

Company Registration No. 08367428 (England and Wales)

EEBRIA LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020
PAGES FOR FILING WITH REGISTRAR

EEBRIA LIMITED

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EEBRIA LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2020

	Notes	2020 £	£	2019 £	£
Fixed assets					
Tangible assets	3		3,991		4,350
Investments	4		1		1
			<u>3,992</u>		<u>4,351</u>
Current assets					
Stocks		4,594		5,000	
Debtors	6	402,494		242,073	
Cash at bank and in hand		178,931		135,930	
		<u>586,019</u>		<u>383,003</u>	
Creditors: amounts falling due within one year	7	<u>(283,957)</u>		<u>(453,099)</u>	
Net current assets/(liabilities)			<u>302,062</u>		<u>(70,096)</u>
Total assets less current liabilities			<u>306,054</u>		<u>(65,745)</u>
Creditors: amounts falling due after more than one year	8		<u>(70,276)</u>		<u>(25,000)</u>
Net assets/(liabilities)			<u><u>235,778</u></u>		<u><u>(90,745)</u></u>
Capital and reserves					
Called up share capital	9		1,166		1,115
Share premium account			1,602,949		1,372,055
Equity reserve	10		405,000		229,445
Profit and loss reserves			<u>(1,773,337)</u>		<u>(1,693,360)</u>
Total equity			<u><u>235,778</u></u>		<u><u>(90,745)</u></u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2020 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

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

EEBRIA LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2020

The financial statements were approved by the board of directors and authorised for issue on 11 February 2021 and are signed on its behalf by:

R S Jackson

Director

Company Registration No. 08367428

EEBRIA LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2020

	Notes	Share capital £	Share premium account £	Equity reserves £	Profit and loss reserves £	Total £
Balance at 1 January 2019		1,115	1,372,055	-	(1,296,418)	76,752
Year ended 31 December 2019:						
Loss and total comprehensive income for the year		-	-	-	(396,942)	(396,942)
Issue of advance subscriptions		-	-	229,445	-	229,445
Balance at 31 December 2019		1,115	1,372,055	229,445	(1,693,360)	(90,745)
Year ended 31 December 2020:						
Loss and total comprehensive income for the year		-	-	-	(79,977)	(79,977)
Issue of share capital	9	51	230,894	(229,445)	-	1,500
Issue of advance subscriptions		-	-	405,000	-	405,000
Balance at 31 December 2020		1,166	1,602,949	405,000	(1,773,337)	235,778

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

Company information

Eebria Limited is a private company limited by shares incorporated in England and Wales. The registered office is 15 Almond Road, London, SE16 3LR.

1.1 Accounting convention

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") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. 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 financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

1.2 Turnover

Each revenue stream is considered by management with regards to achieving the best commercial, legal and reporting transparency for the transaction in question:

EeBriaTrade Platform

The proceeds from any sale via the eebriatrade.com marketplace is appropriately divided up into the constituent elements:

- Shipping income is recognised at the point of sale and at the full value charged to the customer or seller when the transaction is placed on the website.
- The element of the sale which is brokered by the platform for the product itself, which is sent from the seller directly to the customer, is accounted for on an agency basis. Only the fee charged to the seller and retained from the sale is recognised as revenue in the accounts. The remainder of the income from the transaction is recognised as a liability payable to the seller at the point at which the transaction is placed on the platform.
- Sale of internationally imported products are recognised at the full principal value of the sale at the point the order is committed at checkout, the costs of the import and goods are reflected in Cost of Sales.
- Any other charges applied to sellers for use of the platform are accounted for at the full value of the benefit to EeBria at the point of the charge being applied to the seller's account.

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

EeBria.com Platform

Until September 2019, revenue recognition was similar to that of the wholesale platform with shipping income, and fee income from brokered transactions recognised as revenue and a liability created and paid for the element of the sale that we organised on behalf of the seller. From September 2019 the eebria.com website was repurposed to a standard online shop model, with orders fulfilled from our own site and our purchased stock. Therefore all revenue going forward on the platform will be on a principal basis and recognised at the point the order is placed. Gift Vouchers sold on the platform are not recognised as revenue until they are used in a transaction on the website or they pass their expiration date.

Other Income

Income such as revenue from the EeeBria Taproom is recognised on a principal basis, in full after sales taxes and on the date of the purchase.

1.3 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold improvements	3 - 4 years straight line
Fixtures and fittings	3 - 4 years straight line
Computers	3 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.5 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

1.6 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets. When applicable, bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified 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.

Basic financial liabilities

Basic financial liabilities, including creditors and bank loans, 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 payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.13 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.14 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.15 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2020 Number	2019 Number
Total	19	19

3 Tangible fixed assets

	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 January 2020	11,064	15,363	26,427
Additions	2,002	1,263	3,265
At 31 December 2020	13,066	16,626	29,692
Depreciation and impairment			
At 1 January 2020	10,451	11,626	22,077
Depreciation charged in the year	942	2,682	3,624
At 31 December 2020	11,393	14,308	25,701
Carrying amount			
At 31 December 2020	1,673	2,318	3,991
At 31 December 2019	613	3,737	4,350

4 Fixed asset investments

	2020 £	2019 £
Shares in group undertakings	1	1

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

4 Fixed asset investments (Continued)

Movements in fixed asset investments

Shares in group undertakings

	£
Cost or valuation	
At 1 January 2020 & 31 December 2020	1
Carrying amount	
At 31 December 2020	1
At 31 December 2019	1

5 Subsidiaries

Details of the company's subsidiaries at 31 December 2020 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
EeBria Europe Holdings Limited	15 Almond Road, London, England, SE16 3LR	Ordinary shares	100.00

6 Debtors

	2020 £	2019 £
Amounts falling due within one year:		
Trade debtors	46,380	136,179
Corporation tax recoverable	48,265	63,778
Other debtors	307,849	42,116
	<u>402,494</u>	<u>242,073</u>

7 Creditors: amounts falling due within one year

	2020 £	2019 £
Bank loans	4,724	-
Trade creditors	173,468	270,330
Taxation and social security	59,217	29,550
Other creditors	46,548	153,219
	<u>283,957</u>	<u>453,099</u>

EEBRIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

8 Creditors: amounts falling due after more than one year

	2020 £	2019 £
Bank loans	45,276	-
Other creditors	25,000	25,000
	<u>70,276</u>	<u>25,000</u>

The bank loan is a bounce back loan that is 100% backed by the government. The amount is repayable by monthly instalments within 6 years and has a 2.5% interest rate.

At the balance sheet date, £25,000 included in other creditors was due to D Jackson, a director of the company. The director has elected to waive any interest due on the loan balance for the year ended 31 December 2020, the loan is not repayable within 12 months of these accounts.

9 Called up share capital

	2020 Number	2019 Number	2020 £	2019 £
Ordinary share capital Issued and fully paid				
Ordinary A shares of 0.001p each	113,474,724	108,416,610	1,135	1,084
Investment B shares of 0.001p each	3,075,582	3,075,582	31	31
	<u>116,550,306</u>	<u>111,492,192</u>	<u>1,166</u>	<u>1,115</u>

During the year, 5,058,114 Ordinary A shares were allotted with a nominal value of £0.00001 each, total consideration was £230,945.

10 Equity reserve

During the year £405,000 was received in advance for share subscription which will be issued post year end. The balance must be settled by way of share issue within 12 months of the agreement. The Company has recognised the corresponding increase in equity to the extent consideration is received. At the date of signing the balance sheet, the event to convert to shares had not yet taken place.

11 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2020 £	2019 £
Within 1 - 5 years	<u>4,780</u>	<u>4,780</u>

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.