Registered number: 10776184

MYWORLD INTERNATIONAL LIMITED

FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 29 DECEMBER 2018

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COMPANY INFORMATION

Directors M Sedovnik

R W Pieta (resigned 30 June 2019)

F J F Grave Silva (resigned 25 October 2018)

C N Thomson (appointed 18 January 2018, resigned 20 February 2019)

D A Garvey (appointed 7 January 2019, and resigned 2 October 2020)

Company secretary Hexagon TDS Limited (resigned 14 May 2019)

Registered number 10776184

Registered office 3rd Floor

40 Bank Street London E14 5NR

Independent auditor Cooper Parry Group Limited

Chartered Accountants & Statutory Auditor

Sky View Argosy Road

East Midlands Airport Castle Donington

Derby DE74 2SA

Bankers UniCredit Bank Austria AG

Rothscildplatz 1 1020 Wien Austria

Banka Intesa Sanpaola d.d. Ulica heroja Bracica 6

2000 Maribor

Solicitors Fox Williams LLP

10 Finsbury Square

London EC2A 1AF

MYWORLD INTERNATIONAL LIMITED REGISTERED NUMBER: 10776184

BALANCE SHEET AS AT 29 DECEMBER 2018

			29		Unaudited 31
			December		December
	Note		2018 £		2017 £
Fixed assets					
Tangible assets	4		1,108,191		_
Investments	5		861,898		259,055
			1,970,089		259,055
Current assets					
Debtors: amounts falling due after more than one year	6	8,861,714		-	
Debtors: amounts falling due within one year	6	16,067,934		100	
Cash at bank and in hand		685,136	_	-	
		25,614,784		100	
Creditors: amounts falling due within one year	7	(15,109,244)		(261,409)	
Net current assets/(liabilities)			10,505,540		(261,309)
Total assets less current liabilities			12,475,629		(2,254)
Creditors: amounts falling due after more than one year	8		(13,224,694)		-
Provisions for liabilities					
Deferred tax	9	(48,038)		-	
			(48,038)		-
Net liabilities			(797,103)		(2,254)
Capital and reserves				•	
Called up share capital	10		100		100
Profit and loss account			(797,203)		(2,354)
			(797,103)	-	(2,254)
				:	

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 profit and loss account in accordance with provisions applicable to companies subject to the small companies' regime.

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

— Docusigned by:

Marko Schownik —08AF9C9AC9D84AF... M Sedovnik

Director

Date: 01. December 2020

The notes on pages 2 to 14 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

1. General information

myWorld International Limited ("the company") is a limited liability company incorporated and domiciled in the United Kingdom. The address of its registered office is shown on the company information page.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements are prepared in Sterling (\mathfrak{L}) , which is the functional currency of the company. The financial statements are for the 52 week period ended 29 December 2018 (2017: 32 week period ended 31 December 2017).

The financial statements have been prepared 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 including Section 1A of FRS 102 and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

The financial statements have been prepared on a going concern basis, which assumes that the company will continue in operational existence of the foreseeable future.

At 29 December 2018 the company's current assets exceeded current liabilities by £1,643,826. The company has made a loss of £794,849 and has net liabilities of £797,103. This is predominately due to provisions made against intercompany debtors and impairments of investments, as the company looks to build the business.

The directors have reviewed the trading expectations and assessed the current and future sources of funding for the next twelve months which show the company is able to meet its liabilities as they fall due. Based on these trading expectations and the continued support of its parent company and fellow subsidiary companies and the trading activity they undertake, the directors consider it appropriate to prepare the financial statements on a going concern basis.

At the time of signing these accounts, the directors have also considered the effect of the Coronavirus on the going concern position, and consider that this does indicate that the company will continue to trade for a period of at least 12 months from the date of signing these accounts. Use has been made of the government job retention schemes. The company will continue to be supported by the rest of the group.

The financial forecasts prepared by the directors show that the company will be able to operate within the facilities available to it.

On that basis, the directors have prepared these financial statements on a going concern basis.

2.3 Exemption from preparing consolidated financial statements

The Company is a parent Company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under the law of an EEA state and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

2.4 Operating leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

2. Accounting policies (continued)

2.5 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable including discounts but excluding rebates, value added tax and other sales taxes.

The following criteria must also be met before turnover is recognised:

Sale of goods

Turnover from the sale of goods (including e-vouchers and m-vouchers) is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2.6 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit and loss account, 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 operates and generates 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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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.

The company has benefited from group relief from related parties, at the year end this is included within intercompany creditors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

2. Accounting policies (continued)

2.7 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

2.8 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:

Furniture, fittings and equipment- 5 years
Computer software - 5 years
Computer equipment - 3 years

Leasehold improvements - over the remaining term of the lease

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 profit and loss account.

2.9 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 profit and loss account except when deferred in other comprehensive income as qualifying cash flow hedges.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

2. Accounting policies (continued)

2.10 Borrowing costs

All borrowing costs are recognised in the period in which they are incurred.

2.11 Valuation of investments

Investments in subsidiaries and associates are measured at cost less accumulated impairment.

2.12 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the profit and loss account in the period that the Company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

2.13 Financial instruments

The Company 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 non-puttable ordinary shares.

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 profit and loss account.

3. Employees

The average monthly number of employees, including directors, during the period was 4 (2017 - 0).

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

4. Tangible fixed assets

	Fixtures and fittings	Computer equipment £	Software £	Total £
Cost or valuation				
Additions	1,092,960	11,114	40,809	1,144,883
At 29 December 2018	1,092,960	11,114	40,809	1,144,883
Depreciation				
Charge for the period	36,383	309	-	36,692
At 29 December 2018	36,383	309	-	36,692
Net book value				
At 29 December 2018	1,056,577	10,805	40,809	1,108,191
At 29 December 2017	-		-	-

5. Fixed asset investments

	Investments in subsidiary companies £	Investments in associates £	Total £
Cost or valuation			
At 30 December 2017 (unaudited)	259,055	-	259,055
Additions	1,708,592	64,571	1,773,163
Impairment	(1,124,879)	(45,441)	(1,170,320)
At 29 December 2018	842,768	19,130	861,898

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NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

5. Fixed asset investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Country of incorporation	Date of acquisition	Holding
myWorld Australia Pty Limited	Suite 2 Level 222 Pitt St Sydney NSW 2000, Australia.	Australia	14/06/2017	100%
myWorld D.O.O. Beograd	Bulevar Mihajla Pupina 10 L, 11070, Beograd, Serbia	Serbia	16/08/2017	100%
myWorld Poland Sp. z o.o.	ul. Gen. Bohdana Zielinskiego 22, 30- 320, Kraków, Poland	Poland	01/09/2017	100%
myWorld America Inc. (US)	450 East Las Olas Blvd. Suite 700, Fort Lauderdale, FL33301, Florida, U.S.A	U.S.A	05/09/2017	100%
myWorld South Africa (Pty) Ltd	First Floor, Building 29, The Woodlands Office Park, 20 Woodlands Drive, Woodmead, Gauteng, South Africa	South Africa	06/09/2017	100%
myWorld Slovakia, s.r.o.	Bajkalská 19/B, 82101, Bratislava – Ružinov, Slovakia	Slovakia	21/09/2017	100%
myWorld, s.r.o.	Evropská 2591/33e, 16000, Praha, Czech Republic	Czech Republic	21/09/2017	100%
mWA myWorld Austria GmbH	Grazbachgasse 87-93, 8010, Graz, Austria	Austria	12/10/2017	100%
myWorld New Zealand Limited	Level 5, Tower 1, 205 Queen Street, Auckland, 1010, New Zealand	New Zealand	21/11/2017	100%
myWorld Retail Services Canada Inc.	5000 Younge Street, Suite 1706, Toronto, Ontario M2N 7E9, Canada	Canada	27/12/2017	100%
myWorld Logistics Limited	3rd Floor, 40 Bank Street, London, England, UK	UK	08/01/2018	100%
mWG myWorld Germany GmbH	Gereonstraße 1-3, 50670 Köln Cologne, Germany	Germany	22/01/2018	100%
myWorld Denmark ApS	Bomhusvej 13, st. th. København Ø,2100, Denmark	Denmark	22/01/2018	100%
myWorld Finland Oy	Äyritie 18,1510, Vantaa, Finland	Finland	22/01/2018	100%
myWorld Sweden AB	Wenner-Gren Center, van 5, Sveavägen 166,11346, Stockholm, Sweden	Sweden	22/01/2018	100%

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

5. Fixed asset investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Country of incorporation	Date of acquisition	Holding
myWorld Bulgaria EOOD	11-13 Yunak Str., fl. 4, Hipodruma district,1612 Sofia, Bulgaria	Bulgaria	23/01/2019	100%
myWorld d.o.o. Podgorica	Ulica Slobode br.2 Biznis centar Hilton, 81000 Podgorica, Crna Gora, Montenegro	Montenegro	23/01/2018	100%
myWorld Macedonia DOOEL Skopje	3	Macedonia	23/01/2018	100%
myWorld Retail Services UK Limited	3rd Floor, 40 Bank Street, London, England, UK	UK	24/01/2018	100%
myWorld d.o.o. Sarajevo	Trg djece Sarajeva 1, BBI Centar 4a,71000, Sarajevo, Bosnia and Herzegovina	Bosnia and Herzegovina	26/01/2018	100%
Stefania ut 101-103, 1143, Budapest, Hungary	Stefania ut 101-103, 1143, Budapest, Hungary	Hungary	26/01/2018	100%
myWorld Portugal Unipessoal Lda.	Praça Duque de Saldanha no.1 Edifício atrium Saldanha, 1050- 094, Lisboa, Portugal	Portugal	26/01/2018	100%
myWorld Latvija SIA	Cesu iela 31/2, 1012, Riga, Latvia	Latvia	02/02/2018	100%
myWorld Estonia OÜ	Laeva 2, 2nd floor 10111 Tallinn, Estonia	Estonia	07/02/2018	100%
UAB myWorld Lithuania	Olimpieciu 1, 9235, Vilnius, Lithuania	Lithuania	08/02/2018	100%
myWorld Belgium BVBA/SPRL	Belgicastraat 7,1930, Zaventem, Belgium	Belgium	14/02/2018	100%
myWorld d.o.o.	Ulica Vita Kraigherja 3, 2000, Maribor, Slovenia	Slovenia	15/02/2018	100%
myWorld Nederland B.V.	Hoofdweg 258 (3e verdieping),3001 GJ Rotterdam, Netherlands	Netherlands	15/02/2018	100%
myWorld Retail Services SRL	Ion Ionescu de la Brad no. 1A, Baneasa Airport Tower, 2nd floor,013811, Bucuresti, Romania	Romania	15/02/2018	99.91%

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

5. Fixed asset investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Country of incorporation	Date of acquisition	Holding
myWorld Retail Sevices Ireland Ltd.	Unit 8, 4075 Kingswood Road, Citywest Business Campus, Dublin 24, D24 F212, Ireland	Ireland	15/02/2018	100%
myWorld d.o.o.	Josipa Marohnica 1, 10000, Zagreb, Croatia	Croatia	20/02/2018	100%
mWS myWorld Customer & Retail Services Spain, S.L.U.	Cardenal Marcelo Spínola, 2 - Planta 6ª derecha, 28020, Madrid, Spain	Spain	21/02/2018	100%
myWorld Brasil - Servicos Comerciais E De Marketing LTDA	Alameda Mamoré, 503,	Brazil	27/04/2018	99%
MyWorld Swiss GmbH	Tödistrasse 48,8002, Zurich, Switzerland	Switzerland	27/04/2018	100%
myWorld Italia s.r.l.	Centro Direzionale E33, Viale del Lavoro 33,37036, S. Martino Buon Albergo, Italy	Italy	02/05/2018	100%
mWI myWorld India Private Limited	A288, 2nd Floor, Defence Colony,110024 New Delhi, India	India	09/05/2018	100%
Customer & Retail Services myWorld Ltd. (CY)	Leoforos Griva Digeni 25, Office 304, Floor 3, 6035, Larnaka, Cyprus	Cyprus	11/05/2018	100%
myWorld Hong Kong Limited		Hong Kong	29/05/2018	100%
myWorld Macau Limited	Avenida da Praia, no.409, China law building, 16/F – B53, Macau	Macau	01/06/2018	100%
Dodax Holdings AG	Postplatz 1,6301, Zug, Switzerland	Switzerland	14/06/2018	100%
myWorld Nordic AS	Lysaker Torg 25, 1366, Lysaker, Norway	Norway	19/07/2018	100%
myWorld Philippines Inc.	10th Floor, Pacific Star Building, Senator Gil Puyat corner Makati Ave. Makati City, 1209, Philippines	Philippines	08/08/2018	99.99%

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

5. Fixed asset investments (continued)

Subsidiary undertakings (continued)

N	lame	Registered office	Country of incorporation	Date of acquisiti	on Holding
	urkey myWorld Perakende (ve) Ticaret Hizmetleri Ltd. Sti	Kanyon Residence 185/11 D Blok Sisli, Esentepe Mah. Büyükdere Cad, Istanbul, Turkey	Turkey	07/11/20 ⁻	18 75%
6. D	Debtors				
				29 December 2018 £	Unaudited 31 December 2017 £
Đ	ue after more than one yea	ar			
Α	mounts owed by group unde	ertakings		8,861,714	-
				8,861,714	-
				29 December 2018 £	Unaudited 31 December 2017 £
D	ue within one year			_	-
Ta	rade debtors			10,966,092	-
А	mounts owed by group unde	ertakings		458,888	-
Α	mounts owed by related part	ties		1,901,859	-
0	Other debtors			1,417,567	-
	called up share capital not pa			-	100
P	repayments and accrued inc	come		1,323,528	
				16,067,934	100

A provision has been made against amounts owed by group undertakings as explained within note 4.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

7. Creditors: Amounts falling due within one year

	29 December 2018 £	Unaudited 31 December 2017 £
Trade creditors	764,821	-
Amounts owed to group undertakings	12,458,007	261,397
Amounts owed to related parties	1,163,676	-
Corporation tax	203,769	-
Other taxation and social security	10,393	-
Other creditors	65,533	12
Accruals and deferred income	443,045	-
	15,109,244	261,409
		

In respect of the corporation tax liability, group relief of £692,185 is included within amounts owed to group undertakings.

8. Creditors: Amounts falling due after more than one year

		Unaudited
	29	31
	December	December
	2018	2017
	£	£
Amounts owed to related parties	13,224,694	-
		

9. Deferred taxation

	2018 £
Charged to profit or loss	48,038
At end of period	48,038
The deferred taxation balance is made up as follows:	
Decemb 20 ⁻	
Accelerated capital allowances 48,03	- 38

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

10. Share capital

	Unaudited
29	31
December	December
2018	2017
£	£
. 100	100
	December 2018 £

11. Commitments under operating leases

At 29 December 2018 the Company had future minimum lease payments under non-cancellable operating leases as follows:

		Unaudited
	29	31
	December	December
	2018	2017
	£	£
Not later than 1 year	444,108	-
Later than 1 year and not later than 5 years	1,443,351	-
	1,887,459	-

12. Related party transactions

During the period sales of £2,632,442 were made to a company under the same ultimate control with no profit or loss being made on these sales.

The company has taken advantage of the exemption under FRS 102 section 1A not to disclose transactions or balances with related parties except where those transactions are not concluded under normal market conditions.

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MYWORLD INTERNATIONAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

13. Post balance sheet events

myWorld France SASU has been incorporated and started trading on 2 January 2019.

On 17 January 2019, the company acquired 2.4% of Progress IMO GmbH for €25,000. On 12 February 2019, it paid a further €955,000 for a further 95.6%, giving it 98% of the total share capital.

On 30 May 2019, myWorld International Limited purchased 100% of 360 Code Lab Sp. Z.o.o on incorporation for ZL 50,000.

On 10 July 2019, myWorld International Limited purchased 100% of MWN myWorld Malaysia SDN. BHD. on incorporation for RM 1,000,000.

On 16 July 2019, myWorld International Limited purchased 100% of myWorld Colombia S.A.S on incorporation for \$1,000,000.

On 31 October 2019, Dodax Holdings AG merged into Dodax AG.

In October 2019, Dodax Management GmbH, Dodax Logistic Baar Gmbh, Dodax GmbH (AT), Dodax GmbH (DE), Dodax Sp. Z.o.o, myWorld Logistics GmbH and myWorld Logistics Limited were all sold to myWorld.com Global Limited.

On 6 December 2019, myWorld International Limited purchased 100% of myWorld Retail S.R.L on incorporation for €10,000.

On 18 December 2019 an allotment of shares was issued to the amount of £999,900, meaning that as of that date total share capital was £1,000,000.

On 27 January 2020, myWorld International Limited purchased 100% of myWorld Greece for €459,600.

Post period end a loss on foreign exchange for trade debtors was incurred of £283,792.

Subsequent to the period end, there has been an outbreak of Coronavirus which has developed into a global pandemic. At this stage there continues to be a high level of uncertainty about the extent and the timeframe of the virus on the global economy, the directors believe the company is strongly positioned to handle any downturn that may occur in the sector the company operates in.

At the time of signing these accounts, the directors have also considered the effect of the Coronavirus on the going concern position, and consider that this does indicate that the company will continue to trade for a period of at least 12 months from the date of signing these accounts. The company will continue to be supported by the rest of the group.

14. Controlling party

The immediate and ultimate parent undertaking controlling 100% of myWorld International Limited is myWorld Holdings Limited, a company incorporated in England and Wales.

The ultimate controlling party is Hubert Freidl.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018

15. Auditor's information

As the profit and loss account has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006.

The auditor's report was unqualified. The audit report includes an Emphasis of Matter paragraph in which we draw attention to note 2.2 of the financial statements, which describes the uncertainty caused by the global Coronavirus pandemic. Our opinion is not modified in respect of this matter.

The auditor's report also includes an Other matters paragraph to draw attention to the fact that the comparatives are unaudited.

The auditor was Cooper Parry Group Limited.

Martin Firbank signed the auditor's report as Senior Statutory Auditor.