

Zoe Global Limited

REPORT AND UNAUDITED FINANCIAL STATEMENTS

for the period ended 31 August 2018

Registered Number: 10902884



Zoe Global Limited
COMPANY INFORMATION
for the period ended 31 August 2018

Directors	J T Wolf G Hadjigeorgiou M A S Ekeland
Company number	10902884
Registered office	Heath Foundry Ground Floor Canterbury House 1 Royal Street London United Kingdom SE1 7LL
Accountants	RSM UK Tax and Accounting Limited The Pinnacle 170 Midsummer Boulevard Milton Keynes Buckinghamshire MK9 1BP

Zoe Global Limited

DIRECTORS' REPORT

for the period ended 31 August 2018

The directors present their report together with the unaudited accounts of the company for the period ended 31 August 2018.

Principal activities

The company was incorporated on 7 August 2017. The principal activity of the company is that of combining science with large scale data and machine learning to give advice to consumers on their diet based off their unique metabolism.

Directors

The directors who have held office during the period and up to the date of signature of the financial statements was as follows:

J T Wolf	(Appointed 7 August 2017)
G Hadjigeorgiou	(Appointed 7 August 2017)
M A S Ekeland	(Appointed 26 October 2017)

Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the 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 of the company in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU").

The financial statements are required by law and IFRS as adopted by the EU to present fairly the financial position and performance of the company. The Companies Act 2006 provides in relation to such financial statements that references in the relevant part of that Act to financial statements giving a true and fair view are references to their achieving a fair presentation.

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 of the profit or loss of the company for that period.

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

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and accounting estimates that are reasonable and prudent;
- c. state whether they have been prepared in accordance with IFRSs adopted by the EU;
- d. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.


Zoe Global Limited
DIRECTORS' REPORT
for the period ended 31 August 2018

Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the period. These provisions remain in force at the reporting date.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Approved by the directors and signed on behalf of the Board


G Hadjigeorgiou
Director

Date: 3/4 2019

Zoe Global Limited
STATEMENT OF COMPREHENSIVE INCOME
for the period ended 31 August 2018

	Notes	Period ended 31 August 2018 £
Continuing operations		
Revenue		-
Cost of sales		-
		<hr/>
Gross profit		-
Administrative expenses		(1,156,584)
Share based payment expense		(158,337)
		<hr/>
Operating loss	2	(1,314,921)
Finance income	4	15,651
		<hr/>
Loss before income tax		(1,299,270)
Income tax	5	208,502
		<hr/>
Loss for the period		(1,090,768)
		<hr/>
Total comprehensive income for the period		(1,090,768)
		<hr/> <hr/>

Zoe Global Limited
STATEMENT OF FINANCIAL POSITION
as at 31 August 2018

Registered number: 10902884

	Notes	2018 £
Non-current assets		
Intangible assets	6	69,844
Plant and equipment	7	21,339
		<u>91,183</u>
Current assets		
Trade and other receivables	8	377,456
Current asset investments	9	3,337,486
Cash and cash equivalents	10	1,549,379
		<u>5,264,321</u>
Total assets		<u><u>5,355,504</u></u>
Current liabilities		
Trade and other payables	11	162,924
		<u>162,924</u>
Total liabilities		<u><u>162,924</u></u>
Equity attributable to equity shareholders		
Called up share capital	12	16
Share premium account		6,124,995
Retained earnings		(932,431)
		<u>5,192,580</u>
Total equity		<u><u>5,355,504</u></u>
Total equity and liabilities		<u><u>5,355,504</u></u>

For the financial period ended 31 August 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

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

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

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

The accounts on pages 5 to 23 were approved by the Board of Directors and authorised for issue on [28/3/2019] 2019 and signed on their behalf by:

G Hadjigeorgiou
Director



Zoe Global Limited
STATEMENT OF CHANGES IN EQUITY
for the period ended 31 August 2018

	Called up share capital £	Share premium account £	Retained earnings £	Total £
Balance at 7 August 2017	-	-	-	-
Comprehensive income				
Loss for the financial period	-	-	(1,090,768)	(1,090,768)
Total comprehensive income	-	-	(1,090,768)	(1,090,768)
Transactions with owners				
Share based payment transactions	-	-	158,337	158,337
Shares issued	16	6,124,995	-	6,125,011
Total transactions with owners	16	6,124,995	158,337	6,283,348
Balance at 31 August 2018	16	6,124,995	(932,431)	5,192,580

Share premium account

Represents amounts subscribed for share capital in excess of nominal value, net of directly attributable share issue costs.

Retained earnings

Retained earnings represent the accumulated retained profits and losses less payment of dividends.

Zoe Global Limited
STATEMENT OF CASH FLOWS
for the period ended 31 August 2018

	Notes	Period ended 31 August 2018	
		£	£
Cash flow from operating activities			
Loss before taxation		(1,090,768)	
Adjustment for depreciation		2,428	
Adjustment for amortisation		13,187	
Adjustment for share based payment expense		158,337	
Adjustment for finance income		(15,651)	
Adjustment for income tax		(208,502)	
		<hr/>	
Operating cash flows before movements in working capital		(1,140,969)	
Increase in trade and other receivables		(168,954)	
Increase in trade and other payables		162,924	
		<hr/>	
Net cash used in operating activities			(1,146,999)
Cash flows from investing activities			
Purchase of tangible assets			(23,767)
Purchase of intangible assets			(83,031)
Interest received			15,651
Payments for acquisition of investments			(3,337,486)
			<hr/>
Net cash used in investing activities			(3,428,633)
Cash flows from financing activities			
Issue of share capital			6,125,011
			<hr/>
Net cash generated from financing activities			6,125,011
			<hr/>
Net increase in cash and cash equivalents			1,549,379
Cash and cash equivalents at beginning of period			-
			<hr/>
Cash and cash equivalents at end of period	10		<u>1,549,379</u>

Cash and cash equivalents consist of cash on hand and balances with a range of financial institutions.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS

for the period ended 31 August 2018

1 ACCOUNTING POLICIES

(a) Basis of preparation

Zoe Global Limited is a private limited company, incorporated and domiciled in England. The registered office of the Company is Heath Foundry Ground Floor, Canterbury House, 1 Royal Street, London, United Kingdom, SE1 7LL. The principal activities of Zoe Global Limited are described in the Directors' Report on page 2.

These financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union ("IFRS") and International Financial Reporting Committee ("IFRC") interpretations that are applicable to the financial statements for the period ending 31 August 2018, and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared using the historical cost convention.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest pound.

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the date of the financial statements. If in the future such estimates and assumptions, which are based on management's best judgement at the date of the financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the year in which the circumstances change.

Initial application of IFRS 9 Financial Instruments

The company has applied IFRS 9 Financial Instruments early in the period ended 31 August 2018. IFRS 9 replaces IAS 39 Financial Instruments: Recognition and measurement.

The classification of financial assets under IFRS 9 is based on whether the contractual cash flows of the instrument are solely payments of principal and interest, and whether the business model is to collect those contractual cash flows and/or sell the financial assets. All the company's financial assets that would have been classified as loans and receivables under IAS 39 are classified as assets at amortised cost under IFRS 9.

The application of IFRS 9 has not changed the measurement of the company's financial liabilities or the company's accounting policies for the recognition or derecognition of financial instruments.

(b) Foreign currency translation

Transactions in foreign currencies are translated into the functional currency of the company using the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting date.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

1 ACCOUNTING POLICIES *(continued)*

(c) Taxes

The tax expense represents the sum of the current tax expense and deferred tax expense.

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

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction which affects neither the tax profit nor the accounting profit.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based upon tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items credited or charged directly to equity, in which case the deferred tax is also dealt with in equity.

(d) Intangible assets other than goodwill

Separately acquired trademarks and intellectual property have a finite useful life and are stated at cost less accumulated amortisation and impairment losses.

Amortisation is provided to write off the cost, less residual value, on a straight line basis over the estimated useful life, as follows:

Trademarks	10 years
Intellectual property	5 years

Research expenditure is recognised as an expense as incurred.

Residual values, remaining useful lives and amortisation methods are reviewed annually and adjusted if appropriate.

The entity assesses at each reporting date whether an asset may be impaired. If any such indicator exists, the entity tests for impairment by estimating the recoverable amount. If the recoverable amount is less than the carrying value of an asset, an impairment loss is required.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

for the period ended 31 August 2018

1 ACCOUNTING POLICIES *(continued)*

(e) Plant and equipment

All plant and equipment assets are stated at cost less accumulated depreciation and impairment losses.

Depreciation of plant and equipment is provided to write off the cost, less residual value, on a straight line basis over the estimated useful life, as follows:

Computer equipment	3 years
--------------------	---------

Residual values, remaining useful lives and depreciation methods are reviewed annually and adjusted if appropriate:

Gains or losses on disposal are included in the statement of comprehensive income.

The entity assesses at each reporting date whether an asset may be impaired. If any such indicator exists, the entity tests for impairment by estimating the recoverable amount. If the recoverable amount is less than the carrying value of an asset, an impairment loss is required.

(f) Financial instruments

Financial assets and financial liabilities are recognised in the company's Statement of Financial Position when the company becomes a party to the contractual provisions of the instrument.

Current assets investments

Current asset investments comprise deposits that have more than three months maturity from the date of acquisition. These are held to collect contractual cash flows which are solely payments of principal and interest. Therefore, these investments are subsequently measured at amortised cost using the effective interest rate method.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, short term deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the company prior to the end of the financial period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value, net of direct transaction costs, and subsequently measured at amortised cost using the effective interest rate method.

Equity instruments

Equity instruments issued by the company are recorded at fair value on initial recognition net of transaction costs.

(g) Retirement benefits

Contributions to defined contribution plans are recognised as an expense as the contributions accrue.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

1 ACCOUNTING POLICIES *(continued)*

(h) Leases

Leases in which a significant proportion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are recognised in the statement of comprehensive income on a straight line basis over the term of the lease.

(i) Share based payments

Share-based payments of the company are equity-settled share options granted to employees, for which an option pricing model is used to estimate the fair value at grant date. That fair value is charged on a straight-line basis as an expense in the statement of comprehensive income over the period that the employee becomes unconditionally entitled to the options (vesting period), with a corresponding increase in equity.

The number of such options is adjusted annually to reflect best estimates of those expected to vest (ignoring purely market-based conditions) with consequent changes to the expense. Equity is also increased by the proceeds received, as and when employees choose to exercise their options.

Critical accounting estimates and areas of judgement

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 company makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. 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 discussed below.

Share based payments

The fair value of share-based awards is measured using the Black-Scholes model which inherently makes use of significant estimates and assumptions concerning the future. Such estimates and assumptions include the expected life of the options and the number of employees that will achieve the vesting conditions. Further details of the share option scheme are given in note 13.

Useful life of intellectual property

The company has recently purchased intellectual property in its course of business. As at 31 August 2018 the carrying amount of this intellectual property was £62,178. The company estimates the useful life of the intellectual property to be 5 years based on the expected economic benefits of the asset. However, the actual useful life may be shorter or longer depending on economic conditions and market factors.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

for the period ended 31 August 2018

2 ANALYSIS OF EXPENSES BY NATURE

	2018 £
Employee benefits expenses (note 3)	828,153
Depreciation and amortisation (notes 6 and 7)	15,615
Operating lease rentals	13,666
Foreign exchange gains	(281)
Other operating expenses	457,768
	<hr/>
Total administrative and share based payment expenses	1,314,921
	<hr/> <hr/>

3 STAFF

The aggregate payroll costs, including directors, for the period were as follows:

	2018 £
Wages and salaries	629,289
Social security costs	36,997
Other pension costs	3,530
Share based payments	158,337
	<hr/>
	828,153
	<hr/> <hr/>

DIRECTORS' REMUNERATION

	2018 £
Emoluments	140,000
Pension contributions	1,010
	<hr/>
	141,010
	<hr/> <hr/>

The number of directors to who retirement benefits are accruing under money purchase scheme was two.

4 FINANCE INCOME

	2018 £
Interest on short term deposits	15,651
	<hr/> <hr/>

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)*
for the period ended 31 August 2018

5 INCOME TAX

	2018 £
(a) Current year tax credit	
Taxation credit	(208,502)
	<u>(208,502)</u>

(b) Tax reconciliation

The tax charge assessed for the period differs from the applicable standard companies' rate of corporation tax in the UK. The differences are explained below:

	2018 £
Loss on ordinary activities before tax	(1,299,270)
Tax at 19.00%	(246,861)
Effects of:	
Deferred tax not recognised	87,207
Expenses not deductible for tax purposes	30,608
Surrender of tax losses for research and development tax credit refund	64,707
Effect of changes in tax rate	10,260
Research and development tax credit (including overseas)	(154,423)
	<u>(208,502)</u>

(c) Tax Losses

Unused tax losses for which no deferred tax asset has been recognised	534,320
	<u>534,320</u>
Potential tax benefit at 19.00%	101,521
	<u>101,521</u>

Deferred tax assets relate to tax losses expected to be utilised against future profits, but are not recognised as timing of recovery is uncertain.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

6 INTANGIBLE ASSETS

	Trademarks £	Intellectual property £	Total £
Cost			
At 7 August 2017	-	-	-
Additions	8,031	75,000	83,031
	<hr/>	<hr/>	<hr/>
At 31 August 2018	8,031	75,000	83,031
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
Accumulated amortisation			
At 7 August 2017	-	-	-
Amortisation charge for the period	365	12,822	13,187
	<hr/>	<hr/>	<hr/>
At 31 August 2018	365	12,822	13,187
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
Closing carrying value At 31 August 2018	7,666	62,178	69,844
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
At 7 August 2017	-	-	-
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

The intellectual property relates to the acquisition of the assets of MapMyGut, an application which provides a personalised analysis and interpretation of a patient's gut bacteria, for a cost of £75,000, which is being amortised over a period of 5 years.

Trademarks relate to the acquisition of a recognisable sign, design or expression which identifies products or services of a particular source from those of others. Costs to register trademarks are capitalised and amortised over a period of 10 years.

The amortisation charge is included within administrative expenses in the statement of comprehensive income.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

7 FIXED ASSETS

	Computer equipment £	Total £
Cost		
At 7 August 2017	-	-
Additions	23,767	23,767
	<hr/>	<hr/>
At 31 August 2018	23,767	23,767
	<hr/> <hr/>	<hr/> <hr/>
Depreciation		
At 7 August 2017	-	-
Charge for the period	2,428	2,428
	<hr/>	<hr/>
At 31 August 2018	2,428	2,428
	<hr/> <hr/>	<hr/> <hr/>
Net book value		
At 31 August 2018	21,339	21,339
	<hr/> <hr/>	<hr/> <hr/>
At 7 August 2017	-	-
	<hr/> <hr/>	<hr/> <hr/>

The depreciation charge is included within administrative expenses in the statement of comprehensive income.

8 TRADE AND OTHER RECEIVABLES

	2018 £
Prepayments and accrued income	106,313
Corporation tax recoverable	208,502
Other debtors	62,641
	<hr/>
	377,456
	<hr/> <hr/>

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

9 CURRENT ASSET INVESTMENTS

	2018 £
Treasury deposits	3,337,486
	<hr/>
	3,337,486
	<hr/> <hr/>

The treasury deposits relate to two deposits made on 22 March 2018 of £1,486,046 and £1,851,440 with maturity dates of 24 September 2018 and 24 December 2018. The interest rates on these deposits are 0.64% pa and 0.75% pa respectively.

10 CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of cash on hand and short term deposits held with banks. Cash and short term deposits and cash equivalents included in the statement of cash flows comprise the following statement of financial position amounts:

	2018 £
Cash on hand and balances with banks	1,549,379
	<hr/>
	1,549,379
	<hr/> <hr/>

The carrying amount of these assets approximates to their fair value.

11 TRADE AND OTHER PAYABLES

	2018 £
Trade payables	59,925
Other creditors and accrued expenditure	78,683
Other taxation and social security	24,316
	<hr/>
	162,924
	<hr/> <hr/>

The company had trade payables denominated in Euros of £29,338 and £17,370 denominated in US Dollars at the period end.

Trade payables are unsecured and are usually paid within 30 days of recognition.

The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short term nature.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

12	SHARE CAPITAL	2018 £
	Issued and fully paid	
	557,258 Ordinary shares of £0.0000001 each	-
	56,329,529 Seed shares of £0.0000001 each	6
	100,000,000 Founder shares of £0.0000001 each	10
		<hr/>
		16
		<hr/>

156,886,787 shares were issued during the year at a weighted average price of £0.0000001 per share.

The company's Ordinary, Seed and Founder shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

In the event of liquidation, the holders of Seed shares shall rank first in order of preference of the distribution of the surplus assets of the company after paying off all liabilities.

The Founder shares have rights specific to them. The company will not, without the prior written approval of the Founder shareholders holding not less than 75% in nominal value of the Founder shares, undertake a change in the company structure, nature of business, appoint and remove directors or dismiss any of the Founder shareholders as employees.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

for the period ended 31 August 2018

13 SHARE BASED PAYMENTS

The following options have been granted over £0.0000001 Ordinary shares in the company:

Date exercisable	As at 7 August 2017	Granted	Forfeited	As at 31 August 2018	Exercise price
Employee scheme:					
From 1 September 2017 – 31 March 2018	-	10,283,530	(250,000)	10,033,530	0.0000001p
From 1 April 2018 – 31 August 2018	-	140,000	-	140,000	3.4p
Advisor Scheme:					
From 1 September 2017 – 31 March 2018	-	1,015,000	-	1,015,000	0.0000001p
From 1 September 2017 – 31 March 2018	-	220,000	-	220,000	4.0p
From 1 April 2018 – 31 August 2018	-	210,000	-	210,000	0.0000001p
MMS Scheme:					
From 1 September 2017 – 31 August 2018	-	767,135	-	767,135	£1
	-	<u>12,635,665</u>	<u>(250,000)</u>	<u>12,385,665</u>	

An expense of £158,337 was recognised from share based transactions in the period.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

13 SHARE BASED PAYMENTS *(continued)*

Equity-settled share option plan

The company has established a share option scheme with 3 distinct types of options.

Under Enterprise Management Incentive plan, the participants are granted options which only vest if certain service conditions are met. 25% of the options vest after the first anniversary of the grant date and a subsequent 6.75% vests quarterly thereafter until the option is fully vested. The options lapse 10 years at the end of the day before the tenth anniversary of the grant date.

Under Advisory Option Plan, participants are granted options which only vest if certain service conditions are met. 2.08% of the total options granted vest after each subsequent month during which the participant serves as an advisor to the company after the vesting start date until the option is fully vested. The options lapse 10 years at the end of the day before the tenth anniversary of the grant date.

Under the MMS plan, participants are granted options which only vest if certain service conditions are met. The option may only be exercised by the option holder following notification of an impending exit event, including business sale or reorganisation. The options lapse 15 years at the end of the day before the fifteenth anniversary of the grant date.

	2018	
	Options	Weighted average exercise price
Outstanding at 7 August	-	-
Granted during the period	12,635,665	6.22p
Forfeited during the period	(250,000)	0.0000001p
	<hr/>	<hr/>
Outstanding at 31 August	12,385,665	6.35p
	<hr/>	<hr/>
Exercisable at 31 August	259,667	0.95p
	<hr/>	<hr/>

The options outstanding at 31 August 2018 had an exercise price between £0.0000001 and £1 and a weighted average remaining contractual life of 2.73 years. The weighted average fair value of each option granted during the year was 8.35p.

The inputs into the Black Scholes model are as follows:

	2018	2018	2018
	EMI	MMS	Advisor
Weighted average share price	8.71p	8.71p	8.71p
Weighted average exercise price	0.05p	£1	0.6p
Expected volatility	58.5% - 59.3%	61.5% - 62.7%	53.2% - 54.0%
Expected life	3 years	15 years	5 years
Risk free rate	0.64% - 0.92%	1.63% - 1.76%	0.73% - 1.15%
Expected dividends	Nil	Nil	Nil

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

for the period ended 31 August 2018

13 SHARE BASED PAYMENTS *(continued)*

Expected volatility was determined by calculating the historical volatility of the similar companies' share prices over the previous years based on the expected life of each type of option. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

14 RETIREMENT BENEFIT OBLIGATIONS

The Company pension arrangements are operated through a defined contribution scheme. The amount recognised as an expense in the period ended 31 August 2018 is £3,530.

Included with other creditors is £2,708 relating to pension commitments at the period end.

15 FINANCIAL RISK MANAGEMENT

The company's operations expose it to a number of financial risks including market risk (foreign currency risk and interest rate risk), credit risk and liquidity risk. The company manages these risks through an effective risk management programme.

Liquidity risk

The company closely monitors its access to bank and other credit facilities in comparison to its outstanding commitments on a regular basis to ensure that it has sufficient funds to meet the obligations of the company as they fall due.

The Board receives regular cash flow forecasts which estimate the cash inflows and outflows so that management can ensure that sufficient funding is in place as it is required.

The maturity of trade liabilities is for a period of time equal to less than 6 months.

Interest rate profile

The company has cash deposits of £964,121 at the period end. The company also has cash held in treasury deposits of £3,337,486 which yield interest rates between 0.64% pa and 0.75% pa. Company funds are invested in deposit accounts with the objective of maintaining a balance between accessibility of funds and competitive rates of return.

The company had no interest bearing borrowings at 31 August 2018.

Borrowing facilities

The company had no un-drawn committed borrowing facilities at 31 August 2018.

Credit risk exposure

Credit risk predominantly arises from financial asset investments, trade receivables and cash and cash equivalents.

There are no trade receivables as the company is not generating any revenue at this time, reducing exposure to credit risk greatly. Cash and cash equivalents are held in a diverse range of accounts and treasury deposits creating a more diverse range of bank deposits which helps to reduce credit risk.

The company's maximum exposure to credit risk relating to its financial assets is equivalent to their carrying value, as disclosed in note 18. All financial assets have a fair value which is equal to their carrying value.

The company did not have any financial instruments that would mitigate the credit exposure arising from the financial assets designated at fair value through the profit or loss in the financial period.

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

15 FINANCIAL RISK MANAGEMENT *(continued)*

Foreign currency exposure

Since the company operates internationally it is exposed to foreign currency risk as part of its normal business as the company carries out research activities in both Europe and the United States.

The amount of trade payables denominated in foreign currency is shown in note 11.

The company holds bank accounts denominated in USD and Euros to mitigate any foreign currency risk exposure.

16 CAPITAL MANAGEMENT

The company's objectives when managing capital are:

- to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The company sets the amount of capital in proportion to risk. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

There is no external debt in the company.

17 KEY MANAGEMENT PERSONNEL COMPENSATION

Disclosures required in respect of IAS 24 regarding remuneration of key management personnel is covered by the disclosure of directors' remuneration included within note 3.

18 FINANCIAL INSTRUMENTS

Financial assets at amortised cost	2018 £
Trade and other receivables	62,641
Current asset investments	3,337,486
Cash and cash equivalents	1,549,379
	<hr/>
	4,949,506
	<hr/> <hr/>
Financial liabilities at amortised cost	2018 £
Trade and other payables	162,924
	<hr/> <hr/>

Zoe Global Limited

NOTES TO THE FINANCIAL STATEMENTS *(continued)* for the period ended 31 August 2018

19 POST BALANCE SHEET EVENTS

There have been seven issues of shares post period end as detailed below:

- In September 2018 464,382 Seed shares and 3,391,459 Ordinary shares were issued with a nominal value of £0.0000001 per share.
- In December 2018 52,890,565 Series A shares were issued with a nominal value of £0.0000001 per share.
- In January 2019 18,889,488 Series A shares were issued with a nominal value of £0.0000001 per share.