

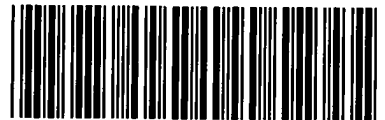
Company Registration No. 03867903 (England and Wales)

Infoserve Limited

**Unaudited financial statements
for the year ended 31 March 2023**

Pages for filing with the registrar

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Infoserve Limited

Chartered accountants' report to the Board of Directors on the preparation of the unaudited statutory financial statements of Infoserve Limited for the year ended 31 March 2023

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Infoserve Limited for the year ended 31 March 2023 set out on pages 2 to 13 from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at <https://www.icaew.com/regulation>.

This report is made solely to the board of directors of Infoserve Limited, as a body, in accordance with the terms of our engagement letter dated 9 April 2019. Our work has been undertaken solely to prepare for your approval the financial statements of Infoserve Limited and state those matters that we have agreed to state to the board of directors of Infoserve Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Infoserve Limited and its board of directors as a body, for our work or for this report.

It is your duty to ensure that Infoserve Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of Infoserve Limited. You consider that Infoserve Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of Infoserve Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.



Saffery LLP

Date: 26 September 2023

Chartered Accountants

Mitre House
North Park Road
Harrogate
North Yorkshire
HG1 5RX

Infoserve Limited

**Statement of financial position
As at 31 March 2023**

		2023		2022	
	Notes	£	£	£	£
Fixed assets					
Intangible assets	5		439,930		439,930
Tangible assets	4		68,337		80,158
			<u>508,267</u>		<u>520,088</u>
Current assets					
Debtors	6	159,331		122,733	
Cash at bank and in hand		219,541		152,301	
		<u>378,872</u>		<u>275,034</u>	
Creditors: amounts falling due within one year	7	<u>(5,919,317)</u>		<u>(5,908,916)</u>	
Net current liabilities			<u>(5,540,445)</u>		<u>(5,633,882)</u>
Total assets less current liabilities			<u>(5,032,178)</u>		<u>(5,113,794)</u>
Creditors: amounts falling due after more than one year	8		<u>(1,004,122)</u>		<u>(1,021,916)</u>
Net liabilities			<u><u>(6,036,300)</u></u>		<u><u>(6,135,710)</u></u>
Capital and reserves					
Called up share capital			286,000		286,000
Other reserves			1,281,031		1,281,031
Profit and loss reserves			<u>(7,603,331)</u>		<u>(7,702,741)</u>
Total equity			<u><u>(6,036,300)</u></u>		<u><u>(6,135,710)</u></u>

Infoserve Limited

Statement of financial position (continued)
As at 31 March 2023

The directors of the company have elected not to include a copy of the income statement within the financial statements.

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

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.

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

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

The financial statements were approved by the board of directors and authorised for issue on 26/09/2023 and are signed on its behalf by:



.....
Mr D I J Oliver
Director

Company Registration No. 03867903

1 Accounting policies

Company information

Infoserve Limited is a private company limited by shares incorporated in England and Wales. The registered office is South Side Aviation, Leeds Bradford International Airport, Leeds, West Yorkshire, LS19 7UG.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, notwithstanding the net current liabilities and net liabilities position, the directors have a reasonable expectation that the company has adequate resources and continued financial support from key shareholder Mr David Hood to continue in operational existence for the foreseeable future.

Financing and borrowings of the company is in the form of intercompany loans and loans from Mr David Hood, a majority shareholder and director of the company. No further loans have been provided in the current or comparative year. The Company has continued to meet its working capital requirements through its current account.

The directors have prepared and reviewed forecasts which show the company is continuing to remain profitable. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Notes to the financial statements (continued)
For the year ended 31 March 2023

1 Accounting policies (continued)

1.3 Turnover

Revenue represents the amounts derived from the provision of services during the year stated net of Value Added Tax. Revenue is recognised on a gross bases, this requires revenue to comprise the gross value of the transaction billed to the customer, after trade discounts, with any related expenditure charged as an operating cost.

Within the 'suite' of web based advertising products, the Company offers customers both one off advertising products and longer term advertising, whilst often sold in combination, these products require different accounting treatments.

Revenue includes income related to term advertising that is invoiced in advance at the inception of the agreement. It is the Company's policy to recognise the revenue evenly over the agreed term, Revenue generated from the construction of websites is recognised once the work has been completed.

Where products are sold in bundles, the revenue is allocated according to the relative internal list price less and allocation of any discounts given from the list prices.

1.4 Intangible fixed assets other than goodwill

Identifiable intangibles are those which can be sold separately or which arise from legal rights regardless of whether those rights are separable.

Expenditure on development activities is capitalised if the product or process is technically and commercially feasible and the Company intends, has the technical ability and has sufficient resources to complete development and if the Company can measure reliably the expenditure attributable to the intangible asset during its development. Capitalised development expenditure is stated as cost less accumulated amortisation and impairment losses.

Other intangible assets that are acquired by the Company are stated at cost less accumulated amortisation and impairment losses.

Amortisation is charged to the statement of comprehensive income on a straight-line basis over the estimated useful life of the intangible asset. Other intangible assets are amortised from the date they are available for use. Intangible assets are systematically tested for impairment at the balance sheet date. The estimated useful lives are as follows:

Data costs	Indefinite life - continually updated and reviewed annually
Data software	3 years
Data refreshes	1 year

Notes to the financial statements (continued)
For the year ended 31 March 2023

1 Accounting policies (continued)

The company's main source of income is via outbound telesales to small and medium sized entities ("SMEs"). As such, owning and updating, as complete as possible, the Company's data set of UK businesses, with associated intelligence on that business, is critical to our performance. The company's data asset is made up of initial purchases (core data) and ongoing maintenance of this data.

'Core data' includes the initial external costs including raw data, database structure developments, taxonomy enhancements and keyword associations, the initial expenditure and development of business records, associated database structure, extensive keyword and key phrase associations occurred has a net book value of £439,930 as at 31 March 2023 (2022: £439,930).

This data is kept up to date monthly. The total costs of the data provider in providing this maintenance is capitalised and fully amortised in the same financial year. This cost is to enable our core data to be kept as up to date as possible. Data and associated taxonomy is a fundamental ingredient to both the supply and sale of the Company's online business directories. As such, the Company expected to use this asset for as long as it continues in its core business.

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings	20% straight line
Computers	33.3% straight line
Motor vehicles	25% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

1.7 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand and deposits held at call with banks.

Notes to the financial statements (continued)
For the year ended 31 March 2023

1 Accounting policies (continued)

1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Notes to the financial statements (continued)
For the year ended 31 March 2023

1 Accounting policies (continued)

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement 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 using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1 Accounting policies (continued)

1.13 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.14 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Notes to the financial statements (continued)
For the year ended 31 March 2023

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2023	2022
	Number	Number
Total	30	28

4 Tangible fixed assets

	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost			
At 1 April 2022	158,409	776,668	935,077
Additions	-	2,215	2,215
At 31 March 2023	158,409	778,883	937,292
Depreciation and impairment			
At 1 April 2022	156,535	698,384	854,919
Depreciation charged in the year	872	13,164	14,036
At 31 March 2023	157,407	711,548	868,955
Carrying amount			
At 31 March 2023	1,002	67,335	68,337
At 31 March 2022	1,874	78,284	80,158

Notes to the financial statements (continued)
For the year ended 31 March 2023

5 Intangible fixed assets

	Website	Data costs	Data software	Total
	£	£	£	£
Cost				
At 1 April 2022 and 31 March 2023	1,141,153	1,208,434	126,714	2,476,301
Amortisation and impairment				
At 1 April 2022 and 31 March 2023	1,141,153	768,504	126,714	2,036,371
Carrying amount				
At 31 March 2023	-	439,930	-	439,930
At 31 March 2022	-	439,930	-	439,930

Included within intangible fixed assets are customer data costs with a carrying amount of £439,930 (2022: £439,930) which are considered to have an indefinite useful economic life. The value of this cash generating unit is reviewed annually.

The recoverable amount of the customer data costs is determined from value in use calculations. The key assumptions are those regarding discount and growth rates. Growth rates incorporate anticipated volume and direct cost changes. Management used pre-tax discount factors of 15% (2022: 15%) over the forecast period of 2 years.

At the beginning and the end of the period the value in use of the intangible assets exceeded their book value and therefore no impairment was required.

6 Debtors

	2023	2022
	£	£
Amounts falling due within one year:		
Trade debtors	45,844	48,973
Other debtors	62,228	73,760
	108,072	122,733
Deferred tax asset	51,259	-
	159,331	122,733

Notes to the financial statements (continued)
For the year ended 31 March 2023

7 Creditors: amounts falling due within one year

	2023	2022
	£	£
Obligations under finance leases	9,379	9,379
Amounts owed to parent undertaking	4,765,507	4,765,507
Trade creditors	402,488	333,519
Taxation and social security	161,220	171,734
Deferred income	479,588	544,768
Other creditors	31,403	31,698
Accruals and deferred income	69,732	52,311
	<u>5,919,317</u>	<u>5,908,916</u>

8 Creditors: amounts falling due after more than one year

	2023	2022
	£	£
Obligations under finance leases	59,436	67,230
Director loans	905,519	905,519
Other creditors	39,167	49,167
	<u>1,004,122</u>	<u>1,021,916</u>

9 Related party transactions

Included within other creditors at the year end are amounts due to David Hood, a Director of the company, of £905,519 (2022: £905,519). David Hood has waived his rights to repayment and interest in the year. It is expected that this will continue for at least 12 months from the signing of the financial statements.

The company made sales to Multiflight Limited, a company under common control, of £nil (2022: £25,560). Purchases were also made of £52,445 (2022: £51,972). The balance owing from Multiflight Limited at the year end was £3,900 (2022: £16,440).

The company made sales to Boundless Networks Limited, a company under common control, of £1,584 (2022: £38,340). Purchases were also made of £3,240 (2022: £3,240). The balance due to Boundless Networks Limited at the year end was £1,080, in the prior year the balance owing from Boundless Networks Limited was £7,537.

10 Parent company

The immediate parent of the company is Infoserve Group PLC, incorporated in England and Wales.

11 Post balance sheet events

There are no significant post balance sheet events.