

Hambro Perks Ltd

Financial Statements

Year Ended

31 December 2017

Company Number 08760647

THURSDAY



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27/09/2018 #57
COMPANIES HOUSE

Hambro Perks Ltd
Registered number: 08760647

Consolidated statement of financial position
As at 31 December 2017

	Note	2017 £	2016 £
Fixed assets			
Intangible assets	5	10,000	-
Tangible assets	6	245,322	64,264
Investments	7	14,272,304	4,369,468
		<u>14,527,626</u>	<u>4,433,732</u>
Current assets			
Debtors	8	2,249,253	1,230,492
Current asset investments		3,000,000	-
Cash at bank and in hand		6,875,120	1,480,576
		<u>12,124,373</u>	<u>2,711,068</u>
Creditors: amounts falling due within one year	10	(1,178,161)	(580,778)
Net current assets		<u>10,946,212</u>	<u>2,130,290</u>
Total assets less current liabilities		<u>25,473,838</u>	<u>6,564,022</u>
Provisions for liabilities			
Deferred taxation	12	(286,129)	-
Net assets		<u>25,187,709</u>	<u>6,564,022</u>
Capital and reserves			
Share capital	13	26,199	12,242
Share premium account	14	24,264,616	6,250,064
Retained earnings	14	485,239	301,716
Equity attributable to owners of the parent company		<u>24,776,054</u>	<u>6,564,022</u>
Non-controlling interests		411,655	-
Shareholders' funds		<u>25,187,709</u>	<u>6,564,022</u>

The financial statements 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.

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

The company has opted not to file the consolidated statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

Hambro Perks Ltd
Registered number: 08760647

Consolidated statement of financial position (continued)
As at 31 December 2017

The auditors' report on the financial statements for the year ended 31 December 2017 was unqualified.

The audit report was signed on by Adri Loubser (senior statutory auditor) on behalf of PricewaterhouseCoopers LLP.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



R Hambro
Director

Date: 27.9.18

The notes on pages 8 to 36 form part of these financial statements.

Hambro Perks Ltd
Registered number: 08760647

Company statement of financial position
As at 31 December 2017

	Note	2017 £	2016 £
Fixed assets			
Investments	7	13,930,149	4,192,404
Current assets			
Debtors	8	4,642,010	1,256,121
Current asset investments		3,000,000	-
Cash at bank and in hand		6,234,697	1,450,183
		<u>13,876,707</u>	<u>2,706,304</u>
Creditors: amounts falling due within one year	10	(394,677)	(77,124)
Net current assets		<u>13,482,030</u>	<u>2,629,180</u>
Total assets less current liabilities		<u>27,412,179</u>	<u>6,821,584</u>
Deferred taxation	12	(427,385)	-
		<u>(427,385)</u>	<u>-</u>
Net assets		<u><u>26,984,794</u></u>	<u><u>6,821,584</u></u>
Capital and reserves			
Share capital	13	26,199	12,242
Share premium account	14	24,264,616	6,250,064
Retained earnings		2,693,979	559,278
Shareholders' funds		<u><u>26,984,794</u></u>	<u><u>6,821,584</u></u>

The company's financial statements 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.

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own statement of comprehensive income in these financial statements. The profit after tax of the parent company for the year/period was £1,940,891 (2016 - £473,698).

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

Hambro Perks Ltd
Registered number: 08760647

Company statement of financial position (continued)
As at 31 December 2017

The company has opted not to file the consolidated statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The auditors' report on the financial statements for the year ended 31 December 2017 was unqualified.

The audit report was signed on by Adri Loubser (senior statutory auditor) on behalf of PricewaterhouseCoopers LLP.

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R Hambro
Director

Date: 27.9.18.

The notes on pages 8 to 36 form part of these financial statements.

Hambro Perks Ltd

Consolidated statement of changes in equity For the year ended 31 December 2017

	Share capital £	Share premium account £	Retained earnings £	Equity attributable to owners of parent company £	Non- controlling interests £	Total equity £
At 1 January 2017	12,242	6,250,064	301,716	6,564,022	-	6,564,022
Comprehensive loss for the year						
Loss for the year	-	-	(310,819)	(310,819)	(314,861)	(625,680)
Total comprehensive loss for the year	-	-	(310,819)	(310,819)	(314,861)	(625,680)
Shares issued during the year	13,957	18,075,021	-	18,088,978	-	18,088,978
Share issue costs	-	(60,469)	-	(60,469)	-	(60,469)
Share based payment	-	-	193,810	193,810	-	193,810
Investment by non-controlling interest	-	-	300,532	300,532	726,516	1,027,048
At 31 December 2017	26,199	24,264,616	485,239	24,776,054	411,655	25,187,709

The notes on pages 8 to 36 form part of these financial statements.

Hambro Perks Ltd

Consolidated statement of changes in equity For the period ended 31 December 2016

	Share capital £	Share premium account £	Retained earnings £	Total equity £
At 1 December 2015	5,000	-	85,580	90,580
Comprehensive income for the period				
Profit for the period	-	-	216,136	216,136
Total comprehensive income for the period	-	-	216,136	216,136
Shares issued during the period	7,242	6,250,064	-	6,257,306
At 31 December 2016	12,242	6,250,064	301,716	6,564,022

The notes on pages 8 to 36 form part of these financial statements.

Hambro Perks Ltd

Company statement of changes in equity For the year ended 31 December 2017

	Share capital £	Share premium account £	Retained earnings £	Total equity £
At 1 January 2017	12,242	6,250,064	559,278	6,821,584
Comprehensive income for the year				
Profit for the year	-	-	1,940,891	1,940,891
Total comprehensive income for the year	-	-	1,940,891	1,940,891
Shares issued during the year	13,957	18,075,021	-	18,088,978
Shares issue costs	-	(60,469)	-	(60,469)
Share based payment	-	-	193,810	193,810
At 31 December 2017	26,199	24,264,616	2,693,979	26,984,794

Company statement of changes in equity For the period ended 31 December 2016

	Share capital £	Share premium account £	Retained earnings £	Total equity £
At 1 December 2015	5,000	-	85,580	90,580
Comprehensive income for the period				
Profit for the period	-	-	473,698	473,698
Total comprehensive income for the period	-	-	473,698	473,698
Shares issued during the period	7,242	6,250,064	-	6,257,306
At 31 December 2016	12,242	6,250,064	559,278	6,821,584

The notes on pages 8 to 36 form part of these financial statements.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

1. General information

Hambro Perks Ltd (the "Company") is a private company limited by shares and is incorporated in the United Kingdom. The address of its registered office is 8 Greencoat Place, London, England, SW1P 1PL. The nature of the company's operations and principal activity are set out in the directors' report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared on a going concern basis, under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 22.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires group management to exercise judgement in applying the group's accounting policies (see note 3).

Parent company disclosure exemptions

In preparing the financial statements of the parent company, advantage has been taken of the following disclosure exemptions available in FRS 102:

- No statement of cash flows has been presented for the parent company;
- Disclosures in respect of the parent company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole; and
- No disclosures have been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is included in the totals for the group as a whole.

The following principal accounting policies have been applied consistently throughout the year:

2.2 Basis of consolidation

The consolidated financial statements present the results of the company and its subsidiaries ("the group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own statement of comprehensive income in these financial statements. The profit after tax of the parent company for the year/period was £1,940,891 (2016 - £473,698).

The financial statements do not include a consolidated cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Section 1A of Financial Reporting Standard 102.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.3 Investments

Investments in subsidiaries

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in associates

An entity is treated as an associated undertaking where the group exercises significant influence in that it has the power to participate in the operating and financial policy decisions.

In the company financial statements, investments in associates are carried at cost less accumulated impairment.

In the consolidated financial statements, interests in associated undertakings are accounted for using the equity method of accounting, except where they are held as part of an investment portfolio where the value of the investment to the company is through fair value as part of a basket of investments rather than as a media through which the company carries out business.

Under the equity method, an equity investment is initially recognised at the transaction price (including transaction costs) and is subsequently adjusted to reflect the investor's share of the profit or loss, other comprehensive income and equity of the associate. The consolidated statement of comprehensive income includes the group's share of the operating results, interest, pre-tax results and attributable taxation of such undertakings applying accounting policies consistent with those of the group. In the consolidated statement of financial position, the interests in associated undertakings are shown as the group's share of the identifiable net assets, including any unamortised premium paid on acquisition.

Any premium on acquisition is dealt with in accordance with the goodwill policy.

Where investments in associated undertakings are held as part of an investment portfolio, the equity method of accounting is not applied. Instead, where market value can be reliably measured, the investments are remeasured to market value at each reporting date. Gains and losses on remeasurement are recognised in the consolidated statement of comprehensive income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

During the periods ended 31 December 2016 and 31 December 2017, the directors consider that all of the group's investments in associates are held as part of an investment portfolio.

Other fixed asset investments

Investments in unlisted company shares, whose market value can be reliably determined, are remeasured to market value at each reporting date. Gains and losses on remeasurement are recognised in the consolidated statement of comprehensive income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.4 Going concern

The financial statements have been prepared on a going concern basis, which assumes that the group and company continue in operational existence for a period of at least 12 months from the date the statement of financial position is signed.

During 2018 the group has been raising additional funding, and the directors have reviewed the forecast for the group for a period beyond one year from the date of approval of these financial statements. From this review the directors believe that there will be sufficient cash reserves to meet daily obligations throughout this period.

Based on this review the directors have concluded that the group and company will have sufficient cash reserves to meet daily obligations and external liabilities as they fall due and that the going concern basis of preparation is therefore appropriate.

2.5 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the group and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.6 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the fair value of the group's share of the identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the consolidated statement of comprehensive income over its useful economic life.

Other intangible assets

All other intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is provided on the following bases:

Website development	-	33 % straight line
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Amortisation only begins to be charged once asset is ready for use. No amortisation charge arose during the year ended 31 December 2017 as the asset is not yet ready for use.

2.7 Tangible assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold improvements	-	67% straight line
Fixtures and fittings	-	25% straight line
Office equipment	-	33% straight line
Computer equipment	-	33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the consolidated statement of comprehensive income.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.8 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.9 Debtors

Short term debtors are measured at transaction price, less any impairment.

2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.11 Financial instruments

The group enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, cash at bank, loans to and from related parties and accrued expenses.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other debtors and creditors, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the consolidated statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the group would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is an 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.

Derivatives, including put and call options to sell or buy shares in unlisted investments, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

2.12 Creditors

Short term creditors are measured at the transaction price.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.13 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated statement of comprehensive income, within administrative expenses.

2.14 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to the consolidated statement of comprehensive income over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each statement of financial position date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the group keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to consolidated statement of comprehensive income over the remaining vesting period.

Where equity instruments are granted to persons other than employees, the consolidated statement of comprehensive income is charged with fair value of goods and services received.

2.15 Operating leases

Rentals paid under operating leases are charged to the consolidated statement of comprehensive income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

2. Accounting policies (continued)

2.16 Pensions

Defined contribution pension plan

The group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. Once the contributions have been paid the group has no further payment obligations.

The contributions are recognised as an expense in the consolidated statement of comprehensive income when they fall due. Amounts not paid are shown as a liability in the statement of financial position. The assets of the plan are held separately from the group in independently administered funds.

2.17 Interest income

Interest income is recognised in the consolidated statement of comprehensive income using the effective interest method.

2.18 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the consolidated statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company and the group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have had to make the following judgements:

- Determine whether leases entered into by the group either as a lessor or a lessee are operating or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis.
- Determine whether there are indicators of impairment of the group's tangible and intangible assets, including goodwill. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.
- Provision for impairment of the carrying value of trade debtors and loans due from related parties is made based on management's estimate of the prospect of recovering the amounts due, which includes considering the solvency of the counterparty and its future outlook.

Other key sources of estimation uncertainty

- **Tangible fixed assets (see note 6)**
Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.
- **Investments (see note 7)**
The most critical estimates, assumptions and judgements relate to the determination of carrying value of investments at fair value through profit and loss. The group follows the International Private Equity and Venture Capital Valuation Guidelines, applying the overriding concept that fair value is the amount for which an asset can be exchanged between knowledgeable willing parties in an arm's length transaction. The nature, facts and circumstances of the investment drives the valuation methodology.
- The group calculates the cost of certain share-based payments by reference to the fair value of the equity instruments granted. The fair value of the instruments granted is subject to management estimate and any changes to these estimates may have a significant effect on the share-based payment charge to the income statement

4. Employees

The average monthly number of group employees, including the directors, during the year was 34 (2016 - 41).

The average monthly number of company employees, including the directors, during the year was 1 (2016 - 17).

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

5. Intangible assets

Group

	Website development £	Goodwill £	Total £
Cost			
At 1 January 2017	-	-	-
Additions	10,000	-	10,000
On acquisition of subsidiaries (note 17)	-	9,559	9,559
At 31 December 2017	10,000	9,559	19,559
Accumulated amortisation			
At 1 January 2017	-	-	-
Impairment charge	-	9,559	9,559
At 31 December 2017	-	9,559	9,559
Net book value			
At 31 December 2017	10,000	-	10,000
At 31 December 2016	-	-	-

The company held no intangible fixed assets at the current year or prior period end.

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Notes to the financial statements For the year ended 31 December 2017

6. Tangible assets

Group

	Leasehold property improvements £	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
Cost or valuation					
At 1 January 2017	39,269	22,647	2,601	24,387	88,904
Additions	140,546	105,673	-	24,917	271,136
Disposals	(822)	(3,065)	-	(3,660)	(7,547)
At 31 December 2017	178,993	125,255	2,601	45,644	352,493
Accumulated depreciation					
At 1 January 2017	6,295	9,231	495	8,619	24,640
Charge for the year	53,028	22,201	766	8,564	84,559
Disposals	(123)	(498)	-	(1,407)	(2,028)
At 31 December 2017	59,200	30,934	1,261	15,776	107,171
Net book value					
At 31 December 2017	119,793	94,321	1,340	29,868	245,322
At 31 December 2016	32,974	13,416	2,106	15,768	64,264

The company held no tangible fixed assets at the current year or prior period end.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

7. Investments

Group

	Investments in associates £	Unlisted investments £	Total £
Cost or valuation			
At 1 January 2017	420,000	3,949,468	4,369,468
Additions	400,303	5,928,397	6,328,700
Disposals	(175)	-	(175)
Revaluations	40,510	3,533,801	3,574,311
At 31 December 2017	860,638	13,411,666	14,272,304
Net book value			
At 31 December 2017	860,638	13,411,666	14,272,304
At 31 December 2016	420,000	3,949,468	4,369,468

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

7. Investments (continued)

Company

	Investments in subsidiary companies £	Investments in associates £	Unlisted investments £	Total £
Cost or valuation				
At 1 January 2017	38,258	254,678	3,949,468	4,242,404
Additions	589,395	314,731	5,726,147	6,630,273
Disposals	(400)	(62,882)	(50,000)	(113,282)
Revaluations	-	-	3,388,226	3,388,226
At 31 December 2017	627,253	506,527	13,013,841	14,147,621
Impairment				
At 1 January 2017	-	50,000	-	50,000
Charge for the period	-	167,472	-	167,472
At 31 December 2017	-	217,472	-	217,472
Net book value				
At 31 December 2017	627,253	289,055	13,013,841	13,930,149
At 31 December 2016	38,258	204,678	3,949,468	4,192,404

Details of the principal subsidiaries and associates can be found under note number 21.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

8. Debtors

	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
Due after more than one year				
Other debtors	107,453	107,453	-	-
	<u>107,453</u>	<u>107,453</u>	<u>-</u>	<u>-</u>
Due within one year				
Trade debtors	595,514	421,367	9,849	4,200
Amounts owed by group undertakings	-	-	3,380,264	626,159
Other debtors	726,124	453,985	661,879	436,068
Prepayments and accrued income	230,144	229,078	-	171,085
Call options on unlisted investments	590,018	18,609	590,018	18,609
	<u>2,249,253</u>	<u>1,230,492</u>	<u>4,642,010</u>	<u>1,256,121</u>

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

9. Current asset investments

	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
Fixed term deposit	3,000,000	-	3,000,000	-
	<u>3,000,000</u>	<u>-</u>	<u>3,000,000</u>	<u>-</u>

10. Creditors: Amounts falling due within one year

	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
Trade creditors	220,568	79,077	67,247	17,766
Amounts owed to group undertakings	-	-	80,000	-
Corporation tax	152	-	-	-
Other taxation and social security	255,911	74,248	1,686	5,517
Other creditors	181,559	33,130	59,112	-
Accruals and deferred income	437,801	394,323	104,462	53,841
Put options on unlisted investments	82,170	-	82,170	-
	<u>1,178,161</u>	<u>580,778</u>	<u>394,677</u>	<u>77,124</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

11. Financial instruments

	Group 2017 £	Group 2016 £
Financial assets		
Financial assets measured at fair value through profit or loss	14,862,322	4,388,077
Financial assets that are debt instruments measured at amortised cost	11,351,375	2,459,828
	<u>26,213,697</u>	<u>6,847,905</u>
Financial liabilities		
Financial liabilities measured at amortised cost	(741,189)	(383,807)
Financial liabilities measured at fair value through profit or loss	(82,170)	-
	<u>(823,359)</u>	<u>(383,807)</u>

Financial assets measured at fair value through profit or loss comprise holdings in unlisted investments and call options over unlisted investments.

Financial assets that are debt instruments, measured at amortised cost comprise trade and other debtors, cash at bank and accrued income.

Financial liabilities measured at amortised cost comprise trade and other creditors and accrued expenses.

Financial liabilities measured at fair value through profit or loss comprise put options held over unlisted investments held by the group.

12. Deferred taxation

Group

	Year ended 31 December 2017 £	13 months ended 31 December 2016 £
At beginning of year/period	-	993
Credited/(charged) to income statement	(286,080)	(993)
Arising on business combinations (note 13)	(49)	-
At end of year/period	<u>(286,129)</u>	<u>-</u>

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

12. Deferred taxation (continued)

Company

	Year ended 31 December 2017 £ £	13 months ended 31 December 2016 £ £
At beginning of year/period	-	993
Credited to income statement	(427,385)	2,579
Arising on transfer of business	-	(3,572)
At end of year/period	(427,385)	-

	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
Accelerated capital allowances	-	2,783	-	-
Tax losses	443,617	(29,421)	214,149	(27,265)
Short term timing differences – Trading	28,839	(721)	600	(94)
Deferred tax not provided	-	27,359	-	27,359
Fixed asset timing differences	(671,428)	-	(642,134)	-
Deferred tax on investments	(87,157)	-	-	-
	(286,129)	-	(427,385)	-

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

13. Share capital

	2017 £	2016 £
Shares classified as equity		
Allotted, called up and fully paid		
748,482 (2016 - 714,000) A ordinary shares of £0.0001 each	75	71
1,792,666 B ordinary shares of £0.00001 each	18	18
19,616,239 (2016 - 7,153,021) C ordinary shares of £0.001 each	19,616	7,153
5,000,000 Founder shares of £0.001 each	5,000	5,000
1,489,524 G shares of £0.001 each	1,490	-
	<u>26,199</u>	<u>12,242</u>

On 21 July 2017, the company issued 1,489,524 G shares of £0.001 each for total consideration of £1,490, under the terms of the Hambro Perks Growth Share Plan.

On 25 August 2017, the company issued 7,112,048 C ordinary shares of £0.001 each and 34,482 A ordinary shares of £0.0001 each for total consideration of £10,362,468.

On the same date, the company further issued 23,586 C ordinary shares of £0.001 each in return for services rendered by an unrelated third party. These shares were considered to have a fair value of £34,200 on the date on which they were granted.

During October 2017, the company issued 5,327,584 C ordinary shares of £0.001 each for total consideration of £7,724,997.

The A and C ordinary shares are each entitled to one vote per share and carry full dividend entitlement. The Founder shares are entitled to five votes per share and carry full dividend entitlement.

The B ordinary shares and G shares carry no rights to voting or dividends but are entitled to preferential payment in the event that the company is wound up.

14. Reserves

The company and group's capital and reserves are as follows:

Share capital

Share capital represents the nominal value of the shares issued.

Share premium account

Share premium account represents the amount by which the consideration received by the company for shares issued exceeds its nominal value.

Retained earnings

Retained earnings represents cumulative profits or losses, net of dividends paid and other adjustments.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

15. Business combinations

Acquisition of Goto Digital Marketing Ltd

On 1 August 2017 the group acquired 100% shares of Goto Digital Marketing Ltd for £10,045.

In calculating the goodwill arising on acquisition, the fair value of the net assets of Goto Digital Marketing Ltd have been assessed.

	Book and fair value £
Debtors	49
Cash at bank and in hand	1,277
Total assets	<u>1,326</u>
Creditors	
Due within one year	(791)
Deferred tax provision (note 12)	(49)
Fair value of net assets	<u>486</u>
Goodwill (note 5)	9,559
Total purchase consideration	<u>10,045</u>
Purchase consideration settled in cash, as above	10,045
Cash and cash equivalents in subsidiary acquired	(1,277)
Cash outflow on acquisition	<u><u>8,768</u></u>

The results of Goto Digital Marketing Ltd since its acquisition are as follows:

	Current period since acquisition £
Turnover	5,784
Loss for the period	<u><u>(1,800)</u></u>

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

16. Pension commitments

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension cost charge represents contributions payable by the group to the fund and amounted to £64,495 (2016 - £27,482). As at the reporting period date, amounts payable of £13,582 (2016 - £5,158) had not been paid over the plan.

17. Commitments under operating leases

At 31 December 2017 the group and the company had future minimum lease payments under non-cancellable operating leases as follows:

	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
Not later than 1 year	384,615	2,980	1,440	1,132
Later than 1 year and not later than 5 years	466,571	12,141	4,632	5,760
Later than 5 years	-	312	-	312
	<u>851,186</u>	<u>15,433</u>	<u>6,072</u>	<u>7,204</u>

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

18. Related party transactions

The group had the following transactions during the year and outstanding balances at the year end with related parties:

	Relationship	Revenue £	Purchases / cost of services £	Investments /loans £	Balance owed by / (to) related party at period end £	Bad debts £
2017						
Dominic Perks	Director of Reporting Entity	-	-	-	(192)	-
Rupert Hambro	Director of Reporting Entity	-	-	-	318	-
Andrew Wyke	Director of Reporting Entity	-	-	-	(480)	-
Eric Wilkinson	Director of Reporting Entity	-	-	-	(678)	-
George Davies	Key Management Personnel of Reporting Entity	-	-	-	(90,909)	-
Biosupplements Ltd	Significant influence by Director of Reporting Entity	8,700	34,043	-	-	34,020
Bubble Student Ltd	Significant influence by Director of Reporting Entity	5,950	-	-	1,400	-
Digital Home Visits Ltd	Significant influence by Director of Reporting Entity and % holding	17,121	(14,550)	284,673	27,690	-
In My Bag Ltd	Significant influence by Director of Reporting Entity and % holding	37,866	82,089	(72,844)	(49,919)	77,811
Kraydel Ltd	Significant influence by Director of Reporting Entity and % holding	900	-	150,088	1,080	-
Online Auto Sales Ltd	Significant influence by Director of Reporting Entity and % holding	105,887	-	349,829	20,045	-
Seenit Digital Ltd	Significant influence by Director of Reporting Entity and % holding	14,750	-	99,999	-	-
Laundrapp Ltd	Significant Influence by Director of Reporting Entity and % holding	(27,357)	67,172	-	(100,000)	-

Hambro Perks Ltd

Notes to the financial statements
For the year ended 31 December 2017

18. Related party transactions (continued)

	Relationship	Revenue £	Purchases / cost of services £	Investments /loans £	Balance owed by / (to) related party at period end £	Bad debts £
Sonder News Ltd	Significant influence by Director of Reporting Entity and % holding	44,050	-	164,992	4,599	-
Storienteer Ltd	Significant influence by Director of Reporting Entity and % holding	37	48,250	(50,000)	-	(1,750)
Takumi International Ltd	Significant influence by Director of Reporting Entity and % holding	102,650	-	459,708	(57,711)	-
Tempfair Ltd	Significant influence by Director of Reporting Entity and % holding	61,282	1,575	207,221	4,213	-
The Dots Global Ltd	Significant influence by Director of Reporting Entity and % holding	82,656	-	149,974	99,187	-
Warehousio Ltd	Significant influence by Director of Reporting Entity and % holding	23,921	-	100,000	-	-
Design Talent Ltd	Control by Director of Reporting Entity	70,387	64,691	-	(4,243)	51,791
J O Hambro Ltd	Control by Director of Reporting Entity	18,990	-	-	903	-
Park Hombres Ltd	Control by Director of Reporting Entity	-	20,000	-	(19,987)	-
Talent Enterprises Ltd	Control by Director of Reporting Entity	9,688	39,075	-	(1,500)	-
Zenaura Inc	Significant influence by Director of Reporting Entity and % holding	-	-	125,758	-	-
Digital Home Visits Technologies Ltd	100% owned subsidiary of related party	167,604	-	-	185,593	-
Floodflash Ltd	Associate of Group Company	5,637	-	-	1,937	-

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

18. Related party transactions (continued)

	Relationship	Revenue £	Purchases / cost of services £	Investments £	Balance owed by / (to) related party at period end £	Bad debts £
2016						
Rupert Hambro	Director of Reporting Entity	-	-	(42,510)	-	-
Digital Home Visits Limited	Significant influence by Director of Reporting Entity and % holding	97,136	-	152,749	6,057	-
In My Bag Ltd	Significant influence by Director of Reporting Entity and % holding	204,107	-	154,678	87,020	-
Online Auto Sales Ltd	Significant influence by Director of Reporting Entity and % holding	191,738	-	310,299	22,210	-
Storienteer Ltd	Significant influence by Director of Reporting Entity and % holding	16,500	50,000	50,000	-	-
Takumi International Limited	Significant influence by Director of Reporting Entity and % holding	28,696	-	99,996	25	-
Warehousio Ltd	Significant influence by Director of Reporting Entity and % holding	51,619	-	78,931	24,259	-
Design Talent Ltd	Significant influence by Director of Reporting Entity and % holding	64,969	3,797	-	31	-
Other	Significant influence by Director of Reporting Entity and % holding	-	-	(53,184)	-	-
J O Hambro Ltd	Control by Director of Reporting Entity and 100% owned	-	284,947	-	(30,055)	-
Lexham Ventures Ltd	Control by Director of Reporting Entity and 100% owned	-	-	(163,027)	-	-
Other	Control by Director of Reporting Entity and 100% owned	58,677	43,650	-	26,711	-
Digital Home Visits Technologies Ltd	100% owned subsidiary of related party	133,386	14,550	-	164,587	-

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

18. Related party transactions (continued)

Purchases by way of strategic secondary share acquisitions to the value of £410,397 (2016 - £399,984) have been made from a director during the year.

During the year the group acquired fixed assets for a value of £226,226 (2016 - £Nil) from Bear Rene LLP, a company controlled by a related party to a director of the reporting entity. The group further purchased services from Bear Rene LLP with a total value of £50,519 during the period (2016 - £Nil), all amounts relate to the office refurbishment.

Key management personnel include all directors and senior managers across the group who together have authority and responsibility for planning, directing and controlling the activities of the group. The total compensation paid to key management personnel for services provided to the group was £1,206,458 (2016 - £291,999).

19. Subsequent events

On 21 March 2018, following an amendment to its articles of association bringing about a variation of rights attached to certain share classes, HP Insurtech Gateway Limited ceased to be controlled by the company, and will be accounted for as an associate from that date.

As a result of transactions arising since the reporting date, the group has disposed of its controlling interest in GoTo Digital Marketing Limited for nominal value, retaining a 37% stake held by HP Digital Media Limited.

Subsequent to the reporting date, the group has raised funds of £7,164,701 from new and existing investors, as advances for allotment of equity. No shares have yet been allotted in respect of these funds.

Purchases by way of strategic secondary share acquisitions to the value of £255,015 have been made from a director since the year end, of which £203,985 was paid in cash, with the balance being settled by the waiver of a debt owed by the director to the group. In addition to this, the group have invested a further £4,459,834 in twelve other unlisted businesses.

20. Controlling party

In the opinion of the directors there is not considered to be any one controlling party. The company is jointly controlled by R Hambro and D Perks.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

21. Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Hambro Perks Services Limited	United Kingdom	Ordinary	100 %	Provision of support and advisory services to fast growth companies.
HP Insurtech Gateway Limited	United Kingdom	Ordinary	40 %	Insurance focussed tech and compliance incubator.
HP Asset Management Limited	Guernsey	Ordinary	100 %	Fund Manager of the Hambro Perks Growth EIS Fund, a vehicle designed for sophisticated investors seeking to build a portfolio of carefully chosen, fast growth early stage disruptive technology companies.
Hambro Perks Advisory LLP	United Kingdom	Ordinary	96 %	Investment advisory services with a key focus on working with investment funds looking to make direct investments in early stage high growth technology companies.
HP Digital Media Limited	United Kingdom	Ordinary	89.5 %	Investment in early stage Digital Media businesses and the provision of advisory services to help build them into major companies.
Edvinca Limited	United Kingdom	Ordinary	89 %	Investment in early stage Edtech businesses and the provision of advisory services to help build them into major companies.
Goto Digital Marketing Limited	United Kingdom	Ordinary	100 %	Marketing support and management consultancy services.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

21. Subsidiary undertakings (continued)

Participating interests

Associates

The following were associate undertakings of the company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
In My Bag Limited	United Kingdom	Ordinary	33.0%	Smart device and data recovery service for mobile professionals.
Storienteer Limited	United Kingdom	Ordinary	20.8%	A location based augmented reality platform.
Tempfair Limited	United Kingdom	Ordinary	22.9%	Online marketplace matching employers to temporary office workers.

All subsidiaries and associates share a registered office address with the company, as shown on the company information page, except for HP Asset Management Limited, which has its registered office at Third Floor, La Plaiderie Chambers, La Plaiderie, St Peter Port, Guernsey, GY1 1WG.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

22. First time adoption of FRS 102

The group and company transitioned to FRS 102 from previously extant UK GAAP as at 1 December 2015. The impact of the transition to FRS 102 is as follows:

Group

	Note	As previously stated 1 December 2015 £	Effect of transition 1 December 2015 £	FRS 102 (as restated) 1 December 2015 £	As previously stated 31 December 2016 £	Effect of transition 31 December 2016 £	FRS 102 (as restated) 31 December 2016 £
Fixed assets	1	33,721	149,500	183,221	2,270,548	2,163,184	4,433,732
Current assets	2	101,602	-	101,602	2,692,459	18,609	2,711,068
Creditors: amounts falling due within one year		(193,250)	-	(193,250)	(580,778)	-	(580,778)
Net current (liabilities)/assets		(91,648)	-	(91,648)	2,111,681	18,609	2,130,290
Total assets less current liabilities		(57,927)	149,500	91,573	4,382,229	2,181,793	6,564,022
Provisions for liabilities		(993)	-	(993)	-	-	-
Net assets		(58,920)	149,500	90,580	4,382,229	2,181,793	6,564,022
Capital and reserves		(58,920)	149,500	90,580	4,382,229	2,181,793	6,564,022

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

22. First time adoption of FRS 102 (continued)

Explanation of changes to previously reported profit and equity:

- 1 FRS 102 requires that investments in non-puttable ordinary shares be measured at fair value with changes in fair value recognised in profit and loss and that deferred tax be recognised in respect of gains and losses recognised. Under the Financial Reporting Standard for Smaller Entities (effective January 2015) ("previous UK GAAP"), the group's accounting policy for fixed asset investments in such shares was to measure them at cost less impairment. The effect of the change has been to increase equity for measurement gains since acquisition net of related deferred tax and to increase profit for the period ended 31 December 2016 for gains, net of deferred tax that arose in that period.
- 2 FRS 102 requires that investments in derivatives be measured at fair value with changes in fair value recognised in profit and loss and that deferred tax be recognised in respect of gains and losses recognised. Under previous UK GAAP, the group's accounting policy for recognition of such instruments was to measure them at cost less impairment. The effect of the change has been to increase equity for measurement gains since entry into the contract, net of related deferred tax and to increase profit for the period ended 31 December 2016 for gains, net of deferred tax that arose in that period. The gains recognised by the group are in relation to call options to invest in unlisted trade investments and have given rise to an increase of £18,609 in current assets at 31 December 2016.

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

22. First time adoption of FRS 102 (continued)

Company

	Note	As previously stated 1 December 2015 £	Effect of transition 1 December 2015 £	FRS 102 (as restated) 1 December 2015 £	As previously stated 31 December 2016 £	Effect of transition 31 December 2016 £	FRS 102 (as restated) 31 December 2016 £
Fixed assets	1	33,721	149,500	183,221	2,244,542	1,947,862	4,192,404
Current assets	2	101,602	-	101,602	2,687,695	18,609	2,706,304
Creditors: amounts falling due within one year		(193,250)	-	(193,250)	(77,124)	-	(77,124)
Net current (liabilities)/assets		(91,648)	-	(91,648)	2,610,571	18,609	2,629,180
Total assets less current liabilities		(57,927)	149,500	91,573	4,855,113	1,966,471	6,821,584
Provisions for liabilities		(993)	-	(993)	-	-	-
Net (liabilities)/assets		(58,920)	149,500	90,580	4,855,113	1,966,471	6,821,584
Capital and reserves		(58,920)	149,500	90,580	4,855,113	1,966,471	6,821,584

Hambro Perks Ltd

Notes to the financial statements For the year ended 31 December 2017

22. First time adoption of FRS 102 (continued)

Explanation of changes to previously reported profit and equity:

- 1 FRS 102 requires that investments in non-puttable ordinary shares be measured at fair value with changes in fair value recognised in profit and loss and that deferred tax be recognised in respect of gains and losses recognised. Under previous UK GAAP, the company's accounting policy for fixed asset investments in such shares was to measure them at cost less impairment. The effect of the change has been to increase equity for measurement gains since acquisition net of related deferred tax and to increase profit for the period ended 31 December 2016 for gains, net of deferred tax that arose in that period.
- 2 FRS 102 requires that investments in derivatives be measured at fair value with changes in fair value recognised in profit and loss and that deferred tax be recognised in respect of gains and losses recognised. Under previous UK GAAP, the company's accounting policy for recognition of such instruments was to measure them at cost less impairment. The effect of the change has been to increase equity for measurement gains since entry into the contract, net of related deferred tax and to increase profit for the period ended 31 December 2016 for gains, net of deferred tax that arose in that period. The gains recognised by the company are in relation to call options to invest in unlisted trade investments and have given rise to an increase of £18,609 in current assets at 31 December 2016.