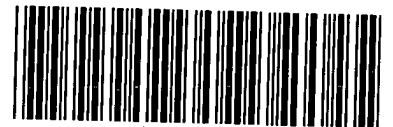


WORLDWIDE FREIGHT LOGISTICS LIMITED

ANNUAL REPORT

FOR THE YEAR ENDED 31 DECEMBER 2021

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WORLDWIDE FREIGHT LOGISTICS LIMITED

COMPANY INFORMATION

Directors

N R Fattal
A Hershman
F Miller
J Zitek

Registered number

10551180

Registered office

Sweeps Building
6-7 St Cross Street
London
United Kingdom
EC1N 8UA

Independent auditors

Cooper Parry Group Limited
Chartered Accountants & Statutory Auditor
MindSpace
9 Appold Street
London
EC2A 2AP

WORLDWIDE FREIGHT LOGISTICS LIMITED

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WORLDWIDE FREIGHT LOGISTICS LIMITED

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

Introduction

The directors present their Group strategic report together with the audited financial statements for the year ended 31 December 2021.

Business review

The Company has grown significantly over the year from a revenue perspective. This has been driven by strong customer acquisition, organic growth of our existing customers together in part by the escalation in underlying rates in the ocean freight market. The Company has invested significantly in all aspects of the business following the successful capital raise in April 2021 and will continue to do so in the future.

Principal risks and uncertainties

Market Price Risk

The Company is impacted by fluctuation in the underlying freight markets. Risk in this area is managed by contracting forward or buying at spot prices as appropriate, as well as investing in skilled and experienced personnel to manage and mitigate this risk. The Company will also continue to build and maintain strong relationships with its key suppliers.

Foreign Exchange Risk

The company benefits from some natural hedge in its cash flows and will seek to mitigate further foreign exchange risk via contracting forward or buying at spot prices as appropriate.

Liquidity Risk

The Company keeps an active control of its working capital to minimise the liquidity risk as well as active forecasting and planning around seeking new funds into the business via equity and debt.

Credit Risk

The company conducts due diligence on new customers and engages with leading credit insurers across its Accounts Receivable. Management reviews and proactively responds to any ageing or perceived elevation of risk.

Financial key performance indicators

The management have identified the following KPIs to explain the company performance as these illustrate the key year on year movements:

Sales growth +£53m (+297%)
Gross profit margin +1.1m (+54%)

Future development

The future outlook is positive as the business looks to build its international operations and services to serve its existing and future customer base. Continued investment into our innovative platform will ensure that a best in class product can reach more customers.

This report was approved by the board and signed on its behalf.

DocuSigned by:

Alex Hersham

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A Hersham
Director

Date: 28 September 2022

WORLDWIDE FREIGHT LOGISTICS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

The directors present their report and the financial statements for the year ended 31 December 2021.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, the Directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The loss for the year, after taxation, amounted to £11,726,694 (2020 - loss £4,020,160).

The directors have not declared the payment of a dividend during the year (2021: £Nil).

Directors

The directors who served during the year is stated on the company information page.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

Disclosure of information to auditors

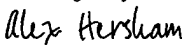
Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company and the Group's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company and the Group's auditors are aware of that information.

Post balance sheet events

There have been no significant events affecting the Group since the year end.

This report was approved by the board and signed on its behalf.

DocuSigned by:

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A Hershman
Director

Date: 28 September 2022

WORLDWIDE FREIGHT LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WORLDWIDE FREIGHT LOGISTICS LIMITED

Opinion

We have audited the financial statements of Worldwide Freight Logistics Limited (the 'parent company') and its subsidiaries (the 'Group') for the year ended 31 December 2021, which comprise the Group Statement of comprehensive income, the Group and company Balance sheets, the Group Statement of cash flows, the Group and company Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent company's affairs as at 31 December 2021 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

WORLDWIDE FREIGHT LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WORLDWIDE FREIGHT LOGISTICS LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' 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.

Opinion 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 Group strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group strategic report and the Directors' report have 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 Group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group strategic report or 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 2, 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 Group's and the parent 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 Group or the parent company or to cease operations, or have no realistic alternative but to do so.

WORLDWIDE FREIGHT LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WORLDWIDE FREIGHT LOGISTICS LIMITED (CONTINUED)

Auditors' 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 Auditors' 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 Group 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:

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 engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations

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 were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.
- 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, relevant regulators including the Health and Safety Executive, and the company's legal advisors.

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

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 non-compliance. 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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' report.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WORLDWIDE FREIGHT LOGISTICS
LIMITED (CONTINUED)**

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an Auditors' 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.



Steven Leith (Senior Statutory Auditor)

for and on behalf of
Cooper Parry Group Limited

Chartered Accountants
Statutory Auditor

MindSPACE
9 Appold Street
London
EC2A 2AP
Date: 28 September 2022

WORLDWIDE FREIGHT LOGISTICS LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £	2020 £
Turnover	3	79,746,977	26,827,409
Cost of sales		(76,689,513)	(24,849,817)
Gross profit		<u>3,057,464</u>	<u>1,977,592</u>
Administrative expenses		(16,240,613)	(6,831,360)
Other operating income	4	408,252	113,765
Operating loss		<u>(12,774,897)</u>	<u>(4,740,003)</u>
Interest receivable and similar income	9	-	1,111
Interest payable and similar expenses	10	(209,657)	(97,352)
Loss before tax		<u>(12,984,554)</u>	<u>(4,836,244)</u>
Tax on loss	11	1,257,860	816,084
Loss for the financial year		<u><u>(11,726,694)</u></u>	<u><u>(4,020,160)</u></u>
Profit/(loss) for the year attributable to:			
Owners of the parent company		<u>(11,726,694)</u>	<u>(4,020,160)</u>
		<u><u>(11,726,694)</u></u>	<u><u>(4,020,160)</u></u>
Total comprehensive income attributable to:			

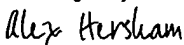
The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED
REGISTERED NUMBER: 10551180

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	12	3,011,575	1,825,282
Tangible assets	13	245,360	148,719
		<u>3,256,935</u>	<u>1,974,001</u>
Current assets			
Debtors: amounts falling due within one year	15	22,670,567	6,990,248
Cash at bank and in hand	16	13,501,053	7,916,416
		<u>36,171,620</u>	<u>14,906,664</u>
Creditors: Amounts Falling Due Within One Year	17	<u>(16,469,841)</u>	<u>(8,111,819)</u>
Net current assets		<u>19,701,779</u>	<u>6,794,845</u>
Total assets less current liabilities		<u>22,958,714</u>	<u>8,768,846</u>
Provisions for liabilities			
Deferred tax	18	<u>(20,919)</u>	<u>(20,919)</u>
		<u>(20,919)</u>	<u>(20,919)</u>
Net assets		<u><u>22,937,795</u></u>	<u><u>8,747,927</u></u>
Capital and reserves			
Called up share capital	19	368	293
Share premium account	20	42,894,868	17,269,850
Profit and loss account	20	<u>(19,957,441)</u>	<u>(8,522,216)</u>
		<u>22,937,795</u>	<u>8,747,927</u>

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

DocuSigned by:

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A Hershman
 Director

Date: 28 September 2022

The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED
REGISTERED NUMBER: 10551180

COMPANY BALANCE SHEET
AS AT 31 DECEMBER 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	12	3,011,575	1,825,282
Tangible assets	13	243,474	148,719
Investments	14	859	-
		<u>3,255,908</u>	<u>1,974,001</u>
Current assets			
Debtors Within One Year	15	22,763,974	6,990,248
Cash at bank and in hand	16	13,501,053	7,916,416
		<u>36,265,027</u>	<u>14,906,664</u>
Creditors: amounts falling due within one year	17	(16,469,841)	(8,111,819)
Net current assets		<u>19,795,186</u>	<u>6,794,845</u>
Total assets less current liabilities		<u>23,051,094</u>	<u>8,768,846</u>
Provisions for liabilities			
Deferred taxation	18	(20,919)	(20,919)
		<u>(20,919)</u>	<u>(20,919)</u>
Net assets		<u><u>23,030,175</u></u>	<u><u>8,747,927</u></u>
Capital and reserves			
Called up share capital	19	368	293
Share premium account	20	42,894,868	17,269,850
Other changes in the profit and loss account		<u>291,469</u>	<u>236,189</u>
Profit and loss account carried forward		<u>(19,865,061)</u>	<u>(8,522,216)</u>
		<u><u>23,030,175</u></u>	<u><u>8,747,927</u></u>

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

DocuSigned by:

Alex Hershman

77909AD8E3054DD...

A Hershman
 Director

Date: 28 September 2022

The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital	Share premium account	Profit and loss account	Equity attributable to owners of parent company	Total equity
	£	£	£	£	£
At 1 January 2021	293	17,269,850	(8,522,216)	8,747,927	8,747,927
Comprehensive income for the year					
Loss for the year	-	-	(11,726,694)	(11,726,694)	(11,726,694)
Share based payment charge for the period	-	-	291,469	291,469	291,469
Shares issued during the year	75	25,760,035	-	25,760,110	25,760,110
Shares redeemed during the year	-	(135,017)	-	(135,017)	(135,017)
At 31 December 2021	368	42,894,868	(19,957,441)	22,937,795	22,937,795

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

	Called up share capital	Share premium account	Profit and loss account	Equity attributable to owners of parent company	Total equity
	£	£	£	£	£
At 1 January 2020	234	14,719,593	(4,738,245)	9,981,582	9,981,582
Comprehensive income for the year					
Loss for the year	-	-	(4,020,160)	(4,020,160)	(4,020,160)
Share based payment charge for the period	-	-	236,189	236,189	236,189
Shares issued during the year	59	2,550,257	-	2,550,316	2,550,316
At 31 December 2020	293	17,269,850	(8,522,216)	8,747,927	8,747,927

The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 January 2021	293	17,269,850	(8,522,216)	8,747,927
Comprehensive income for the year				
Loss for the year	-	-	(11,634,314)	(11,634,314)
Share based payment charge for the period	-	-	291,469	291,469
Shares issued during the year	75	25,760,035	-	25,760,110
Shares redeemed during the year	-	(135,017)	-	(135,017)
Total transactions with owners	75	25,625,018	-	25,625,093
At 31 December 2021	368	42,894,868	(19,865,061)	23,030,175

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

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 January 2020	234	14,719,593	(4,738,245)	9,981,582
Comprehensive income for the year				
Loss for the year	-	-	(4,020,160)	(4,020,160)
Share based payment charge for the period	-	-	236,189	236,189
Shares issued during the year	59	2,550,257	-	2,550,316
Total transactions with owners	59	2,550,257	-	2,550,316
At 31 December 2020	293	17,269,850	(8,522,216)	8,747,927

The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2021

	2021 £	2020 £
Cash flows from operating activities		
Loss for the financial year	(11,726,694)	(4,020,160)
Adjustments for:		
Amortisation of intangible assets	895,586	328,861
Depreciation of tangible assets	109,795	85,561
Loss on disposal of tangible assets	(40)	11,068
Interest paid	209,657	97,352
Interest received	-	(1,111)
Taxation charge	(1,257,860)	(816,084)
(Increase) in debtors	(15,123,007)	(1,809,702)
Increase in creditors	4,853,633	4,307,480
Corporation tax received	700,548	625,536
Share based payment charge	291,469	236,189
Net cash generated from operating activities	<u>(21,046,913)</u>	<u>(955,010)</u>
Cash flows from investing activities		
Purchase of intangible fixed assets	(2,081,879)	(1,500,816)
Purchase of tangible fixed assets	(206,436)	(98,581)
Sale of tangible fixed assets	40	-
Interest received	-	1,111
Net cash from investing activities	<u>(2,288,275)</u>	<u>(1,598,286)</u>
Cash flows from financing activities		
Issue of ordinary shares	25,760,110	2,550,316
Purchase of ordinary shares	(135,017)	-
Movements on invoice discounting	3,504,389	995,611
Interest paid	(209,657)	(97,352)
Net cash used in financing activities	<u>28,919,825</u>	<u>3,448,575</u>
Net increase in cash and cash equivalents	5,584,637	895,279
Cash and cash equivalents at beginning of year	7,916,416	7,021,137
Cash and cash equivalents at the end of year	<u>13,501,053</u>	<u>7,916,416</u>
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	<u>13,501,053</u>	<u>7,916,416</u>
	<u>13,501,053</u>	<u>7,916,416</u>

The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 DECEMBER 2021**

	At 1 January 2021 £	Cash flows £	At 31 December 2021 £
Cash at bank and in hand	7,916,416	5,584,637	13,501,053
Invoice discount facility	(1,495,611)	(3,504,389)	(5,000,000)
	<u>6,420,805</u>	<u>2,080,248</u>	<u>8,501,053</u>

The notes on pages 15 to 33 form part of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. Accounting policies

Worldwide Freight Logistics Limited (the company) is a private company limited by shares incorporated and domiciled in the United Kingdom. The address of its registered office is disclosed on the company information page.

1.1 Basis of preparation of financial statements

The financial statements are prepared in sterling (£), which is the functional currency of the company. The financial statements are for the year ended 31 December 2021 (2020: year ended 31 December 2020).

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 Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

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 judgment in applying the Group's accounting policies (see note 2).

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 following principal accounting policies have been applied:

1.2 Basis for consolidation

The consolidated financial statements present the results of the company and its own 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 Balance sheet, 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.

1.3 Going concern

The financial statements have been prepared on the going concern basis.

The directors have prepared projected cash flow information in excess of 12 months from the date of their approval of these financial statements. The detailed projections demonstrate the company has sufficient financial resources and is not reliant on any contingent future equity or debt funding aside from the funding raised post year end disclosed in note 24. Accordingly the directors believe the company has adequate resources to continue in operational existence for the period of at least 12 months from the date of the approval of these financial statements.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. Accounting policies (continued)

1.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue 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 revenue is recognised:

Revenue in respect of the provision of a service is taken at the point that the service that the group has arranged for their client has been undertaken.

1.5 Operating leases

Rentals paid under operating leases are charged to profit or loss 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.

1.6 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.7 Pensions

Defined contribution pension plan

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

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the company in independently administered funds.

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. Accounting policies (continued)

1.8 Share based payments

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet 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 profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

1.9 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss 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 balance sheet 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 balance sheet 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 except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

1. Accounting policies (continued)

1.10 Intangible assets

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.

1.11 Tangible fixed assets

Tangible fixed 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	- 2 years
Fixtures and fittings	- 3 years
Computer equipment	- 3 years

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 profit or loss.

1.12 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Group shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet 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.

Investments in listed company shares are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

1.13 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.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

1.14 Financial instruments

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. Accounting policies (continued)

1.14 Financial instruments (continued)

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, 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 in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet 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.

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

2. Judgments in applying accounting policies and key sources of estimation uncertainty

The directors make estimates and assumptions concerning the future. The directors are also required to exercise judgement in the process of applying the group's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Impairment of fixed assets

The directors assesses the impairment of fixed assets subject to depreciation whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

Factors considered important that could trigger an impairment review include the following:

- Significant under performance relative to historical or projected future operating results;
- Significant changes in the use of the acquired assets or the business strategy; and
- Significant negative industry or economic trends.

Depreciation and residual values

The directors have reviewed the asset lives and associated residual values of all fixed asset classes and have concluded that asset lives and residual values are appropriate.

The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In 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.

Recoverability of trade debtors

Trade and other debtors are recognised to the extent that they are judged recoverable. The directors' reviews are performed to estimate the level of reserves required for irrecoverable debt. Provisions are made specifically against invoices where recoverability is uncertain. The directors make allowance for doubtful debts based on an assessment of the recoverability of debtors.

Allowances are applied to debtors where events or changes in circumstances indicate that the carrying amounts may not be recoverable. The directors specifically analyse historical bad debts, customer creditworthiness, current economic trends and changes in customer payment terms when making a judgement to evaluate the adequacy of the provision for doubtful debts. Where the expectation is different from the original estimate, such difference will impact the carrying value of debtors and the charge in the profit and loss account.

Leases

The directors determine whether leases entered into by the group either as a lessor or lessee are an operating leases or a finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the group on a lease by lease basis based on an evaluation of the terms and conditions of the arrangements, and accordingly whether the lease requires an asset and liability to be recognised in the balance sheet.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

2. Judgments in applying accounting policies (continued)

Taxation

There are many transactions and calculations for which the ultimate tax determination is uncertain. The group takes professional advice on its tax affairs and recognises liabilities for anticipated tax based on estimates of what taxation is likely to be due.

Management estimation is required to determine the amount of any deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits.

Provisions

A provision is recognised when the group has a present legal or constructive obligation as a result of a past event for which it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

Whether a present obligation is probable or not requires judgement. The nature and type of risks for these provisions differ and management's judgement is applied regarding the nature and extent of obligations in deciding if an outflow of resources is probable or not.

Fair value calculations

Management believe the estimates used to establish a fair value for share based payments instrument using the Black Scholes pricing model are a key source of estimation uncertainty. The inputs to the fair value model reflect managements best estimate.

3. Turnover

The whole of the turnover is attributable to the main principal activity of the company.

Analysis of turnover by country of destination:

	2021 £	2020 £
United Kingdom	65,955,630	22,644,294
Rest of the world	13,791,347	4,183,115
	<u>79,746,977</u>	<u>26,827,409</u>

4. Other operating income

	2021 £	2020 £
Government grants	-	113,765
Income from sale of goods	408,252	-
	<u>408,252</u>	<u>113,765</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

5. Operating loss

The operating loss is stated after charging:

	2021 £	2020 £
Other operating lease rentals	2,936	-
	<u>2,936</u>	<u>-</u>

6. Auditors' remuneration

	2021 £	2020 £
Fees payable to the company's auditor for the audit of the company's annual financial statements	28,500	24,500
	<u>28,500</u>	<u>24,500</u>

Fees payable to the company's auditor in respect of:

Taxation compliance services	3,850	3,500
Other services relating to taxation	11,500	-
All other services	4,000	-
	<u>19,350</u>	<u>3,500</u>

7. Employees

Staff costs, including directors' remuneration, were as follows:

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Wages and salaries	8,032,786	5,718,753	7,983,441	5,718,753
Social security costs	1,177,726	496,740	1,164,659	496,740
Cost of defined contribution scheme	98,746	66,891	98,746	66,891
	<u>9,309,258</u>	<u>6,282,384</u>	<u>9,246,846</u>	<u>6,282,384</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2021 No.	2020 No.
Average numbers of employees	167	101
	<u>167</u>	<u>101</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

8. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	265,910	101,594
Group contributions to defined contribution pension schemes	2,637	5,192
	<u>268,547</u>	<u>106,786</u>

During the year retirement benefits were accruing to 2 directors (2020 - 2) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £133,410 (2020 - £50,833).

The value of the Group's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £1,318 (2020 - £2,598).

9. Interest receivable

	2021 £	2020 £
Bank interest receivable	-	1,111
	<u>-</u>	<u>1,111</u>

10. Interest payable and similar expenses

	2021 £	2020 £
Bank interest payable	209,657	97,352
	<u>209,657</u>	<u>97,352</u>

11. Taxation

	2021 £	2020 £
Corporation tax		
Current tax on profits for the year	(1,257,860)	(700,548)
Adjustments in respect of previous periods	-	(115,536)
Total current tax	<u>(1,257,860)</u>	<u>(816,084)</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

11. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2020 - lower than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Loss on ordinary activities before tax	(12,984,554)	(4,836,244)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	(2,467,065)	(918,886)
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	59,061	10,212
Adjustments to tax charge in respect of prior periods	-	(115,536)
Deferred tax not recognised	2,544,828	579,468
Remeasurement of deferred tax for changes in tax rates	(853,446)	(69,907)
Adjustment for research and development tax credit	(931,609)	(518,847)
Surrender of tax losses for R&D tax credit	390,371	217,412
Total tax charge for the year	(1,257,860)	(816,084)

Factors that may affect future tax charges

On 03 March 2021, the Chancellor of the Exchequer announced that the corporation tax rate would increase to a maximum of 25% from 1 April 2023. This was substantively enacted on 24 May 2021. 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, based on tax law and the corporation tax rates that have been enacted, or substantively enacted, at the balance sheet date. As such, the deferred tax rate applicable at 31 December 2021 is 25% and deferred tax has been re-measured at this date.

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

12. Intangible assets

Group

	Development expenditure £	Computer software £	Total £
Cost			
At 1 January 2021	2,124,253	29,890	2,154,143
Additions	2,081,879	-	2,081,879
At 31 December 2021	<u>4,206,132</u>	<u>29,890</u>	<u>4,236,022</u>
Amortisation			
At 1 January 2021	320,558	8,303	328,861
Charge for the year on owned assets	885,623	9,963	895,586
At 31 December 2021	<u>1,206,181</u>	<u>18,266</u>	<u>1,224,447</u>
Net book value			
At 31 December 2021	<u>2,999,951</u>	<u>11,624</u>	<u>3,011,575</u>
At 31 December 2020	<u>1,803,695</u>	<u>21,587</u>	<u>1,825,282</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

12. Intangible assets (continued)

Company

	Development expenditure £	Computer software £	Total £
Cost			
At 1 January 2021	2,124,253	29,890	2,154,143
Additions	2,081,879	-	2,081,879
At 31 December 2021	<u>4,206,132</u>	<u>29,890</u>	<u>4,236,022</u>
Amortisation			
At 1 January 2021	320,558	8,303	328,861
Charge for the year	885,623	9,963	895,586
At 31 December 2021	<u>1,206,181</u>	<u>18,266</u>	<u>1,224,447</u>
Net book value			
At 31 December 2021	<u>2,999,951</u>	<u>11,624</u>	<u>3,011,575</u>
At 31 December 2020	<u>1,803,695</u>	<u>21,587</u>	<u>1,825,282</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS.
FOR THE YEAR ENDED 31 DECEMBER 2021

13. Tangible fixed assets

Group

	Land and Buildings £	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
Cost or valuation					
At 1 January 2021	59,930	52,176	169,997	-	282,103
Additions	-	-	204,550	1,886	206,436
Disposals	-	-	(484)	-	(484)
At 31 December 2021	<u>59,930</u>	<u>52,176</u>	<u>374,063</u>	<u>1,886</u>	<u>488,055</u>
Depreciation					
At 1 January 2021	53,225	26,349	53,810	-	133,384
Charge for the year on owned assets	6,705	17,392	85,698	-	109,795
Disposals	-	-	(484)	-	(484)
At 31 December 2021	<u>59,930</u>	<u>43,741</u>	<u>139,024</u>	<u>-</u>	<u>242,695</u>
Net book value					
At 31 December 2021	<u>-</u>	<u>8,435</u>	<u>235,039</u>	<u>1,886</u>	<u>245,360</u>
At 31 December 2020	<u>6,705</u>	<u>25,827</u>	<u>116,187</u>	<u>-</u>	<u>148,719</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

13. Tangible fixed assets (continued)

Company

	Long-term leasehold property £	Fixtures and fittings £	Office equipment £	Total £
Cost or valuation				
At 1 January 2021	59,930	52,176	169,997	282,103
Additions	-	-	204,550	204,550
Disposals	-	-	(484)	(484)
At 31 December 2021	59,930	52,176	374,063	486,169
Depreciation				
At 1 January 2021	53,225	26,349	53,810	133,384
Charge for the year on owned assets	6,705	17,392	85,698	109,795
Disposals	-	-	(484)	(484)
At 31 December 2021	59,930	43,741	139,024	242,695
Net book value				
At 31 December 2021	-	8,435	235,039	243,474
At 31 December 2020	6,705	25,827	116,187	148,719

The net book value of land and buildings may be further analysed as follows:

	2021 £	2020 £
Long leasehold	-	6,705
	-	6,705

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

14. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost or valuation	
Additions	859
At 31 December 2021	<u>859</u>

15. Debtors

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade debtors	16,647,375	4,651,407	16,647,375	4,651,407
Amounts owed by group undertakings	-	-	101,561	-
Other debtors	2,937,660	786,959	2,929,506	786,959
Prepayments and accrued income	3,085,532	1,551,882	3,085,532	1,551,882
	<u>22,670,567</u>	<u>6,990,248</u>	<u>22,763,974</u>	<u>6,990,248</u>

16. Cash and cash equivalents

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Cash at bank and in hand	13,501,053	7,916,416	13,501,053	7,916,416
	<u>13,501,053</u>	<u>7,916,416</u>	<u>13,501,053</u>	<u>7,916,416</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

17. Creditors: Amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade creditors	7,645,684	4,523,621	7,645,684	4,523,621
Other taxation and social security	449,404	392,024	449,404	392,024
Revolving credit facility	5,000,000	1,495,611	5,000,000	1,495,611
Other creditors	483,297	172,438	483,297	172,438
Accruals and deferred income	2,891,456	1,528,125	2,891,456	1,528,125
	<u>16,469,841</u>	<u>8,111,819</u>	<u>16,469,841</u>	<u>8,111,819</u>

18. Deferred taxation

Group

	2021 £
At beginning of year	(20,919)
At end of year	<u>(20,919)</u>

Company

	2021 £
At beginning of year	(20,919)
At end of year	<u>(20,919)</u>

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Accelerated capital allowances	(20,919)	(20,919)	(20,919)	(20,919)
	<u>(20,919)</u>	<u>(20,919)</u>	<u>(20,919)</u>	<u>(20,919)</u>

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

19. Share capital

	2021	2020
	£	£
Allotted, called up and fully paid		
1,586,587 (2020:1,560,963) Ordinary shares of £0.0001 each	159	156
437,626 (2020:437,626) Seed Preferred shares of £0.0001 each	44	44
930,325 (2020: 930,325) Series A shares of £0.0001 each	93	93
724,434 Series B shares of £0.0001 each	72	-
	368	293
	368	293

During the year the company issued 724,434 Series B shares.
All shares have full voting, dividend and capital distribution rights and rank pari passu. All shares do not confer any rights of redemption.

20. Reserves

Share premium account

Amount subscribed for share capital in excess of nominal value, net of any issue costs.

Profit and loss account

Profit and loss includes all current and prior period retained profits.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

21. Share based payments

The company operates an equity-settled share based remuneration scheme for employees. The share options issues can only be exercised on an exit event. Details of the options issued are shown below:

	Weighted average exercise price (pence) 2021	Number 2021	Weighted average exercise price (pence) 2020	Number 2020
Outstanding at the beginning of the year	0.01	180,078	0.01	135,940
Granted during the year		-	0.01	89,666
Forfeited during the year	0.01	(9,176)	0.01	(30,438)
Exercised during the year	0.01	(15,394)	0.01	(15,090)
Outstanding at the end of the year	0.01	155,508	0.01	180,078

	2021 Black Scholes	2020 Black Scholes
Option pricing model used		
Weighted average share price (pence)	13.66	13.66
Exercise price (pence)	0.01	0.01
Weighted average contractual life (years)	10	10
Expected volatility	15%	15%
Risk-free interest rate	0.05%	0.05%

The Black Scholes option pricing model was used to value the share based payment awards as it was considered that this would result in a materially accurate estimate of the fair value of options granted.

The volatility assumption, measured at the standard deviation of expected share price returns, is based on a statistical analysis of daily share prices over the last three years of comparable publicly quoted companies.

The share based remuneration expense for the period was £291,469 (2020: £236,189).

The group did not enter into any share based payment transactions with parties other than employees during the current or any prior periods.

22. Pension commitments

The company operates a defined contributions pension scheme. The pension cost charge represents contributions payable by the company to the fund and amounted to £96,109 (2020: £66,891). Contributions totalling £53,804 (2020: £19,478) were payable to the fund at the balance sheet date and are included in creditors.

WORLDWIDE FREIGHT LOGISTICS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

23. Commitments under operating leases

At 31 December 2021 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

Group	2021 £	2020 £
Not later than 1 year	177,104	17,037
	<u>177,104</u>	<u>17,037</u>

24. Post balance sheet events

In March 2022 the company raised a further £6.6m of equity through an extension to the Series B round.

In June 2022 the company refinanced its debt facility, closing a £12.5m facility, £7.5m of which is Term Debt and £5m is a Revolving Credit Facility secured against Accounts Receivables. The existing debt facility was repaid as part of the proceeds. £7m of proceeds were initially drawn.

25. Controlling party

The directors consider that there is no ultimate controlling party.