison to the budgeted number of hours required to complete it. Estimation of hours worked and required to complete a project is an area where judgement is exercised.

Recovery of trade debtors and accrued income

Provision is made for bad and doubtful trade debtors and irrecoverable accrued income extant at the reporting date. Quantification of any such provision represents an estimate by management where judgement is applied.

4. Employees

The average monthly number of employees, including directors, during the year was 28 (2020 - 25).

BLIPPAR LIMITED

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

5. Tangible fixed assets

	Office equipment £	Computer equipment £	Total £
Cost or valuation			
At 1 January 2021	2,640	22,722	25,362
Additions	184	25,142	25,326
At 31 December 2021	<u>2,824</u>	<u>47,864</u>	<u>50,688</u>
Depreciation			
At 1 January 2021	482	5,804	6,286
Charge for the year on owned assets	719	7,980	8,699
At 31 December 2021	<u>1,201</u>	<u>13,784</u>	<u>14,985</u>
Net book value			
At 31 December 2021	<u>1,623</u>	<u>34,080</u>	<u>35,703</u>
At 31 December 2020	<u>2,158</u>	<u>16,918</u>	<u>19,076</u>

BLIPPAR LIMITED

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

6. Debtors

	2021 £	2020 £
Trade debtors	184,084	234,068
Other debtors	771,567	2,618
Prepayments and accrued income	111,863	9,058
	<u>1,067,514</u>	<u>245,744</u>

7. Cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	415,930	630,301
	<u>415,930</u>	<u>630,301</u>

8. Creditors: Amounts falling due within one year

	2021 £	2020 £
Trade creditors	25,331	26,965
Amounts owed to group undertakings	6,444,547	3,844,546
Other taxation and social security	107,411	51,210
Other creditors	16,096	5,077
Accruals and deferred income	272,119	105,177
	<u>6,865,504</u>	<u>4,032,975</u>

9. Reserves

Other reserves

Other reserves relate to the cumulative value of capital contributions made to the company by Blippar Group Limited by way of the issues of equity settled share based payment arrangements.

Profit and loss account

The profit and loss account represents the cumulative value of earnings of the company less any dividends declared and paid.

BLIPPAR LIMITED

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

10. Share-based payments

As a subsidiary entity, Blippar Limited does not have any share options in issue. However during the year, its immediate parent company, Blippar Group Limited, issued options over 42,990 Ordinary C shares of £0.00001 each to employees of Blippar Limited.

In accordance with the requires of FRS 102 Section 26, Blippar Limited has recognised an share based payment charge of £586,549 (2020: £nil) during the year. A corresponding credit entry has been made to Other Reserves to represent a capital contribution made by the issuer of the equity instruments, Blippar Group Limited.

11. Controlling party

The immediate and ultimate undertaking of Blippar Limited is Blippar Group Limited, a company registered in England and Wales with its principal place of business is 49 Upper Brook Street, Mayfair, London, W1K 2BR. There is no single controlling party of Blippar Group Limited.

12. Auditors' information

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

The audit report was signed on 09 August 2023 by Christopher Cork (Senior Statutory Auditor) on behalf of Haysmacintyre LLP.