Registered no: 4426322 England and Wales

MATCHTECH GROUP PLC

INTERIM FINANCIAL STATEMENTS
FOR THE PERIOD FROM

1 August 2014 to 31 May 2015

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A18

19/06/2015 COMPANIES HOUSE #61

| | P | eriod from |
|--|---|--------------------|
| | 01/08/2014 to 31/05/2015 <i>Unaudited</i> | |
| | | |
| | | |
| | Note | £'00 |
| Income from investment in subsidiary | 2 | 4,500 |
| Finance income | | - |
| Finance cost | | - |
| PROFIT BEFORE TAX | | 4,500 |
| Income tax expense | 3 | - |
| PROFIT FOR THE PERIOD | | 4,500 |
| | | |
| STATEMENT OF COMPREHENSIVE INCOME | | |
| for the period from 1 August 2014 to 31 May 2015 | | , |
| | P | eriod from |
| | 01/08/2014 | |
| | to 31/05/2015 | |
| | | Unaudited £'000 |
| PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE PERIOD | | 4,500 |

| | | 31/05/2015 Unaudited |
|---|---|-------------------------|
| ASSETS | | £'000 |
| Non-current assets | | |
| Investments in subsidiary undertakings | 4 | 61,303 |
| Current Assets | | |
| Trade and other receivables | 5 | 13,914 |
| Cash and cash equivalents | 6 | 1 |
| Total Current Assets | | 13,915 |
| TOTAL ASSETS | | 75,218 |
| LIABILITIES | | |
| Current liabilities | | |
| Amounts owed to Group companies | 7 | (34,396) |
| TOTAL LIABILITIES | | (34,396) |
| NET ASSETS | | 40,822 |
| EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT | | |
| Called-up equity share capital | 8 | 307 |
| Share premium account | | 36,627 |
| Share based payment reserve | | 1,621 |
| Retained earnings | | 2,267 |
| TOTAL EQUITY | | 40,822 |

These financial statements were approved by the board of directors on 8 June 2015, and signed on its behalf by:

A S DYER

Finance Director

UNAUDITED INTERIM STATEMENT OF CHANGES IN EQUITY

| £'000 250 | £'000 7,388 | £'000 1,621 | £'000 1,408 4,500 | Total £'000 10,667 4,500 29,296 |
|--------------|-----------------------|---|---|--|
| - | 29,239 | <u>-</u> | (3,641) | (3,641) |
| | 250 - 57 | £'000 £'000 250 7,388 57 29,239 | £'000 £'000 £'000 250 7,388 1,621 57 29,239 | £'000 £'000 £'000 £'000 250 7,388 1,621 1,408 4,500 57 29,239 (3,641) |

1 THE COMPANY AND SIGNIFICANT ACCOUNTING POLICIES

i Basis of preparation of interim financial information

These interim financial statements are for the period ending 31 May 2015. They have been prepared using the same accounting policies and estimation techniques as set out in the group accounts for the year ended 31 July 2014. They do not include all of the information required for full annual financial statements, and should be read in conjunction with the consolidated financial statements for the year ended 31 July 2014 which have been filed with the Registrar of Companies. The auditor's report on those financial statements was unqualified and did not contain a statement under section 498 (2) or (3) of the Companies Act 2006.

ii Taxation

Current tax is the tax currently payable based on taxable profit for the period.

iii Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and on demand deposits.

iv Dividends

Dividend distributions payable to equity shareholders are included in "other short term financial liabilities" when the dividends are approved in general meeting prior to the balance sheet date.

v Equity

Equity comprises the following:

- "Share capital" represents the nominal value of equity shares.
- "Share premium" represents the excess over nominal value of the fair value of consideration received for equity shares, net of expenses of the share issue.
 - "Share-based payment reserve" represents equity-settled share-based employee remuneration until such share
- options are exercised.
- "Retained earnings" represents retained profits.

i en

| 2 | DIVIDENDS | Period from 01/08/2014 to 31/05/2015 £'000 |
|---|--|---|
| | Dividends received from subsidiary undertakings | 4,500 |
| 3 | INCOME TAX EXPENSE | Period from |
| | Analysis of charge in the period | 01/08/2014 to 31/05/2015 £'000 |
| | Total income tax expense | - |
| | The total tax charge is lower than the standard rate of corporation tax. The differences are detailed below: | |
| | Profit before tax | 4,500 |
| | Corporation Tax at average rate for the period 20% Corporate income tax relief on intra-group dividends Total UK tax expense | 900 (900) |
| 4 | INVESTMENTS IN SUBSIDIARY UNDERTAKINGS | |
| | At 1 August 2014 Investments during the year At 31 May 2015 | 31/05/2015 £'000 3,403 57,900 61,303 |
| 5 | TRADE AND OTHER RECEIVABLES | |
| | Amounts owed by subsidiary undertakings | 31/05/2015 £'000 13,914 |
| 6 | CASH AND CASH EQUIVALENTS | |
| 7 | Cash at bank TRADE AND OTHER PAYABLES | 31/05/2015 £'000 1 |
| • | TRADE AND OTHER PATABLES | 31/05/2015 |
| | Amounts owed to subsidiary undertakings | £'000 (34,396) |
| 8 | SHARE CAPITAL | |
| | Authorised share capital | 31/05/2015 £'000 |
| | 40,000,000 Ordinary shares of £0.01 each | 400 |
| | Allotted, called up and fully paid | 31/05/2015 £'000 |
| | Ordinary shares of £0.01 each | 307_ |