Registration number: 06671487

# TouchType Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2022

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20/10/2023 **COMPANIES HOUSE** 

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### **Company Information**

Directors

Keith R Dolliver

Benjamin O Orndorff

Company secretary

Reed Smith Corporate Services Limited

Registered office

The Broadgate Tower Third Floor 20 Primrose Street London EC2A 2RS

Auditors

Deloitte LLP Statutory Auditor Abbots House Abbey Street Reading RG1 3BD

### Directors' Report for the Year Ended 31 December 2022

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

#### Principal activity

The principal activity of the company is software development.

#### Dividend

The directors do not approve a dividend for the period and up to the date of this report (2021: £Nil).

#### Fair review of the business

The results for the year are shown on page 9. The company recorded a profit before taxation of £186,050 (2021: profit before taxation of £35,235). Profit has increased primarily due to higher interest receivable from group undertakings due to increased interest rates. The company maintained a strong balance sheet and had net assets at 31 December 2022 of £34,136,281 (2021: £33,982,649). It is the Directors intention of ceasing trading of the business with a plan to wind down its operating activities. Thus, the Financial Statements have been prepared on a basis other than going concern.

#### Going concern

The Company is no longer operating as a going concern due to the largest revenue generating contract ending in the current period and other revenue generating contracts ending in the forthcoming period, therefore there will be no product revenue in future years. The directors have prepared the Annual Report and Financial Statements on a basis other than going concern. For further details see note 2 in the financial statements. Microsoft Corporation will guarantee the solvency of the company and provide it with sufficient financing resources until the business is wound up.

No events occured after the balance sheet date that would impact significantly on the financial statements.

#### Directors' of the company

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

Keith R Dolliver

Benjamin O Orndorff

#### Disclosure of information to the auditors

Each of the persons who is a director at the date of approval of this report confirms that, so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware and the director has taken all the steps that ought to have been taken as director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information. This confirmation is given and should be interpreted in accordance with the provision of the s418 of the Companies Act 2006.

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

Small companies provision statement

In preparing this report, the directors have taken advantage of the small companies exemptions provided by \$415A of the Companies Act 2006. The directors have also taken advantage of the small companies exemption from preparing a strategic report in accordance with \$414B of the Companies Act 2006.

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Approved by the Board on ......and signed on its behalf by:

Benjamin O Orngol Director

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### Statement of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Annual 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 Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- · 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 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.

### Independent Auditor's Report to the Members of TouchType Limited

#### Opinion

In our opinion the financial statements of TouchType Limited (the 'company'):

- 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 including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- · the statement of profit and loss and Other Comprehensive Income;
- · the balance sheet;
- the statement of changes in equity;
- · the related notes 1 to 16.

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).

#### 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 (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.

### Emphasis of matter - Financial statements prepared other than on a going concern basis

We draw attention to note 2 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

### Independent Auditor's Report to the Members of TouchType Limited (continued)

#### 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.

#### Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

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

### Independent Auditor's Report to the Members of TouchType Limited (continued)

Extent to which the audit was considered capable of detecting irregularities, including fraud Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities, including those that are specific to the company's business sector.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, and in-houselegal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

### Independent Auditor's Report to the Members of TouchType Limited (continued)

#### Report on other legal and regulatory requirements

### Opinion on other matter 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 year for which the financial statements are prepared is consistent with the financial statements; and
- · the directors' report has been prepared in accordance with applicable legal requirements.

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 any material misstatements in the directors' report.

#### Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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

We have nothing to report in respect of these matters.

#### 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.

Gavin Waters (Senior Statutory Auditor)
For and on behalf of Deloitte LLP,

Statutory Auditor

Reading

United Kingdom

Date: 18 October 2023

TouchType Limited

Statement of Profit and Loss for the Year Ended 31 December 2022

	Note	2022 £	2021 £
Revenue	,4	49,837	47,053
Cost of sales	-	<u> </u>	<u> </u>
Gross profit		49,837	47,053
Administrative expenses		(32,340)	(39,812)
Operating profit	5	17,497	7,241
Interest receivable and similar income	6 _	168,553	27,994
Profit before taxation	=	186,050	35,235
Tax on profit	9 _	(32,416)	<u>(75)</u>
Profit for the year	=	153,634	35,160

The above results were derived from discontinued operations.

There are no income or expenses other than those shown in the Statement of Profit and Loss above and therefore no Statement of Comprehensive Income is presented.

### (Registration number: 06671487) Balance Sheet as at 31 December 2022

		31 December	31 December
		2022	2021
	Note	£	£
Fixed Assets			
Investments	10	63	63
		63	63
Current assets			
Debtors	11	34,187,393	33,998,473
Creditors: Amounts falling due within one year	12	(51,175)	(15,887)
Net current assets		34,136,218	33,982,586
Net assets		34,136,281	33,982,649
Capital and reserves			
Called up share capital	13	290	290
Share premium account		19,176,399	19,176,400
Profit and loss account		14,959,592	14,805,959
Shareholders funds		34,136,281	33,982,649

Approved by the Board on ...2023.... and signed on its behalf by:

Benjamin O Omdorff Director

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

	Share capital	Share premium	Profit and loss account	Total
	£	£	£	£
At 1 January 2022	290	19,176,399	14,805,958	33,982,647
Profit for the year	-	-	153,634	153,634
Total comprehensive income		••	153,634	153,634
At 31 December 2022	290	19,176,399	14,959,592	34,136,281
	Share capital	Share premium £	Profit and loss account	Total £
At 1 January 2021	290	19,176,400	14,770,799	33,947,489
Profit for the year	•	-	35,160	35,160
Total comprehensive income	-		35,160	35,160

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

#### 1 General information

TouchType Limited ("the Company") is a private company, limited by shares, incorporated in the UK under the Companies Act 2006 and is registered in England and Wales. The registered office address is shown on page 1. The principal activity of the company is software development. The financial statements are presented in pounds sterling, which is the currency of the primary economic environment in which the Company operates. The Company is exempt by virtue of \$401 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group. The group accounts of Microsoft Corporation can be obtained as set out in Note 15.

#### 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.

### **Basis of preparation**

The financial statements have been prepared under the historical cost convention unless otherwise specified in these accounting policies and within accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006. There are no areas of critical judgement or key sources of estimation uncertainty in preparing the financial statements, please refer to note 3.

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 the Republic of Ireland":

- 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 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

The company has taken advantage of the exemption from preparing consolidated financial statements contained in Section 401 of the Companies Act 2006 on the basis that the company and its immediate parent undertaking are wholly owned subsidiaries of an ultimate parent undertaking that is not established under the law of an EEA state which prepares consolidated financial statements.

This information is included in the consolidated financial statements of Microsoft Corporation as at 30 June 2022 and these financial statements may be attained from the Investor Relations Department, Microsoft Corporation, 1 Microsoft Way, Redmond, Washington, 98052-6399, USA.

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

#### 2 Accounting policies (continued)

#### Going concern

The Company is no longer operating as a going concern due to the largest revenue generating contract ending in the current period and other contracts ending in the forthcoming period, therefore there will be no product revenue in future years. The Directors intention is cease the trading of the business and wind down its operating activities. Thus, the annual financial statements have been prepared on a basis other than going concern. All liabilities and assets are presented as current. No adjustments arose as a result of ceasing to apply the going concern basis. Microsoft Corporation will guarantee the solvency of the company and provide it with sufficient financing resources until the business is wound up.

#### Revenue

Revenue includes commission income receivable from both it's parent company and a fellow group subsidiary in Ireland based on a mark-up on eligible costs incurred. Revenue is recognised in the period in which the costs are incurred and once the values are approved by the Microsoft group.

#### Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

#### Foreign currencies

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the initial transaction dates. Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

#### Tax

Current tax is based on taxable profit for the year and is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax or a right to pay less tax at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

#### Investments

Investments in subsidiary undertakings are stated at cost, less any provision for impairment in value. The company performs an impairment analysis on an annual basis.

#### 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.

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

#### 2 Accounting policies (continued)

#### **Financial Instruments**

Financial assets and liabilities are recognised in the Company's balance sheet when the Company becomes party to the contractual provision of the instrument. The receivables and payables are initially recognised at fair value and subsequently at amortised cost less any provision for impairment.

#### Changes in accounting policy

None of the other standards, interpretations and amendments effective for the first time from 1 January 2022 have had a material effect on the financial statements.

#### 3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of Financial Statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies. Given the nature of the company's operations and sources of revenue, the Directors are of the opinion that there are no areas of critical judgement or key sources of estimation uncertainty in preparing the financial statements.

#### 4 Revenue

The analysis of the company's revenue for the year from continuing operations is as follows:

	2022	2021
	£	£
Product revenue	13,258	10,920
Commission within the group	36,579	36,133
	49,837	47,053

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

### 4 Revenue (continued)

The analysis of the company's revenue for the year by geography is as follows:

The analysis of the company's revenue for the year of geography is as it	410 113.	
	2022	2021
	£	£
UK	13,258	10,920
Rest of Europe	5,270	5,230
Rest of world	31,309	30,903
	49,837	47,053
5 Operating profit		
Arrived at after charging		
•	2022	2021
	£	£
Foreign exchange	-	2,471
Auditors remuneration	20,845	20,850
Auditors remuneration relates to the auditing of financial statements		
6 Other interest receivable and similar income		
	2022	2021
	. £	£
Interest receivable from group undertakings	168,553	27,994

### 7 Staff costs

The company had no employees in either the current or preceding year.

### 8 Directors' remuneration

None of the directors received any remuneration in respect of qualifying services as directors of the company in the current year or in the prior year and none of the directors have any employment contracts with the Company.

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

### 9 Taxation

Tax charged/(credited) in the statement of profit and loss

	2022 £	2021 £
Current taxation		
UK corporation tax	32,416	•
UK corporation tax adjustment to prior periods	•	75
	32,416	75

The standard rate of tax applied to reported profit on ordinary activities is 19% (2021 - 19%). In the Finance Bill 2021, the Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 11 March 2021.

	2022 £	2021 £
Profit before tax	186,050	35,235
Corporation tax at standard rate of 19% (2021:19%) (Decrease)/increase from tax losses for which no deferred tax asset was	35,349	6,695
recognised	(3,859)	1,644
Decrease arising from group relief tax reconciliation	•	(3,118)
Deferred tax expense/(credit) relating to changes in tax rates or laws	926	(5,146)
Total tax charge	32,416	75

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

### 10 Investments

TouchType

				£ Group Undertakings
Cost At 1 January 202	2		_	63
At 31 December	2022		=	63
Carrying amoun	it			
At 31 December	2022		=	63
At 31 December	2021		<b>-</b>	63
Details of the sub	sidiaries as at 31 Dece	mber 2022 are as follows:		
Name of subsidiary	Principal activity	Registered office		ion of nip interest ing rights 2021
TouchType Mobile Limited	Sales & Customer Support	The Broadgate Tower Third Floor, 20 Primrose Street, London, EC2A 2RS	100%	100%
TouchType Inc	Dormant	2711 Centerville Road, Suite 400, Wilmington, New Castle County,	100%	100%

Delaware 19808

Suites 406-409, 4/F, Three

100%

100%

Mobile (Hong Pacific Place, 1 Queens' Road Kong) Limited East, Hong Kong

Investments are all held in Ordinary Shares of the Subsidiaries.

Dormant

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

### 11 Debtors

	31 December 2022	31 December 2021
	£	£
Amounts owed by group undertakings	34,181,062	33,985,173
Other debtors	2,748	10,412
Accrued income	3,583	2,888
Total current trade and other debtors	34,187,393	33,998,473

Interest is received on amounts owed by group undertakings using a Reuter's 12-month interest rate. Intercompany debtors are repayable on demand. All amounts are due within one year and unsecured.

### 12 Creditors: amounts falling within one year

	31 December	31 December
	2022	2021
	£	£
Accrued expenses	18,677	15,810
Social security and other taxes	82	77
Income tax liability	32,416	
	51,175	15,887

Interest is paid on amounts owed by group undertakings using a Reuter's 12-month interest rate. Intercompany creditors are repayable on demand. These amounts are unsecured.

### 13 Share capital

### Allotted, called up and fully paid shares

	31 December 2022		31 December 2021	
	No.	£	No.	£
Ordinary shares of £0.00001 each	19,103,004	191.03	19,103,004	191.03
'A' Ordinary shares of £0.00001 each	7,478,200	74.78	7,478,200	74.78
'B' Ordinary shares of £0.00001 each	2,399,060	23.99	2,399,060	23.99
	28,980,264	289.80	28,980,264	289.80

Authorised shares
The authorised share capital of the company was 28,980,264 shares of £0.00001 each (2021: 28,980,264 shares of £0.00001 each).

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

#### 13 Share capital (continued)

#### Rights, preferences and restrictions

Ordinary shares have the following rights, preferences and restrictions:

The shares have attached to them full voting, dividend and capital distribution rights. They do not confer any rights of redemption.

The structure of capital distribution is where 'B' Ordinary share holders receive the first tranche, and 'A' Ordinary share holders receive a second tranche and Ordinary share holders receive a third tranche. Any excess is split equally on a pro-rata basis between all share holders.

#### 14 Related party transactions

As at 31 December 2022 and 31 December 2021, the company was a wholly owned subsidiary of Microsoft Corporation. In accordance with section 33.1A of FRS 102 the company has taken advantage of the exemption available to 100% subsidiaries and not disclosed transactions and balances with other wholly owned entities of Microsoft Corporation.

### 15 Parent and ultimate parent undertaking

The immediate parent company and ultimate parent undertaking of the company, which is also the controlling party, the largest and smallest company preparing group accounts in which the results of the Company are consolidated, is Microsoft Corporation, a company incorporated in the state of Washington in the United States of America. Copies of Microsoft Corporation's annual report are available on written request from the Investor Relations Department, at the registered address Microsoft Corporation, 1 Microsoft Way, Redmond, Washington, 98052-6399, USA.

#### 16 Subsequent Events

No subsequent events have occured since the financial period end that materially impact the financial statements for the financial year ended 31 December 2022.