COMPANY REGISTRATION NUMBER: 08115900

Echobox Limited

Filleted Unaudited Financial Statements

31 December 2023

AMENDED

COMPLETE ACCOUNTING SOLUTIONS
Chartered Certified Accountants
727-729 High Road
London
N12 0BP

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Echobox Limited

Officers and Professional Advisers

The board of directors	A Amann M P Fletcher
Company secretary	OHS Secretaries Limited
Registered office	9th Floor 107 Cheapside London EC2V 6DN
Accountants	Complete Accounting Solutions Chartered Certified Accountants 727-729 High Road London N12 0BP

Echobox Limited

Chartered Certified Accountants Report to the Board of Directors on the Preparation of the Unaudited Statutory Financial Statements of Echobox Limited

Year ended 31 December 2023

As described on the statement of financial position, the directors of the company are responsible for the preparation of the financial statements for the year ended 31 December 2023, which comprise the statement of financial position and the related notes.

You consider that the company is exempt from an audit under the Companies Act 2006.

In accordance with your instructions we have compiled these financial statements in order to assist you to fulfil your statutory responsibilities, from the accounting records and from information and explanations supplied to us.

COMPLETE ACCOUNTING SOLUTIONS
Chartered Certified Accountants

727-729 High Road
London
N12 0BP

25 March 2024

Echobox Limited

Statement of Financial Position

31 December 2023

	Note	2023 £	2022 £
Fixed assets			
Intangible assets	**5**	–	3,200
Tangible assets	**6**	68,047	114,348
		68,047	117,548
Current assets			
Debtors	**7**	1,257,980	1,041,685
Cash at bank and in hand		2,235,145	1,740,760
		3,493,125	2,782,445
Creditors: amounts falling due within one year	**8**	6,515,731	6,540,311
Net current liabilities		3,022,606	3,757,866
Total assets less current liabilities		(2,954,559)	(3,640,318)
Net liabilities		(2,954,559)	(3,640,318)
Capital and reserves			
Called up share capital	**11**	166	163
Share premium account		2,519,430	2,514,177
Share options reserve		84,748	88,421
Profit and loss account		(5,558,903)	(6,243,079)
Shareholders funds		(2,954,559)	(3,640,318)

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In accordance with section 444 of the Companies Act 2006, the statement of comprehensive income has not been delivered.

For the year ending 31 December 2023 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

The statement of financial position
continues on the following page.

The notes on pages 5 to 10 form part of these financial statements.

Echobox Limited

Statement of Financial Position *(continued)*

31 December 2023

These financial statements were approved by the board of directors and authorised for issue on 25 March 2024, and are signed on behalf of the board by:

A Amann
Director

Company registration number: 08115900

1. General information

The company is a private company limited by shares, registered in England and Wales, company registration number 08115900. The address of the registered office is 9th Floor, 107 Cheapside, London, EC2V 6DN.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

These accounts replace the original accounts, are now the statutory accounts and are prepared as they were at the date of the original accounts.

Research and development

Revenue expenditure on research and development is written off in the year in which it is incurred.

Going concern

In our opinion, on the basis of information and enquiries that are pertinent to the company's circumstances and which we believe to be adequate, it is appropriate to continue to treat the company as a going concern. In particular we believe that adequate cash resources will be available to cover the company's requirements for working capital for at least twelve months from the date of signing the financial statements.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for services rendered, stated net of discounts and of Value Added Tax.

Turnover from subscription fees that contain a right to access software (non-perpetual licences for which the underlying software is not controlled by the customer) is recognised on a straight-line basis as performance obligations are met over the period of supply.

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

3. Accounting policies *(continued)*

Income tax *(continued)*

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Intangible assets

Intangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated amortisation and impairment losses.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Patents and licenses	-	5 years Patents and 10 years Licenses straight line

If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Office equipment	-	33% straight line
Computer equipment	-	33% straight line

3. Accounting policies *(continued)*

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided.

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 Profit and Loss Accounts 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 Company 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 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 and Loss Account over the remaining vesting period.

4. Employee numbers

The average number of persons employed by the company during the year amounted to 67 (2022: 90).

5. Intangible assets

	Patents and licenses £
Cost	
At 1 January 2023 and 31 December 2023	23,627
Amortisation	
At 1 January 2023	20,427
Charge for the year	3,200
At 31 December 2023	23,627
Carrying amount	
At 31 December 2023	–
At 31 December 2022	3,200

6. Tangible assets

	Office equipment £	Computer equipment £	**Total £**
Cost			
At 1 January 2023	25,638	229,784	255,422
Additions	–	27,819	27,819
Disposals	–	(16,070)	(16,070)
At 31 December 2023	25,638	241,533	267,171
Depreciation			
At 1 January 2023	15,645	125,429	141,074
Charge for the year	6,673	59,807	66,480
Disposals	–	(8,430)	(8,430)
At 31 December 2023	22,318	176,806	199,124
Carrying amount			
At 31 December 2023	3,320	64,727	68,047
At 31 December 2022	9,993	104,355	114,348

7. Debtors

	2023 £	2022 £
Trade debtors	988,651	818,950
Other debtors	269,329	222,735
	1,257,980	1,041,685

8. Creditors: amounts falling due within one year

	2023 £	2022 £
Trade creditors	52,793	43,244
Social security and other taxes	145,661	162,684
Other creditors	6,317,277	6,334,383
	6,515,731	6,540,311

The company has provided security by way of a fixed and floating charge over all the property or undertakings of the company in favour of Flow Capital Corp at the balance sheet date.

The amounts secured and due to Flow Capital Corp. are £4,958,432 (2022 : £4,958,432).

9. Provisions

The company has provided £11,836 of restoration/dilapidation provisions in respect of the rental property occupied by the company.

10. Share-based payments

Certain employees of the Company have been granted options over the shares in the Company. The options granted are at a fair value determined by the directors.

25% of these options are exercisable one year after the date of the grant and then monthly for each of the three years thereafter. None (2022 : none) of the options vested were exercised in the year ended 31 December 2023.

An expense equivalent to the fair value of the share options granted is recognised evenly over the vesting period with a corresponding amount being recognised in the share option reserve.

11. Called up share capital

Issued, called up and fully paid

	2023		2022	
	No.	**£**	No.	£
Ordinary shares of £0.00001 each	10,348,331	103	10,000,000	100
Deferred shares shares of £0.00001 each	100,000	1	100,000	1
Series Seed Preferred shares of £0.00001 each	1,399,999	14	1,399,999	14
Series A shares of £0.00001 each	4,376,786	44	4,376,786	44
B Ordinary shares shares of £0.00001 each	422,110	4	421,523	4
	16,647,226	166	16,298,308	163

During the year, the company issued 587 B Ordinary shares and 348,331 Ordinary shares for a total consideration of £5,257.

12. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2023	2022
	£	£
Not later than 1 year	3,990	80,429
Later than 1 year and not later than 5 years	–	3,990
	3,990	84,419

13. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension costs charge represents contributions payable by the company to the fund and amounted to £65,023 (2022: £42,315). Contributions totalling £17,732 (2022 : £24,617) were payable to the fund at the balance sheet date and are included in creditors

14. Controlling party

The company is under the immediate control of A Amann, director, by virtue of owning the majority of the issued share capital (with full voting rights) of the company.