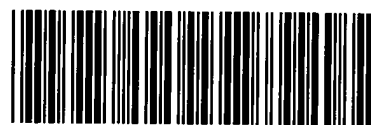


Ground One Limited

UNAUDITED REPORT AND FINANCIAL STATEMENTS

for the year ended
31 December 2022

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COMPANIES HOUSE

Company Registration No. 06244786

Ground One Limited

COMPANY INFORMATION

DIRECTORS
J McCallion

SECRETARY
RBH Jackson

REGISTERED OFFICE
Gainsborough House
59-60 Thames Street
Windsor
Berkshire
SL4 1TX

Ground One Limited

DIRECTORS' REPORT

The directors submit their report and the financial statements of Ground One Limited for the year ended 31 December 2022.

DIRECTORS' RESPONSIBILITIES REPORT

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and accounting estimates that are reasonable and prudent;
- c. 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 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. 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.

PRINCIPAL ACTIVITIES

The principal activity of the Company is to provide technology and services that manage the global ground transportation operations of corporate clients. This involves the global management of business taxis and chauffeurs through an online booking tool where Ground One Limited, which trades as GroundScope, is responsible for managing bookings, vetting service providers and providing detailed management information to our clients.

BOARD REPORT

Global Travel and Ground transport market background

GroundScope operate in the global ground transportation sector which, along with the global travel market, has been hugely impacted by the COVID-19 pandemic.

As a result of COVID19 countries implemented a range of travel restrictions to reduce the spread of the virus which particularly impacted the travel sector. Many of these restrictions have now been lifted leading to a significant uplift in travel, but these restrictions, whilst in place, drove a change in habit which will affect the level of business travel in the long term.

In 2022 our TTV was £2.7mill, up from £640k in 2021.

GroundScope's Service

GroundScope's service has been developed over many years and is specifically designed to meet the requirements of corporate clients who require a safe, reliable, cost-effective service that is easy to book and expense.

GroundScope aim to enhance the user experience for booking ground transportation globally by

Ground One Limited

DIRECTORS' REPORT

leveraging our continuous innovation and high-quality customer service as well as providing quantifiable savings through our consolidated buying power and business processes. Our easy-to-use online booking tool and mobile app solutions help companies, and their employees, save time and boost productivity by streamlining the whole booking and invoice management process. By capturing and reporting on spend, our solutions provide detailed Management Information to help our clients control and manage this time consuming and complex business expense.

As part of our commitment to provide our clients with a safe and secure service, GroundScope vet all our Service Providers to ensure that they are fully licensed and insured providing a "duty of care" to our clients. GroundScope then use our technology and management systems to manage our Service Providers to ensure that they deliver a cost effective and reliable service to our clients.

GroundScope negotiate rates and terms and conditions with Service Providers on behalf of our clients. Our solutions adapt to individual employee preferences and make the process of booking ground transport easier, safer, and more productive for our clients.

In summary GroundScope's service provides corporate clients:

- A "One Stop Shop" global ground and mobility service, where GroundScope take responsibility for the service and managing the whole process including: Booking, Service Partner Management and Payment, all supported by high quality 24/7 Customer Service.
- A global fully vetted best in class Service Partner network in over 500 cities providing both pre booked and on demand - taxis, electric cars, executive cars, mini-buses and coaches.
- World class technology built by DataArt, data storage at Microsoft Azure and Stripe. The booking platform is fully integrated into many of the world's leading proprietary OBT and GDS systems to allow customers choice in how they book real time content including Amadeus and Atriiis
- GroundScope's technology makes global taxi bookings quick and easy and our platform controls costs and provides MI spend data.
- The business is focused on providing a world class customer service experience to a global multinational client base.

Business Strategy

As a market leader in the managed global ground transportation sector our business strategy is focused on continuing to provide our clients with a world class service which is easy to book and provides a reliable, safe and cost-effective global service.

Over the last year we have focused on developing the business in the following areas

a) IT Development

To deliver our clients a world class service GroundScope need to continue to provide clients with world class technology.

Working with DataArt, a global technology consultancy that designs, develops, and supports unique software solutions and who work with some of the world's leading travel brands including, Trainline, Travelport and Ocado, we launched the new GroundScope online booking system and new mobile app in Q3 2021. Our OBT and Mobile apps are cutting edge and industry leading, a development that required a significant investment by GroundScope and its shareholders. GroundScope want to maintain GroundScope's position as a market leader in its sector by providing a best-in-class tool to enable our clients to book and manage their ground transport on a system which is intuitive and easy to use.

Following the launch of the new system we have been focused on integrating to new dispatch platforms and service partners to provide the richest content possible to our clients.

Ground One Limited

DIRECTORS' REPORT

b) Move to Green

In response to the growing climate change issues facing the planet GroundScope, as a current contributor to global carbon emissions, want to be positioned at the forefront of the push towards a net zero society. We are focused on working with our current Service Partners and new green market entrants in securing a significant number of electric and hybrid vehicles in order to significantly increase the ability for our clients to book a green taxi option. This will also be enabled by our new technology which will provide our clients a much clearer picture of the carbon emissions of the vehicle they are booking on our platform.

c) Non corporate account customers

Over the coming year GroundScope is planning to roll out its service to a wider market by enabling users to set up their own account, significantly reducing the time in which GroundScope can onboard travellers. By speeding up this process GroundScope expect to be able to grow revenue more quickly enabling a quicker recovery than might otherwise be achievable.

d) Cost efficiencies

With the launch of the new platform, we have also been able to implement a variety of process efficiencies into the business, enabling us to lower our cost base whilst still maintaining a high level of service to our clients. This will help us to be much more flexible and responsive in the future to adapt to the ever changing travel market place.

e) Safety and Security

Our client's safety and security has always been a key priority for GroundScope and across our business we have a range of systems and processes in place to ensure we do all we can to provide the most safe and secure service to all our clients. This includes vetting all of our staff and our Service Partners as well as ensuring we have robust IT security systems in place to protect our client's personal data. We constantly review and invest in our data security infrastructure and security processes to ensure we provide the most secure service possible. Because of COVID -19 many companies are looking more closely at how they provide a safe, reliable taxi service to their employees and we have won several new clients because of our safety processes.

Financing

To fund our investment in IT and support the business GroundScope's parent company raised £620,000 in 2022 through further share issues which has been invested into the Company.

Summary

Although the market conditions in 2022 have continued to be challenging we have managed to navigate our way through the world's largest pandemic and still provided our normal global service to support our clients when required.

We continue to invest in our new technology that will ensure we continue to provide our clients with a world class, efficient way of booking a safe, reliable, cost effective taxi globally, and we are ready to support our clients as travel returns.

With the continuing support of the shareholders and the cost efficiencies made to the business GroundScope has emerged stronger from the pandemic and is well placed to grow.

Our focus remains on investing in our business to ensure we continue to provide our clients and partners with a world class service which delivers cost savings and provides a highly efficient, reliable, and safe global ground transport service. We are also focused on moving our whole company to a net zero position.

Ground One Limited

DIRECTORS' REPORT

The Board would like to thank all our stakeholders including our hard working and talented team, our Clients, our Service Partners and Travel Partners.

DIRECTORS

The following directors have held office since 1 January 2022:

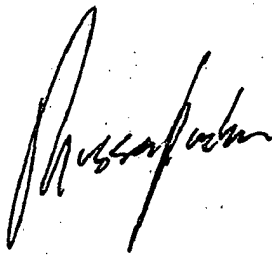
J McCallion

THIRD PARTY INDEMNITY PROVISION FOR DIRECTORS

Qualifying third party indemnity provision is in place for the benefit of all directors of the company.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption.

By order of the board



R B H Jackson
Secretary
Date:

Ground One Limited

STATEMENT OF TOTAL COMPREHENSIVE INCOME

for the year ended 31 December 2022

	Notes	2022 £	2021 £
Total Transaction Value		2,734,964	640,365
TURNOVER		352,433	117,713
Cost of sales		88,040	(19,175)
GROSS PROFIT		264,393	98,538
Administrative expenses		(1,228,807)	(1,058,924)
Other operating income		-	63,394
Rent Receivable		-	-
OPERATING LOSS		(964,414)	(896,992)
Net interest payable and similar charges		-	(22)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(964,414)	(897,014)
Taxation		-	-
LOSS AND TOTAL COMPREHENSIVE INCOME FOR THE YEAR		(964,414)	(897,014)

There was no other comprehensive income for 2022 (2021: £NIL).

Ground One Limited
STATEMENT OF FINANCIAL POSITION
31 December 2022

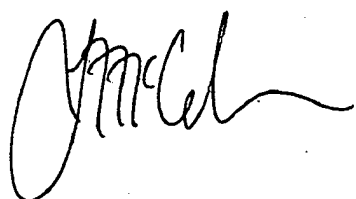
Company Registration No. 06244786

	<i>Notes</i>	2022 £	2021 £
FIXED ASSETS			
Intangible assets	2	1,208,442	1,459,194
Tangible assets	3	1,737	3,145
		<u>1,210,179</u>	<u>1,462,339</u>
CURRENT ASSETS			
Debtors	4	160,089	86,689
Cash at bank and in hand		216,202	65,723
		<u>376,291</u>	<u>152,412</u>
CREDITORS: Amounts falling due within one year	5	(3,084,590)	(2,139,459)
NET CURRENT ASSETS		<u>(2,708,299)</u>	<u>(1,987,047)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(1,498,120)</u>	<u>(524,708)</u>
CREDITORS: Amounts falling due in more than one year	6	(28,185)	(37,184)
NET ASSETS		<u>(1,526,305)</u>	<u>(561,892)</u>
CAPITAL AND RESERVES			
Share capital	7	5	5
Share premium		4,924,996	4,924,996
Profit and loss account		(6,451,306)	(5,486,893)
TOTAL EQUITY		<u>(1,526,305)</u>	<u>(561,892)</u>

For the year ending 31 December 2022, the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies. The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts. These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 6 to 14 were approved by the board of directors and authorised for issue on 27th September 2023 and are signed on its behalf by



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J McCallion - Director

Ground One Limited
STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2022

	Share capital £	Share premium £	Profit and loss account £	Total £	
1 January 2021	5	4,924,996	(4,524,879)	(4,569,879)	(4,569,879)
Loss and total comprehensive income for the year	-	-	(897,014)	(897,014)	
New shares issued	-	-	-	-	
31 December 2021	<u>5</u>	<u>4,924,996</u>	<u>(5,486,893)</u>	<u>(561,892)</u>	
Loss and total comprehensive income for the year	-	-	(964,414)	(964,414)	
New shares issued	-	-	-	-	
31 December 2022	<u>5</u>	<u>4,924,996</u>	<u>(6,451,307)</u>	<u>(1,526,306)</u>	

Ground One Limited

ACCOUNTING POLICIES

GENERAL INFORMATION

Ground One Limited ("the Company") is a private company limited by shares incorporated in England. The address of the registered office is disclosed on the company information page.

BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102"), the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime, and under the historical cost convention. The disclosure requirements of Section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The Company's functional and presentational currency is GBP

GOING CONCERN

The Company incurred a net loss in the year totaling £964,414

As a result of the coronavirus (COVID-19) pandemic business travel globally has been significantly impacted. The directors, after careful consideration of the Company's cash flow requirements for a period of 12 months from the signing of these accounts, are confident the Company will be able to pay its liabilities as they fall due for the foreseeable future. Given the associated uncertainty of to what extent global business travel will recover, within this forecast a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern.

The financial statements do not include the adjustments that would result if the company were unable to continue as a going concern.

TURNOVER

Turnover is recognised at the fair value of consideration received or receivable for services in the ordinary course of business. Turnover is shown net of Value Added Tax.

GOVERNMENT GRANTS

Grants are accounted under the accruals model as permitted by FRS 102.

Grants of a revenue nature are recognized in the Statement of Comprehensive Income in the same period as the related expenditure.

EMPLOYEE BENEFITS

The costs of short-term employee benefits are recognised as a liability and an expense.

RETIREMENT BENEFITS

Defined contribution plans

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

Ground One Limited

ACCOUNTING POLICIES

TAXATION

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

FOREIGN CURRENCIES

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken to profit or loss.

INTANGIBLE FIXED ASSETS

Intangible fixed assets are initially recognized at cost and subsequently at cost less accumulated amortisation.

Amortisation is provided at the following annual rates in order to write off each asset over its estimated useful life.

System development - straight line over 5 years

TANGIBLE FIXED ASSETS

Tangible fixed assets are initially recognized at cost and subsequently at cost less accumulated depreciation.

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Computer equipment - straight line over 3 years

OPERATING LEASES

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term.

FINANCIAL INSTRUMENTS

The Company has elected to apply the provisions of Section 11 "Basic Financial Instruments" and Section 12 "Other Financial Instruments Issues" of FRS 102, in full, to all of its financial instruments.

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument, and are offset only when the Company currently has a legally

Ground One Limited

ACCOUNTING POLICIES

enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets

Trade and other debtors

Trade and other debtors (including accrued income) which are receivable within one year and which do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses.

Financial liabilities and equity

Financial instruments are classified as liabilities and equity instruments according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Equity instruments

Financial instruments classified as equity instruments are recorded at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments.

Trade, group and other creditors

Trade, group and other creditors (including accruals) payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being transaction price less any amounts settled.

Borrowings

Borrowings are initially recognised at the transaction price, including transaction costs, and subsequently measured at amortised cost using the effective interest method. Interest expense is recognised on the basis of the effective interest method and is included in interest payable and other similar expenses.

Derecognition of financial assets and liabilities

A financial asset is derecognised only when the contractual rights to cash flows expire or are settled, or substantially all the risks and rewards of ownership are transferred to another party, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party. A financial liability (or part thereof) is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

CRITICAL ACCOUNTING ESTIMATES AND AREAS OF JUDGEMENT

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. The directors do not consider that any significant accounting estimates or judgements have been made that would lead to significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Ground One Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2022

1	EMPLOYEES	2022 £	2021 £
	The average number of persons employed in the reporting period	7	7
2	INTANGIBLE FIXED ASSETS		Software development £
	Cost		
	1 January 2022	2,392,467	
	Additions	128,485	
	31 December 2022	2,520,952	
	Amortisation		
	1 January 2022	933,273	
	Charged in the year	379,238	
	31 December 2022	1,312,511	
	Net book value		
	31 December 2022	1,208,441	
	31 December 2021	1,459,194	
3	TANGIBLE FIXED ASSETS		Computer equipment £
	Cost		
	1 January 2022	38,403	
	Additions	1,845	
	Disposals	-	
	31 December 2022	40,248	
	Depreciation		
	1 January 2022	35,258	
	Charged in the year	3,252	
	Disposals	-	
	31 December 2022	38,510	
	Net book value		
	31 December 2022	1,738	
	31 December 2021	3,145	

Ground One Limited

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2022

4	DEBTORS	2022 £	2021 £
	Trade debtors	63,212	36,513
	Corporate tax repayable	-	-
	Other taxation and social security	20,549	24,902
	Other debtors	50,239	10,902
	Prepayments and accrued income	26,089	14,372
		<u>160,089</u>	<u>86,689</u>
5	CREDITORS: Amounts falling due within one year	2022 £	2021 £
	Bank loans	9,947	12,042
	Trade creditors	213,724	7,678
	Other taxation and social security	27,268	11,003
	Other Creditors	19,496	4,705
	Amounts owed to group undertakings	2,718,729	2,037,119
	Accruals and deferred income	95,426	66,912
		<u>3,084,590</u>	<u>2,139,459</u>
6	CREDITORS: Amounts falling due in more than one year	2022 £	2021 £
	Bank loans	28,185	37,184
		<u>28,185</u>	<u>37,184</u>

In October 2020 the Company took out a £50,000 loan from Barclays Bank under the Bounce Back Loan Scheme. This is a 6 year loan with an annual interest rate of 0% for the first year and 2.5% thereafter.

7	SHARE CAPITAL	2022 £	2021 £
	Allotted, issued and fully paid: 1 ordinary share of £1 each	5	5

Ground One Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2022

8 OPERATING LEASE COMMITMENTS

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2022 £	2021 £
Amounts due:		
Within one year	-	-
Between two and five years	-	-
	-	-

Operating lease payments represent rentals payable by the Company for land and buildings.

9 CONTINGENT LIABILITY

The Company is part of a group VAT election and is therefore jointly and severally liable for the VAT liability of other group companies. The position at 31 December 2022 was a debtor of £9,023 (2021 £24,506). At the time of signing the accounts all VAT payments were up to date.

10 RELATED PARTY TRANSACTIONS

The company has taken advantage of the FRS102 exemption from the disclosure of transactions with its parent company, Travel Assets Group Limited, due to the fact it is a wholly owned subsidiary of the entity.