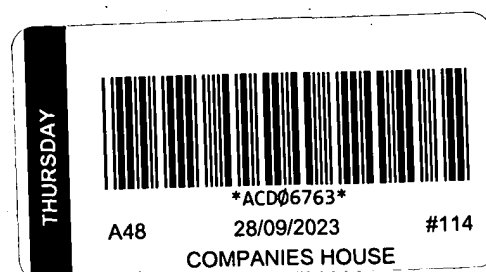


Company Registration No. 07913370 (England and Wales)

**RENTGUARANTOR LIMITED
ANNUAL REPORT AND AUDITED ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022**



RENTGUARANTOR LIMITED
ANNUAL REPORT AND AUDITED ACCOUNTS
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RENTGUARANTOR LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 31 DECEMBER 2022

Directors	Paul Foy Emma Foy Graham Duncan John O'Donoghue
Company Number	07913370 (England and Wales)
Registered Office	Finsgate 5-7 Cranwood Street London EC1V 9EE United Kingdom
Auditors	Jeffreys Henry LLP Finsgate 5-7 Cranwood Street London EC1V 9EE United Kingdom

RENTGUARANTOR LIMITED
DIRECTORS REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022

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

Principal activity

The company provides rent guarantees to tenants and each rent guarantee is backed by insurance.

Directors

The following directors held office during the whole of the period:

Paul Foy
Emma Foy
Graham Duncan
John O'Donoghue

Statement of directors' responsibilities

The directors are responsible for preparing the report and accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law, the directors have elected to prepare the accounts 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 accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts 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 accounts 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.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

Going concern

The directors understand that the parent will continue to provide support to the Company and have confirmed that they have the ability to do so for a period of at least 12 months, based on forecasted cash flows and profits of the Parent company. As such the directors believe that there are adequate resources available to enable the company to meet its liabilities for at least one year from the date the financial statements are signed.

The directors acknowledge that the going concern of the parent entity is dependent on additional funding requirements. Given that the outcome of the additional fund raise cannot be predicted, which may indicate the existence of a material uncertainty, which may cast significant doubt about the parent's ability, and therefore RentGuarantor Limited's ability, to continue as a going concern. The directors confirm that the principal shareholder of RentGuarantor Holdings Plc has provided evidence of liquidity and commitment to support the business going forward. The financial statements do not include the adjustments that would result if the Company was unable to continue as a going concern.

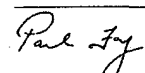
Post reporting date events

There are no post Balance Sheet events to report.

Small company provisions

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

Signed on behalf of the board of directors



Mr Paul Foy

Director

26 September 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF RENTGUARANTOR LIMITED FOR THE YEAR ENDED 31 DECEMBER 2022

Opinion

We have audited the financial statements of Rentguarantor Limited ('the company') for the year ended 31 December 2022 which comprise the Income Statement, the Statement of Financial Position and the notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 the provisions available for small entities, 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.

Material uncertainty related to going concern

We draw your attention to note 3 in these financial statements, which indicates that the company incurred a loss after tax of £764,188 and has net liabilities of £1,447,703 for the year ended 31 December 2022. The net liability primarily relates to an intercompany loan with the Parent. We understand that the parent company will continue to provide support to the Company. It is noted in the parent company 2022 financial statements that the Group has been dependent on previous fund raises and also cash raised through the issue of convertible loan notes. Going forward, the Group intends to raise further funds to continue the expansion of the group. If the fundraise does not occur for any reason, then that may cast significant doubt on the Group and therefore RentGuarantor Limited's ability to continue as a going concern. If the fundraise is unsuccessful, the Group details in their financial statements the potential mitigating actions which can be taken to safeguard the Group's cash position. These include working capital controls and reductions in discretionary spending. These events or conditions, along with the other matters as set forth above, indicate that a material uncertainty exists that may cast significant doubt on Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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. Our evaluation of the directors' assessment of the entity's ability to continue to adopt the going concern basis of accounting included a detailed assessment of the Parent company's ability to provide support by reviewing future forecasts and assessing the assumptions utilised by management in preparing the forecast along with a review of the cash held at year end up to the date of signing this report. These assumptions were further assessed along with those used in the prior year to determine reasonability.

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF RENTGUARANTOR LIMITED FOR THE YEAR ENDED 31 DECEMBER 2022

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial 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.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 4, 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.

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.

The extent to which the audit was considered capable of detecting irregularities including fraud

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the senior statutory auditor ensured the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations.
- we identified the laws and regulations applicable to the company through discussions with directors and other management.
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including taxation legislation, data protection, anti-bribery, employment, environmental, health and safety legislation and anti-money laundering regulations.

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF RENTGUARANTOR LIMITED
FOR THE YEAR ENDED 31 DECEMBER 2022**

- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence.
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit; and
- we assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:
 - making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
 - considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 3 of the financial statements were indicative of potential bias;
- investigated the rationale behind significant or unusual transactions; and
- in response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:
 - agreeing financial statement disclosures to underlying supporting documentation;
 - reading the minutes of meetings of those charged with governance;
 - enquiring of management as to actual and potential litigation and claims; and
 - reviewing correspondence with HMRC and the company's legal advisors.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of noncompliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

Use of this 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.

Jeffreys Henry LLP

Jan Charlesworth (Senior Statutory Auditor)
For and on behalf of Jeffreys Henry LLP Chartered Accountants, Statutory Auditor
Finsgate
5-7 Cranwood Street
London EC1V 9EE
26 September 2023

RENTGUARANTOR LIMITED
INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022

	Year ended 31-Dec 2022 £	Year ended 31-Dec 2021 Restated £
Continuing operations		
Revenue	414,078	241,033
Direct costs	(436,281)	(280,588)
Gross loss	<u>(22,203)</u>	<u>(39,555)</u>
Administrative expenses	(715,541)	(249,835)
Operating loss	<u>(737,744)</u>	<u>(289,390)</u>
Finance costs	(26,444)	(8,243)
Loss on ordinary activities before taxation	<u>(764,188)</u>	<u>(297,633)</u>
Income tax expense		
Loss for the year	<u><u>(764,188)</u></u>	<u><u>(297,633)</u></u>

RENTGUARANTOR LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

		2022	2021
Assets	Notes		Restated
Non-current assets		£	£
Intangible assets		6,417	-
Tangible assets		2,955	-
		<u>9,372</u>	<u>-</u>
Current assets			
Cash at bank and in hand		67,306	13,783
Trade, other debtors and prepayments	4	3,129	386
		<u>70,435</u>	<u>14,169</u>
Total assets		<u>79,807</u>	<u>14,169</u>
Creditors: amounts falling due within one year	5	(146,316)	(64,320)
Net current liabilities		<u>(66,509)</u>	<u>(50,151)</u>
Total assets less current liabilities		(66,509)	(50,151)
Creditors: amounts falling due after one year	6	(1,381,194)	(633,364)
Net liabilities		<u>(1,447,703)</u>	<u>(683,515)</u>
Capital and reserves			
Called up share capital		500	500
Profit and loss account		(1,448,203)	(684,015)
Shareholders' funds		<u>(1,447,703)</u>	<u>(683,515)</u>

The directors acknowledge their responsibilities for complying with the requirements of the Companies 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 and in accordance with the provisions of FRS 102 Section 1A - Small Entities.

Approved by the Board on 26 September 2023.


Mr Paul Foy
 Director

Company Registration No. 07913370

RENTGUARANTOR LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2022

1 Statutory information

RentGuarantor Limited is a private company, limited by shares, registered in England and Wales, registration number 07913370. The registered office is Finsgate, 5-7 Cranwood Street, London, EC1V 9EE, United Kingdom.

2 Compliance with accounting standards

The accounts have been prepared in accordance with the provisions of FRS 102 Section 1A Small Entities. There were no material departures from that standard.

3 Accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year, and also have been consistently applied within the same accounts.

Basis of preparation

The accounts have been prepared under the historical cost convention.

Presentation currency

The accounts are presented in £ sterling.

Going concern

The company incurred a loss after tax of £764,188 and had net liabilities of £1,447,703 for the year ended 31 December 2022. The net liability primarily relates to an intercompany loan with the Parent. The directors understand that the parent will continue to provide support to the Company and have confirmed that they have the ability to do so for a period of at least 12 months, based on forecasted cash flows and profits of the Parent company. As such the directors believe that there are adequate resources available to enable the company to meet its liabilities for at least one year from the date the financial statements are signed.

The directors acknowledge that the going concern of the parent entity is dependent on additional funding requirements. Given that the outcome of the additional fund raise cannot be predicted, which may indicate the existence of a material uncertainty, which may cast significant doubt about the parent's ability, and therefore RentGuarantor Limited's ability, to continue as a going concern. The directors confirm that the principal shareholder of RentGuarantor Holdings Plc has provided evidence of liquidity and commitment to support the business going forward. The financial statements do not include the adjustments that would result if the Company was unable to continue as a going concern.

Revenue

Revenue represents the value of goods and services supplied in the provision of the Company's online platform offering long term property rental services. The entity's main source of revenue derives from rental guarantor contracts whereby the entity acts as a guarantor for tenants willing to apply for a rental contract. For contracts on which revenue exceeds fees rendered, the excess is included as amounts recoverable on contract within other receivables. For contracts on which fees rendered exceeds revenue, the excess is included as deferred income within other payables. Revenue is recognised over the course of the contracts, in line with when the performance obligations are satisfied. Invoices are payable prior to services being rendered.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts.

Share capital

Ordinary shares are classified as equity.

Creditors

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less.

Income tax expense

Current income tax which is payable on taxable profits is recognised as an expense in the year in which the profits arise.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither

RENTGUARANTOR LIMITED
NOTES TO THE ACCOUNTS
(Continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Critical accounting estimates and judgements

In recognising income tax assets and liabilities, management makes estimates of the likely outcomes of decisions by tax authorities on transactions and events whose treatment for tax purposes is uncertain. Where the final outcome of such matters is different, or expected to be different, from previous assessments made by management, a change to the carrying value of income tax assets and liabilities will be recorded in the year in which such a determination is made. In recognising deferred tax assets and liabilities management also makes judgements about the likely future taxable profits

4 Current assets: Trade, other debtors and prepayments	2022	2021
	£	£
Trade debtors	-	386
Prepayments	2,500	-
Other debtors	629	-
	<u>3,129</u>	<u>386</u>
5 Creditors: amounts falling due within one year	2022	2021
	£	£
Trade creditors	103,430	46,154
Other taxation and social security	16,247	-
Other creditors	1,405	9,400
Accruals	25,234	8,766
	<u>146,316</u>	<u>64,320</u>
6 Creditors: amounts falling due after one year	2022	2021
		Restated
	£	£
Amounts owed to group undertakings and other participating interests	<u>1,381,194</u>	<u>633,364</u>

7 Average number of employees

During the year the average number of employees was 4 (2021: 0).

RENTGUARANTOR LIMITED
NOTES TO THE ACCOUNTS
(Continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

8 Prior period restatement

It was identified that the regular charges levied by sister company Ezylet Ltd were specifically related to sales activity, i.e. number of applications and claims processed. It was therefore decided that the costs charged to Rentguarantor Limited should be more appropriately classified as cost of sales as opposed to administration costs. The impact on the comparative numbers by reclassifying these as cost of sales from administration costs can be seen as follows:

Current assets: Trade, other debtors and prepayments	2021 As originally published £	Movement £	2021 Restated £
Direct costs	71,568	209,020	280,588
Administrative expenses	458,855	-209,020	249,835
	<u>530,423</u>	<u>-</u>	<u>530,423</u>

During the preparation of the Financial Statements for 2022 it was identified that amounts owed to another group undertaking had been overstated in prior years and this error had been carried forward in subsequent reports. The restatement for year-end 2021 corrects the situation.

Creditors: amounts falling due after one year	2021 As originally published £	Movement £	2021 Restated £
Amounts owed to group undertakings and other participating interests	665,732	-32,368	633,364
Retained earnings	716,383	-32,368	684,015

9 Parent undertaking

Rentguarantor Holdings Plc prepares consolidated financial statements which include the results of the company. The registered address of Rentguarantor Holdings Plc is Finsgate, 5-7 Cranwood Street, London, EC1V 9EE.

Ezylet Ltd is also wholly owned subsidiary of Rentguarantor Holdings Plc and provides various services Rentguarantor Limited including IT support, database maintenance, application management and marketing services. In 2022 the value of these transactions was £891,375 (2021: £395,847).

10 Events after the reporting date

There were no material post balance sheet events which have a bearing on the understanding of the financial statements.