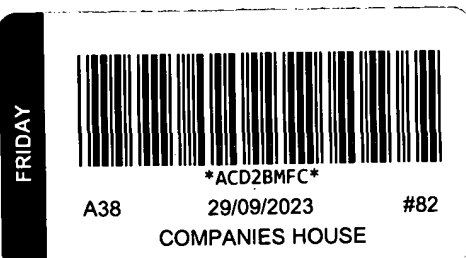


Registration number: 01273274

Pitney Bowes Holdings Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2022



Pitney Bowes Holdings Limited

Contents

Company Information	1
Strategic Report	2 to 3
Directors' Report	4 to 6
Independent Auditor's Report	7 to 11
Profit and Loss Account	12
Balance Sheet	13
Statement of Changes in Equity	14
Notes to the Financial Statements	15 to 22

Pitney Bowes Holdings Limited

Company Information

Directors	G R Willsher R Higginson
Registered office	5 Churchill Place 10th Floor London United Kingdom E14 5HU
Independent auditor	Mazars LLP The Pinnacle 160 Midsummer Boulevard Milton Keynes United Kingdom MK9 1FF

Pitney Bowes Holdings Limited

Strategic Report for the Year Ended 31 December 2022

The directors present their strategic report for the year ended 31 December 2022.

Principal activities

The principal activity of the company is that of a holding company.

Fair review of the business

The Company made a profit for the financial year of £6,589,000 (2021: loss of £17,000). The net assets of the Company as at 31 December 2022 were £190,848,000 (2021: £184,259,000).

The Company is part of the wider Pitney Bowes Group.

The Pitney Bowes Group is a global technology company providing commerce solutions that power billions of transactions. Clients around the world rely on the accuracy and precision delivered by our solutions, analytics and application programming interface (API) technology in the areas of ecommerce fulfilment, shipping and returns, cross-border ecommerce, office mailing and shipping, and financing.

Our business in the UK is organised around two distinct sets of solutions – Sending Technology Solutions (previously known as Small and Medium Business Solutions) and Global Ecommerce.

Sending Technology Solutions

We offer our clients sending technology solutions for physical and digital mailing, shipping, supplies and other applications to help simplify and save on the sending, tracking and receiving of letters and packages. Our cloud enabled infrastructure provides software-as-a-service (SaaS) offerings delivered online and via connected or mobile devices. Our latest offerings are designed on an open platform architecture that has the capabilities to leverage partnerships with other innovative companies and developers to deliver new value to our clients. We also offer a variety of solutions that enable clients to finance equipment and product purchases, make rental and lease payments, replenish postage and purchase supplies.

Global Ecommerce

Cross-border solutions manages all aspects of the international shopping and shipping experience. Our proprietary technology enables global tracking and logistics services; calculates duty, tax and shipping costs at checkout; enables multi currency pricing, payment processing and fraud management; ensures compliance with product restrictions and produces all documentation requirement to meet export complexities and customs clearance. Our proprietary technology is utilised by direct merchants and major online marketplaces facilitating millions of parcels to be shipped worldwide.

Shipping solutions enable clients to reduce transportation and logistics costs, select the best carrier based on need and cost, improve delivery times and track packages in real time. Powered by our shipping APIs, an integral part of the Pitney Bowes Commerce Cloud, clients can purchase postage, print shipping labels and access shipping and tracking services that can easily be integrated into any web application such as online shopping carts or ecommerce sites and provide guaranteed delivery times and flexible payment options.

Pitney Bowes Holdings Limited

Strategic Report for the Year Ended 31 December 2022 (continued)

We continue to invest in our current technologies, products and solutions, and in the development of new technologies, products and solutions in order to maintain and improve our competitive position. We have made, and are continuing to make, significant investments in the branding of the company in order to build market awareness and client demand for all our products and services. We are also making investments in marketing in support of the Company's brand and business strategy. Our website (www.pitneybowes.com/uk) is designed to enhance our operational and go-to-market changes, including how we sell to and serve our clients.

Key Performance Indicators

The company does not have any specific key performance indicators as it is a holding company only.

Principal risks and uncertainties

Pitney Bowes Holdings Limited is a non-trading entity and hence has limited direct risks. There are a number of key indirect risks to the entity which are faced by the wider Group, and managed on a proactive basis as follows:

Competition

Our business competes with a number of companies, our competitors ranging from large multinationals to smaller more narrowly focused regional and local firms. We must continue to invest in our technologies, products and solutions, and in the development of new technologies, products and solutions in order to maintain and improve our competitive position.

Postal regulations and processes

A significant portion of our revenue and profitability is directly or indirectly subject to regulation and oversight by postal authorities. We depend on a healthy postal sector which could be influenced, positively or negatively, by legislative or regulatory changes.

Lower profit margins

As we transform our business to more digital and commerce services, our profit margins will be lower and, if we cannot reduce our costs, our earnings could be impacted. We expect overall profit margins to continue to be impacted as a result of a change of mix from higher margin Sending Technology Solutions to Global Ecommerce.

Customs and regulatory risks

The international nature of our Global Ecommerce business subjects us to increased customs and regulatory risks from cross-border transactions, and fluctuations in foreign currency exchange rates.

Approved by the Board on 28/9/23 and signed on its behalf by:

Gerard Willsher

.....
G R Willsher
Director

Pitney Bowes Holdings Limited

Directors' Report for the Year Ended 31 December 2022

The directors present their report and the financial statements for the year ended 31 December 2022.

Directors of the company

The directors of the company who held office during the year were and up to the date of signing the financial statements were as follows:

G R Willsher

R Higginson

Dividends

The directors do not propose an ordinary share dividend (2021: £nil).

Financial instruments

Objectives and policies

The company's financial instruments comprise cash and various items such as debtors and creditors that arise directly from its operations. All financial assets and liabilities are recorded at historical cost. It is, and has been throughout the year under review, the company's policy that no trading in financial instruments shall be undertaken. Similarly, the company did not undertake any financial hedging arrangements during the year under review. The year-end position reflects these policies and there have been no changes in policies or risks since the year end. The main risks arising from the company's financial instruments are liquidity risks and interest rate risks.

Price risk, credit risk, liquidity risk and cash flow risk

Liquidity Risk

Through cash flow forecasting and rolling short-term intercompany loans, the company monitors working capital and expenditure requirements to ensure that cash is available to meet obligations as they fall due.

Interest Rate Risk

We manage our exposure to changes in interest rate by limiting its impact on earnings and cash flows. The company finances its operations through shareholders' funds and working capital and only has exposure to interest rate fluctuations on its cash balances.

Fair value

The fair values of the financial assets and liabilities approximate to their book values.

Future developments

The company is expected to continue in its capacity as a holding company and no significant future developments are anticipated.

Going concern

The directors believe in the company's ability to continue as a going concern and to meet its financial obligations as they fall due for a period of at least twelve months from the date of signing these financial statements.

Pitney Bowes Holdings Limited

Directors' Report for the Year Ended 31 December 2022 (continued)

Section 172 statement

Section 172 requires a Director to have regard to the following matters, among others, when discharging their duty: the likely consequences of any decision in the long term; the interests of the Company's employees; the need to foster the Company's business relationships with suppliers, customers and others; the impact of the Company's operations on the community and the environment; the desirability of the Company maintaining a reputation for high standards of business conduct; and the need to act fairly with members of the Company.

The Company is wholly owned by Pitney Bowes Holdco Limited and has no employees, customers or suppliers, however, as a subsidiary holding company within the Pitney Bowes Group ("the Group"), the Directors consider the impact of the Company's activities on its shareholder, its subsidiaries, the Pitney Bowes businesses that have an interest in the Company's investments and other stakeholders.

The Directors provide the highest standards of governance to ensure that they comply with the Group's policies and maintain high standards of business conduct.

The Company engages with its shareholder on an ad hoc basis on requests for investment and financial matters, including additional capital distributions or funding. The Directors assess such requests in light of the Company's minimum capital requirements to maintain profitability in the long term. Any decisions taken will be aligned to the strategy and standards of the Pitney Bowes Group and be made in the best interests of all stakeholders.

The Pitney Bowes Annual Report 2022 and Pitney Bowes Environment Social Governance Report 2022 contain detailed information on stakeholder activities and considerations undertaken within the Group.

Directors' liabilities

The Directors have the benefit of an indemnity which is a qualifying third party provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

Pitney Bowes Holdings Limited

Directors' Report for the Year Ended 31 December 2022 (continued)

Statement of Directors' Responsibilities in Respect of the Financial Statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors 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.

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 enable them to ensure that the financial statements comply with the Companies Act 2006.

Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Approved by the Board on 28/9/23 and signed on its behalf by:

Gerard Willsher

G R Willsher
Director

Independent auditor's report to the members of Pitney Bowes Holdings Limited

Opinion

We have audited the financial statements of Pitney Bowes Holdings Limited (the 'company') for the year ended 31 December 2022 which comprise the Profit and Loss Account, Balance Sheet, Statement of Changes In Equity and notes to the financial statements, 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 directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

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.

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 the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In 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 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.

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement 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 the financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

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.

Based on our understanding of the company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: Intellectual Property and Electronic Commerce Regulation.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as the Companies Act 2006, FRS 102 and tax legislation.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates and significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:


- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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

Use of the audit 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.



Stephen Brown (Sep 29, 2023 10:57 GMT+1)

Stephen Brown (Senior Statutory Auditor) for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
The Pinnacle
160 Midsummer Boulevard
Milton Keynes
Buckinghamshire
MK9 1FF

Pitney Bowes Holdings Limited

Profit and Loss Account for the Year Ended 31 December 2022

	Note	2022 £ 000	2021 £ 000
Administrative expenses	4	<u>(1,950)</u>	<u>—</u>
Operating loss	4	(1,950)	—
Income from shares in group undertakings	3	8,228	—
Other interest receivable and similar income	5	312	(1)
Interest payable and similar expenses		<u>(1)</u>	<u>(16)</u>
Profit/(loss) before taxation		6,589	(17)
Taxation	9	<u>—</u>	<u>—</u>
Profit/(loss) for the financial year		<u>6,589</u>	<u>(17)</u>

The notes on pages 15 to 22 form an integral part of these financial statements.
Page 12

Pitney Bowes Holdings Limited
(Registration number: 01273274)
Balance Sheet as at 31 December 2022

	Note	2022 £ 000	2021 £ 000
Fixed assets			
Investments	10	137,252	152,829
Current assets			
Debtors	11	53,096	32,000
Cash at bank and in hand	12	500	225
		53,596	32,225
Creditors: Amounts falling due within one year	13		(795)
Net current assets		53,596	31,430
Total assets less current liabilities		190,848	184,259
Net assets		190,848	184,259
Capital and reserves			
Called up share capital	14	97,000	97,000
Share premium account		5,052	5,052
Profit and loss account		88,796	82,207
Total equity		190,848	184,259

The financial statements and notes were approved and authorised by the Board on 28/9/23 and signed on its behalf by:

Gerard Willsher
 G R Willsher
 Director

Pitney Bowes Holdings Limited

Statement of Changes in Equity for the Year Ended 31 December 2022

	Share capital	Share premium	Profit and loss account	Total equity
	£ 000	£ 000	£ 000	£ 000
At 1 January 2022	97,000	5,052	82,207	184,259
Profit for the financial year			6,589	6,589
Total comprehensive expense			6,589	6,589
At 31 December 2022	97,000	5,052	88,796	190,848

	Share capital	Share premium	Profit and loss account	Total equity
	£ 000	£ 000	£ 000	£ 000
At 1 January 2021	97,000	5,052	82,224	184,276
Loss for the financial year			(17)	(17)
Total comprehensive income			(17)	(17)
At 31 December 2021	97,000	5,052	82,207	184,259

The notes on pages 15 to 22 form an integral part of these financial statements.

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022

1 General information

The company is a private company limited by share capital, incorporated in England, United Kingdom.

The address of its registered office is:

5 Churchill Place
10th Floor
London
United Kingdom
E14 5HU
United Kingdom

The principal activity of the company is that of a holding company.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland and the Companies Act 2006'.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and consent has been obtained from the shareholders in order to take these exemptions:

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Pitney Bowes Inc. These financial statements may be obtained from Pitney Bowes Inc, 3001 Summer Street, Stamford, CT 06926.

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

Going concern

The financial statements have been prepared on a going concern basis.

The directors believe in the company's ability to continue as a going concern and to meet its financial obligations as they fall due for a period of at least twelve months from the date of signing these financial statements.

Exemption from preparing group financial statements

The financial statements contain information about Pitney Bowes Holdings Limited 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 it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Pitney Bowes Inc., a company incorporated in the United States of America.

Use of critical accounting estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgement (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Impairment of non-financial assets

Where there are indicators of impairment of individual assets, the Company performs impairment tests based on fair value less costs to sell or a value in use calculation. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction on similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the company is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash flows and the growth rate used for extrapolation purposes

Investments

The company's investments are supported by the underlying net assets in directly and indirectly held subsidiaries.

Summary of significant accounting policies

Investments

Investments comprise shareholdings in other Group companies which are recorded at historical cost less impairment.

Dividends on investments are recognised in income when receivable.

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

2 Accounting policies (continued)

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Debtors

Receivables, including loans receivable from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Both are subsequently measured at amortised cost using the effective interest method.

Creditors

Payables, including loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Both are subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Financial instruments

Recognition and measurement

Section 11 and 12 of FRS 102 is applied for the recognition and measurement of all financial instruments.

3 Income from shares in group undertakings

	2022	2021
	£ 000	£ 000
Income from shares in group undertakings.	<u>8,228</u>	<u>—</u>

In June 2022 the company received dividend income of £5,800,000 from its subsidiary Borderfree UK Limited and £2,428,000 from its subsidiary Pitney Bowes Payco Holdings Limited. Both these subsidiaries were subsequently sold in July 2022 resulting in a loss on disposal of £1,950,000.

4 Operating (loss)/profit

During the year the company disposed of its interest in Borderfree UK Limited resulting in a loss on disposal of £7,368,000. It also sold its interest in Pitney Bowes Payco Holdings Limited resulting in a gain on disposal of £5,418,000. The net loss on disposal of £1,950,000 contributed to the company loss. During the year the company transferred its subsidiary Pitney Bowes Global Ecommerce UK Limited, to another group entity with no gain or loss.

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

5 Other interest receivable and similar income

	2022 £ 000	2021 £ 000
Interest receivable from group companies	312	(1)
Interest income on bank deposits	(1)	(1)
	<u>312</u>	<u>(1)</u>

6 Staff costs

The Company has no employees (2021: 0).

7 Directors' remuneration

The emoluments of all Directors are paid by other Pitney Bowes' entities, with no recharge made to the company (2021: £nil). It is therefore not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Their total emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of the following companies:

G R Willsher: Pitney Bowes Limited
R Higginson: Pitney Bowes Limited

8 Auditor's remuneration

The auditor's remuneration for the year was £4,110 (2021: £3,990) and was borne by another group company.

9 Taxation

Tax charged/(credited) in the income statement

	2022 £ 000	2021 £ 000
Current taxation		
UK corporation tax	(1)	(1)
Total current income tax	<u>(1)</u>	<u>(1)</u>

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2021 - higher than the standard rate of corporation tax in the UK) of 19% (2021 - 19%).

The differences are reconciled below:

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

9 Taxation (continued)

	2022 £ 000	2021 £ 000
Profit/(loss) before tax	<u>6,589</u>	<u>(17)</u>
Corporation tax at standard rate	1,252	(3)
Tax increase/(decrease) arising from group relief	194	(21)
Other tax effects for reconciliation between accounting profit and tax expense/ (income)	<u>(1,446)</u>	<u>24</u>
Total tax charge/(credit)	<u><u> </u></u>	<u><u> </u></u>

On 23 September 2022, it was announced that the corporation tax rate change from 19% to 25% with effect from 1 April 2023 was to be cancelled. This was not substantively enacted at the balance sheet date and therefore the impact of this change is not reflected in the measurement of deferred tax.

10 Investments

	2022 £ 000	2021 £ 000
Investments in subsidiaries	<u>137,252</u>	<u>152,829</u>
Subsidiaries		£ 000
Cost or valuation		
At 1 January 2022		152,829
Disposals		<u>(15,577)</u>
At 31 December 2022		<u>137,252</u>
Carrying amount		
At 31 December 2022		<u>137,252</u>
At 31 December 2021		<u>152,829</u>

Details of undertakings

During the year the company disposed of its interest in Borderfree UK Limited resulting in a loss on disposal of £7,368,000. It also sold its interest in Pitney Bowes Payco Holdings Limited resulting in a gain on disposal of £5,418,000. The net loss on disposal of £1,950,000 contributed to the company loss. During the year the company transferred its subsidiary Pitney Bowes Global Ecommerce UK Limited, to another group entity with no gain or loss.

Details of the investments (including principal place of business of unincorporated entities) in which the company directly or indirectly holds 20% or more of the nominal value of any class of share capital are as follows:

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

10 Investments (continued)

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2022	2021
Subsidiary undertakings				
Pitney Bowes Limited	5 Churchill Place,10th Floor, London, E14 5HU	Ordinary	100%	100%
Pitney Bowes Finance Limited	5 Churchill Place,10th Floor, London, E14 5HU	Ordinary	100%	100%
OldMS Limited	5 Churchill Place,10th Floor, London, E14 5HU	Ordinary	100%	100%
Pitney Bowes Finance Ireland Limited (indirect)	The Cedarhurst Building, Arkle Road, Sandyford, Dublin 18	Ordinary	100%	100%
Pitney Bowes Ireland Limited (indirect)	The Cedarhurst Building, Arkle Road, Sandyford, Dublin 18	Ordinary	100%	100%
Borderfree UK Limited	154 Clerkenwell Rd, London, United Kingdom, EC1R 5AB	Ordinary	0%	100%
Pitney Bowes Global Ecommerce UK Limited	5 Churchill Place,10th Floor, London, E14 5HU	Ordinary	0%	100%
Pitney Bowes Payco Holdings Limited	The Cedarhurst Building, Arkle Road, Sandyford, Dublin	Ordinary	0%	100%
The Pitney Bowes Pension Fund Trustee Limited (indirect)	5 Churchill Place,10th Floor, London, E14 5HU	Ordinary	100%	100%
Pitney Bowes International Finance Limited	5 Churchill Place, 10th Floor, London, E14 5HU	Ordinary	100%	100%

Subsidiary undertakings

Pitney Bowes Limited

The principal activity of Pitney Bowes Limited is selling and leasing equipment and providing services.

Pitney Bowes Finance Limited

The principal activity of Pitney Bowes Finance Limited is leasing equipment to customers.

OldMS Limited

The principal activity of OldMS Limited is non-trading.

Pitney Bowes Finance Ireland Limited (indirect)

The principal activity of Pitney Bowes Finance Ireland Limited (indirect) is leasing equipment to customers in Ireland.

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

10 Investments (continued)

Pitney Bowes Ireland Limited (indirect)

The principal activity of Pitney Bowes Ireland Limited (indirect) is selling and leasing equipment and providing services in Ireland.

Borderfree UK Limited

The principal activity of Borderfree UK Limited is providing software and professional services.

Pitney Bowes Global Ecommerce UK Limited

The principal activity of Pitney Bowes Global Ecommerce UK Limited is providing software and professional services.

Pitney Bowes Payco Holdings Limited

The principal activity of Pitney Bowes Payco Holdings Limited is payments processing..

The Pitney Bowes Pension Fund Trustee Limited (indirect)

The principal activity of The Pitney Bowes Pension Fund Trustee Limited (indirect) is a non- trading pension fund.

Pitney Bowes International Finance Limited

The principal activity of Pitney Bowes International Finance Limited is to provide financial services to other Group companies..

11 Debtors

	2022	2021
	£ 000	£ 000
Amounts owed by group undertakings	53,096	32,000
	<u>53,096</u>	<u>32,000</u>

Amounts owed by group undertakings comprise of a loan of £5,031,000 which is unsecured, with an interest rate of 3.0566% and repayable on 29 June 2023. A loan of £16,065,000 which is unsecured, with an interest rate of 5.6% and repayable on 29 June 2023 and a loan of £32,000,000 (2021: £32,000,000) which is unsecured, non-interest bearing and repayable on demand. On 31 March 2023 £27,000,000 of this loan was repaid and £5,000,000 was settled by a capital contribution.

12 Cash at bank and in hand

	2022	2021
	£ 000	£ 000
Cash at bank	500	225
	<u>500</u>	<u>225</u>

Pitney Bowes Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2022 (continued)

13 Creditors: Amounts falling due within one year

	2022	2021
	£ 000	£ 000
Due within one year		
Amounts owed to related parties	<u>795</u>	<u>795</u>
	<u>795</u>	<u>795</u>

Amounts owed to related parties comprised of a loan of £795,000 which was unsecured, with an interest rate of 2.09388% and was repaid on 23 June 2022.

14 Called up share capital

Allotted, called up and fully paid shares

	2022		2021	
	No. 000	£ 000	No. 000	£ 000
Ordinary shares of £1 each	<u>97,000</u>	<u>97,000</u>	<u>97,000</u>	<u>97,000</u>

15 Parent and ultimate parent undertaking

The company's immediate parent is Pitney Bowes Holdco Limited, incorporated in United Kingdom.

The ultimate parent is Pitney Bowes Inc, incorporated in United States of America.

The most senior parent entity producing publicly available financial statements is Pitney Bowes Inc. These financial statements are available upon request from Pitney Bowes Inc, 3001 Summer Street, Stamford, CT 06926. Pitney Bowes Inc is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements.