

Registered number: 05627937

ANUVU UK HOLDINGS LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**



ANUVU UK HOLDINGS LIMITED

COMPANY INFORMATION

Directors	C M Mezger K L Santoro P Panigrahi (resigned 30 November 2022)
Registered number	05627937
Registered office	The Broadway St Mary's Court Amersham HP7 0UT
Independent auditors	Ecovis Wingrave Yeats LLP Chartered Accountants & Statutory Auditors 3rd Floor Waverley House 7-12 Noel Street London W1F 8GQ

ANUVU UK HOLDINGS LIMITED

CONTENTS

	Page
Strategic Report	1
Directors' Report	2 - 3
Directors' Responsibilities Statement	4
Independent Auditors' Report	5 - 8
Profit and Loss Account	9
Balance Sheet	10
Statement of Changes in Equity	11
Notes to the Financial Statements	12 - 21

ANUVU UK HOLDINGS LIMITED

**STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

Introduction

The Directors of Anuvu UK Holdings Limited ("the Company") present the annual report for the year ended 31 December 2022 containing the Strategic report, Directors' report and the financial statements for the year ended 31 December 2022.

Principal activity and review of business

The principal activity of the Company is to hold investments in members of the Anuvu Corp. Group ("the Group").

Principal risks and uncertainties

The Company is a holding company and its activities are limited, however, the performance of the direct and indirect subsidiaries impacts the Company.

Financial key performance indicators

The directors have concluded there are no significant financial key performance indicators given the principal activity of the Company.

Directors' statement of compliance with duty to promote the success of the Company

The Company is a holding company and the primary responsibilities are limited, however, the Directors continue to foster relationships with suppliers and customers in compliance with guidelines from the indirect and wholly owned subsidiaries to maintain high standards for business conduct and be in compliance with applicable regulations.

Engagement with suppliers, customers and others

The Company is a holding company and the primary responsibilities are limited, however, the Directors continue to foster relationships with suppliers and customers in compliance with guidelines from the indirect and wholly owned subsidiaries to maintain high standards for business conduct and be in compliance with applicable regulations.

This report was approved by the board on 18 September 2023 and signed on its behalf.

Christian Mezger

C M Mezger
Director

ANUVU UK HOLDINGS LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

The Directors present their report and the financial statements for the year ended 31 December 2022.

Results and dividends

The profit for the year, after taxation, amounted to \$185,000 (2021 - \$140,000).

The Directors do not recommend a dividend for the year ended 31 December 2022 (2021 - \$Nil). The Company had net current liabilities of \$3,785,000 (2021 - \$3,970,000) and net liabilities of \$3,043,000 (2021 - \$3,228,000).

Going concern

The accounts are prepared on a going concern basis. Further details of the director's assessment of going concern are disclosed in the basis of preparation section of Note 2.2.

Directors

The Directors who served during the year were:

C M Mezger
K L Santoro
P Panigrahi (resigned 30 November 2022)

Political Contributions

The Company made no political contributions and incurred no political expenditure during the current and preceding years.

Future developments

There are no plans to significantly change the Company's operations in the future.

Matters covered in the Strategic Report

Details covering employee engagement and supplier, customer and other business relationship engagements are contained in the Strategic Report.

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'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's auditors are aware of that information.

Post balance sheet events

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

ANUVU UK HOLDINGS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

Greenhouse gas emissions, energy consumption and energy efficiency action

The Company has not disclosed information in respect of greenhouse gas emissions, energy consumption and energy efficiency action as its energy consumption in the United Kingdom for the year is 40,000kWh or lower.

This report was approved by the board on 18 September 2023 and signed on its behalf.

Christian Mezger

C M Mezger
Director

ANUVU UK HOLDINGS LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022**

The Directors are responsible for preparing the Strategic Report, 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 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 of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgements 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 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

ANUVU UK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANUVU UK HOLDINGS LIMITED

Opinion

We have audited the financial statements of Anuvu UK Holdings Limited (the 'Company') for the year ended 31 December 2022, which comprise the Profit and Loss Account, the Balance Sheet, the 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 Company's affairs as at 31 December 2022 and of its profit 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 Company 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 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.

ANUVU UK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANUVU UK HOLDINGS 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 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 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 Company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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 4, 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 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 Company or to cease operations, or have no realistic alternative but to do so.

ANUVU UK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANUVU UK HOLDINGS 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 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:

- We determined that the laws and regulations which are directly relevant to the financial statements are those that relate to the reporting framework FRS 102 and the relevant tax compliance regulations in the jurisdictions in which the Company operates. We evaluated the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.
- In addition, there are other significant laws and regulations which may have an effect on the determination of the amounts and disclosures in the financial statements being those laws and regulations relating to employment, occupational health and safety, data protection, fraud, bribery and corruption. For these laws and regulations, the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through fines or litigation being imposed. As required by the auditing standards, auditing procedures in respect of non-compliance with these identified laws and regulations are limited to enquiry of the Directors and other management and inspection of regulatory and legal correspondence, if any.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur, by meeting with a number of individuals, including with individuals outside of the finance function, and conducted interviews to understand where they considered there was susceptibility to fraud. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to areas of estimate and judgement in the financial statements.
- Based on this understanding, we designed our audit procedures to identify non-compliance with such laws and regulations and fraud risks identified in the paragraphs above. In addition to the audit procedures, we remained alert to any indications of non-compliance throughout the audit.

There are inherent limitations of an audit. There is a higher risk that irregularities, including fraud, will not be detected during the audit as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. The primary responsibility for the prevention and detection of non-compliance with all laws and regulations and fraud lies with both those charged with governance of the entity and management.

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.

ANUVU UK HOLDINGS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ANUVU UK HOLDINGS 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.

Jessica Teague

Jessica Teague (Senior Statutory Auditor)

for and on behalf of

Ecovis Wingrave Yeats LLP

Chartered Accountants & Statutory Auditors

3rd Floor Waverley House
7-12 Noel Street
London
W1F 8GQ

Date: 18 September 2023

ANUVU UK HOLDINGS LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 \$000	2021 \$000
Administrative expenses		185	140
Operating profit	3	<u>185</u>	<u>140</u>
Tax on profit	5	-	-
Profit for the financial year		<u><u>185</u></u>	<u><u>140</u></u>

There was no other comprehensive income for 2022 (2021 - \$Nil).

The notes on pages 12 to 21 form part of these financial statements.

ANUVU UK HOLDINGS LIMITED
REGISTERED NUMBER: 05627937

BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	2022 \$000	2021 \$000
Fixed assets			
Investments	6	742	742
		742	742
Creditors: Amounts falling due within one year	7	(3,785)	(3,970)
Net current liabilities		(3,785)	(3,970)
Total assets less current liabilities		(3,043)	(3,228)
Net liabilities		(3,043)	(3,228)
Capital and reserves			
Called up share capital	8	-	-
Share premium account	9	140,727	140,727
Retained earnings	9	(143,770)	(143,955)
		(3,043)	(3,228)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on
18 September 2023

Christian Mezger

C M Mezger
Director

The notes on pages 12 to 21 form part of these financial statements.

ANUVU UK HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Share premium account \$000	Profit and loss account \$000	Total equity \$000
At 1 January 2021	140,727	(144,095)	(3,368)
Comprehensive income for the year			
Profit for the year	-	140	140
Total comprehensive income for the year	-	140	140
At 1 January 2022	140,727	(143,955)	(3,228)
Comprehensive income for the year			
Profit for the year	-	185	185
Total comprehensive income for the year	-	185	185
At 31 December 2022	140,727	(143,770)	(3,043)

The notes on pages 12 to 21 form part of these financial statements.

ANUVU UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

Anuvu UK Holdings Limited is a private company limited by shares and incorporated, domiciled and registered in England and Wales under the Companies Act 2006. The registered number is 05627937 and the registered address is The Broadway, St Mary's Court, Amersham, HP7 0UT.

2. Accounting policies

2.1 Basis of preparation

The financial statements have been prepared 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 Company has taken advantage of the exemption in FRS 102.1.12(b) Reduced disclosures for subsidiaries. A statement of cash flow has not been prepared as the Company is a member of a group where the parent Anuvu Corp., prepares publicly available consolidated statements and the Company is included in the consolidation.

The Company has taken advantage of the exemption in FRS 102.12(e) Reduced disclosures for subsidiaries. Key management remuneration has not been disclosed as the Company is a member of a group where the parent Anuvu Corp., prepares publicly available consolidated statements and the Company is included in the consolidation.

The Company has taken advantage of the exemption in FRS 102.33.1A not to disclose related party transactions with fellow wholly owned subsidiary undertakings of Anuvu Corp., which prepares publicly available consolidated statements and the Company is included in the consolidation.

The Company has taken advantage of the exemption in FRS 102.1.12(d) Reduced disclosures for subsidiaries. Certain share based payment transactions have not been presented as the Company is a member of a group where the parent Anuvu Corp., prepares publicly available consolidated statements and the Company is included in the consolidation.

The Company has also taken advantage of the exemption allowed under section 400 of the Companies Act 2006 not to prepare group financial statements on the grounds that it is a wholly owned subsidiary of Anuvu Corp., and the Company and its subsidiary undertakings are included in the group financial statements of that company which are publicly available and can be obtained from 1821 E. Dyer Road, Suite 125 Santa Ana, CA 92705. These financial statements therefore present information about the Company and not its group.

The functional currency of Anuvu UK Holdings Limited is considered to be the US Dollar because that is the currency of the primary economic environment in which the Company operates. To aid readability, amounts are presented in \$000.

ANUVU UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.2 Going concern

The Company had net current liabilities of \$3,785,000 (2021 - \$3,970,000) at 31 December 2022 and reported a profit for the year then ended of \$185,000 (2021 - \$140,000).

The group companies have confirmed they will not seek repayment of the outstanding intercompany balances within the next 12 months of signing the financial statements.

As disclosed in the financial statements for previous years, the Company has been dependent on the ongoing support of its parent Anuvu Corp., (formerly known as Global Eagle Entertainment Inc.), to continue to realise its assets and to discharge its liabilities in the normal course of business and that there was a significant doubt that this support would be available.

In 2020, the airline and cruise markets which the Company's subsidiaries and wider Group serve were particularly impacted by the ongoing COVID-19 pandemic related travel restrictions. As a result of impacts, on 22 July 2020 Global Eagle Entertainment Inc., the ultimate parent company at the time, commenced voluntary proceedings under Chapter 11 of Title 11 of the United States Code, and pursued a sale of its assets, including its indirect shareholding in the Company, under a court supervised auction process. Prior to the closing of the Sale (as described below), Debtors continued to operate their business as "debtors-in-possession" under the jurisdiction of the Bankruptcy Court. On 15 October 2020, the Bankruptcy Court entered an order approving the sale of substantially all the Debtors' assets to Anuvu Corp., which was a new legal entity formed for the benefit of the Debtors' first lien lenders pursuant to the credit agreement. Anuvu Corp. is now the ultimate parent company. On 23 March 2021, the Sale closed, and accordingly, the Company's operations were no longer in the chapter 11 process. On 29 January 2021, following a hearing, the Court entered an order confirming the Plan to wind-down the Debtor entities. On 31 March 2021, the Plan was effective, and the Debtor entities entered into the process of winding down and liquidating their estates. Upon emergence from the bankruptcy proceedings, the Group have raised additional financing to pay off existing loans and support the Group going forward.

Since the onset of the pandemic and emergence from the bankruptcy proceedings, Group management have monitored the finances closely and have taken decisive action, where needed, to protect the business. Actions included seeking new customer contracts, renewing existing customer and managing costs through overhead cost reductions, reviewing employee headcount and reduction of physical locations. Maintaining and expanding turnover in the future whilst improving operating margin are key strategies for the Group.

Although there remain uncertainties, as the travel industry and wider global economy are still recovering from the impacts of the pandemic, due to the expectation that the Group will have sufficient cash to enable to support the UK operations if required, the Directors have prepared the financial statements on the going concern basis.

The Company's Directors are required to assess the Company's ability to continue to adopt the going concern basis of accounting for at least 12 months from the date the financial statements are authorised for issue. The operations of the Company are to act as a holding company within the Group and there is no separate trade. The Company does not expect there to be any trade or external financing requirements in the short to medium term. At the date of approval of these accounts, the Company has cash reserves of \$Nil. The Group has indicated their willingness to provide support to the Company if it is required over the period of 12 months from the date the financial statements are issued. The Group believes its cash balances and cash generated from operations will be sufficient to meet its working capital requirements and capital expenditures for at least the next 12 months. The Group is actively managing and optimising its cash and is mindful of the commitments that are due.

ANUVU UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.3 Investments

Investments in subsidiaries are carried at cost less impairment. The carrying value of fixed asset investments are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

2.4 Impairment

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

2.5 Basic financial instruments

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised costs using the effective interest method, less any impairment losses in the case of trade debtors.

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

ANUVU UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.7 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for differences between accumulated depreciation and tax allowances for the cost of the fixed asset, if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, associates, branch and joint ventures to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable, are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted. Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

2.8 Foreign currencies

Transactions denominated in foreign currencies are recorded in the local currency at actual exchange rates as of the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the year-end are reported at the rates of exchange prevailing at the year-end. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the profit and loss account. Non-monetary items measured at historical cost are translated at the date of transaction.

ANUVU UK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

2. Accounting policies (continued)

2.9 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is USD.

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 profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Profit and Loss Account within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

3. Operating profit

The operating profit is stated after charging:

	2022	2021
	\$000	\$000
Auditors remuneration	21	15

4. Employees

The Company has no employees other than the Directors, who did not receive any remuneration (2021 - \$Nil).

Directors' remuneration is paid by other group companies. The emoluments are deemed wholly attributable to their services to other group companies and as such the costs are not included within the profit and loss account of Anuvu UK Holdings Limited.

ANUVU UK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

5. Taxation

	2022	2021
	\$000	\$000
Total current tax	<u>-</u>	<u>-</u>
Deferred tax		
Total deferred tax	<u>-</u>	<u>-</u>
Taxation on profit on ordinary activities	<u>-</u>	<u>-</u>
Factors affecting tax charge for the year		

The tax assessed for the year is lower than (2021 - *lower than*) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022	2021
	\$000	\$000
Profit on ordinary activities before tax	<u>185</u>	<u>140</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	35	27
Effects of:		
Deferred tax assets not recognised	(35)	(27)
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

The Finance Act 2021 passed Royal Assent on 19 April 2021, which increased the rate of corporation tax to 25% from April 2023 for companies with profits over £250,000.

The Company has an unrecognised deferred tax asset of \$80,910 (2021 - \$127,151) that relates to losses. The directors do not think it is appropriate to recognise the asset at the current time as they consider the recoverability of the asset uncertain.

ANUVU UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

6. Investments

	Investments in subsidiary companies \$000
Cost or valuation	
At 1 January 2022	144,221
At 31 December 2022	<u>144,221</u>
Impairment	
At 1 January 2022	143,479
At 31 December 2022	<u>143,479</u>
Net book value	
At 31 December 2022	<u>742</u>
At 31 December 2021	<u>742</u>

ANUVU UK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

6. Investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Holding
Global Eagle Holdings GmbH	Hofstätter Weg 1, 82399, Raisting, Germany	100%
Global Eagle GmbH	Hofstätter Weg 1, 82399, Raisting, Germany	100%
Anuvu UK Operations Limited	The Broadway, St Mary's Court, Amersham, United Kingdom, HP7 0UT	100%
Global Eagle Entertainment Spain SL	Jose Ortega y Gasset 22-24, 5th Floor, Madrid, 28006, Spain	100%
IFE Services (USA), Inc.	1821 E Dyer Rd., Suite 125, Santa Ana, CA 92705 USA	100%
DTI Software Inc. (indirect)	1800 McGill College Avenue, Suite 1420, Montreal, Quebec, H3A 3J6, Canada	100%
DTI Software FZ-LLC (indirect)	DMC Building 2, 1st Floor, Office 104, Dubai Media City, PO Box 502891, Dubai, UAE	100%
PMG California, Inc. (indirect)	1800 McGill College Avenue, Suite 1420, Montreal, Quebec, H3A 3J6, Canada	100%
Emphasis Video Entertainment Limited (indirect)	25/f Two Chinachem Exchange Square, Room 2505-09, 338 King's Road, North Point, Hong Kong	100%
navAero Avionics AB (indirect)	Förrädsgatan 4, Sundsvall, 856 33, Sweden	100%
Global Eagle Entertainment Media Technology (Beijing) Co., Ltd. (indirect)	Room 2429, Unit 2401, Floor 24, No. 56 East 4th Ring Road, Chaoyang District, Beijing, China	100%
Fairdeal Studios Private Limited (indirect)	The Capital, 207B, 2nd Floor, G Block, C70 Bandra Kurla Compex Bandra (East), Mumbai - 400 051 Maharashtra, India	100%

ANUVU UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

6. Investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Holding
Anuvu New Zealand Operations Limited (indirect)	Level 3, Candida Building 4, 61 Constellation Drive, Mairangi Bay, 0630, New Zealand	100%
Global Eagle Entertainment Pty Limited (indirect)	William Buck (NSW) Pty Limited Level 29 69-84 Goulburn Street, Sydney, NSW 2000, Australia	100%
Inflight Productions Pte Ltd (indirect)	101 Thomson Road, #18-05/06, United Square, Singapore, 307591	100%
Inflight Productions B.V. (indirect)	Evert van de Beekstraat 1-15 The Base A, 7th Floor, 1118 CL, Schiphol, Netherlands	100%
Global Eagle Entertainment FZ-LLC (indirect)	DMC Building 2, 1st Floor, Office 104, Dubai Media City, PO Box 502891, Dubai, UAE	100%
Transmedia Publicidad, S.L (indirect)	Jose Ortega y Gasset 22-24, 5th Floor, Madrid, Spain 28006	100%
IFE Services SA (Pty) Limited (indirect)	1st Floor Block B North Park, Black River Park, 2 Fir Street Observatory, Western Cape 7925, South Africa	100%

The principal activity of the above subsidiary undertakings is the provision of in-flight entertainment.

Global Eagle Entertainment Pty Limited deregistered as a company on 27 March 2023.

ANUVU UK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

7. Creditors: Amounts falling due within one year

	2022	<i>2021</i>
	\$000	<i>\$000</i>
Amounts owed to group undertakings	3,735	<i>3,928</i>
Accruals and deferred income	50	<i>42</i>
	3,785	<i>3,970</i>

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

8. Share capital

	2022	<i>2021</i>
	\$	<i>\$</i>
Allotted, called up and fully paid		
3 (2021 - 3) Ordinary shares of \$1.00 each	3	<i>3</i>

There is a single class of ordinary shares. There are no restrictions on dividends and the repayment of capital.

Each share has full voting, dividend and distribution rights.

9. Reserves

Retained earnings

The retained earnings account includes all current and prior period retained profits and losses.

10. Related party transactions

As the Company is a wholly owned direct subsidiary of Anuvu Foreign Holdings LLC., the Company has taken advantage of the exemption contained in FRS 102 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The Group financial statements of Anuvu Corp., within which this company is included can be obtained from the address given in Note 12.

11. Controlling party

At 31 December 2022 the immediate parent company was Anuvu Foreign Holdings LLC., whilst the ultimate parent company was Anuvu Corp.

Both Anuvu Foreign Holdings LLC and Anuvu Corp. are registered in USA and copies of the group financial statements as at 31 December 2022 can be obtained from Head Office, 1821 E.Dyer Road, Suite 125, Santa Ana, CA 92705. This is the smallest and largest group for which group financial statements are prepared which include this entity.