

# **YBRANT DIGITAL UK LIMITED**

**Director:** Jacob Nizri

**Secretary:** Shahar Shaharabany

**Registered Office:** 37 Broadhurst Gardens  
London  
NW6 3QT

**Registered No:** 06087405 (England & Wales)

**Auditors:** Levy Cohen & Co.  
37 Broadhurst Gardens  
London  
NW6 3T

## **Financial statements** **For the year ended 31 March 2016**

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**YBRANT DIGITAL UK LIMITED**  
**Director's Report**

The Director presents the financial statements of the company for the year ended 31 March 2016.

***Principal Activity***

The principal activity of the company during the year continues to be the sales of online media solutions to advertisers.

***Dividend***

The director is not recommending a distribution of dividend.

***Director***

The director during the year was Jacob Nizri who does not have any beneficial interest in the company's issued ordinary share capital.

***Director's responsibilities***

Company law requires the director to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- follow applicable accounting standards, 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 director is responsible for keeping proper accounting records which 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 1985. 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.

The above report has been prepared in accordance with special provision of Part 15 of the Companies Act 2006 relating to small companies, and with the Financial Reporting Standard for Smaller Entities (effective Jan 2015).

***Directors' disclosure to the auditors***

The directors confirm that:

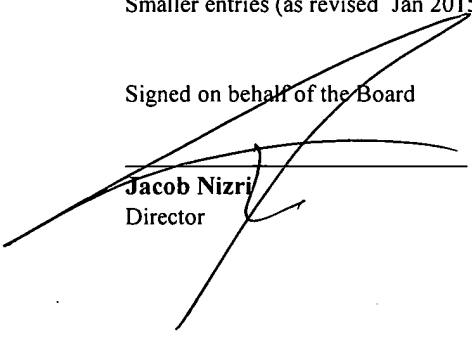
- So far as they are aware, there is no relevant audit information, information needed by the company's auditors in connection with preparing their report, of which the company's auditors are unaware; and
- They have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

***Auditors***

The auditors Levy Cohen & Co., are deemed to be reappointed under Section 487 (2) of the Companies Act 2006.

The financial statements have been prepared in accordance with special provision of Part 15 of the Companies Act 2006 relating to small companies, and with Financial Reporting Standard for Smaller entities (as revised Jan 2015).

Signed on behalf of the Board

  
Jacob Nizri  
Director

Approved by the Board  
30 June 2016

## **Independent Auditors' Report to the Shareholders Of**

### **YBRANT DIGITAL UK LIMITED**

We have audited the financial statements of Ybrant Digital UK Limited for the year ended 31 March 2016 which comprise of the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective Jan 2015) (United Kingdom Generally Accepted Accounting Practise applicable to Smaller Entities).

#### **RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS**

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practises Board's (APB's) Ethical Standards for Auditors, (including "APB Ethical Standards - Provisions available for Small Entities (Revised)", in the circumstances set out in note 1 to the financial statements.

#### **SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

#### **OPINION**

In our opinion the financial statements:

- give a true and fair view of the company's affairs as at 31 March 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been properly prepared in accordance with the requirements of the Companies Act 2006;

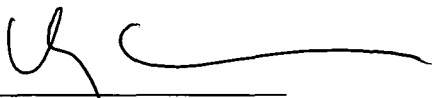
#### **OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### **MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

We have nothing to report in respect of the following matters where 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; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime.



**J. Cohen** (Senior statutory auditor)  
for and on behalf of LEVY COHEN & CO, Statutory Auditor  
37 Broadhurst Gardens, London, NW6 3QT

30 June 2016

# **YBRANT DIGITAL UK LIMITED**

## **Profit and Loss Account** **For the year ended 31 March 2016**

	<i>Notes</i>	<i>2016</i> <b>£</b>	<i>2015</i> <b>£</b>
<b><i>Turnover</i></b>		54,103	82,373
Cost of sales		<u>(21,614)</u>	<u>(47,080)</u>
<b><i>Gross profit</i></b>		32,489	35,293
Operating expenses	2	(31,137)	(49,432)
Other operating income		<u>-</u>	<u>16,198</u>
<b><i>Operating profit</i></b>	3	1,352	2,059
Net financial income	4	<u>21,572</u>	<u>90,050</u>
<b><i>Profit before taxation</i></b>		22,924	92,109
Taxation	5	<u>(4,417)</u>	<u>(8,547)</u>
<b><i>Profit for the year</i></b>		<u><b>£ 18,507</b></u>	<u><b>£ 83,562</b></u>

## **Statement of retained profit**

	<i>2016</i> <b>£</b>	<i>2015</i> <b>£</b>
Retained profit/(Loss) as at 1 April 2015	80,237	(3,325)
Profit for the year	<u>18,507</u>	<u>83,562</u>
Retained Profit at 31 March 2016	<u><b>£ 98,744</b></u>	<u><b>£ 80,237</b></u>

**YBRANT DIGITAL UK LIMITED**  
**Balance Sheet As At 31 March 2016**

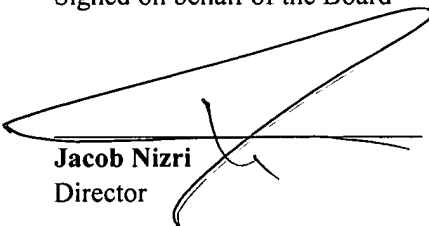
	Notes	31.3.2016 £	31.3.2015 £
<b><i>Current Assets</i></b>			
Debtors	6	607,768	579,067
Cash at bank and in hand		<u>107,004</u>	<u>99,029</u>
		714,772	678,096
<b><i>Creditors: Amounts falling due within one year</i></b>	7	<u>(121,830)</u>	<u>(103,661)</u>
<b><i>Net Current Assets</i></b>		<u>592,942</u>	<u>574,435</u>
<b><i>Total assets less current liabilities</i></b>		<u><u>£ 592,942</u></u>	<u><u>£ 574,435</u></u>

***Capital and Reserves***

		£	£
Called up share capital	8	20	20
Share premium		494,178	494,178
Profit and loss account		<u>98,744</u>	<u>80,237</u>
<b>Shareholders' fund</b>		<u><u>£ 592,942</u></u>	<u><u>£ 574,435</u></u>

The financial statements have been prepared in accordance with special provision of Part 15 of the Companies Act 2006 relating to small companies, and with Financial Reporting Standard for Smaller Entities (as revised Jan 2015).

Signed on behalf of the Board

  
**Jacob Nizri**  
 Director

Approved by the Board  
 30 June 2016

# **YBRANT DIGITAL UK LIMITED**

## **Notes to the Financial Statements - 31 March 2016**

### **1. Accounting Policies**

(a) ***Basis of Accounting***

The financial statements have been made under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (as revised Jan 2015).

(b) ***Turnover and Revenue Recognition***

Turnover represents net invoiced value services excluding VAT. Turnover attributed to the United Kingdom markets amount to 68% (2014- 24%).

Revenue is only recognized to the extent that it is clear that collection is certain and services have been rendered.

(c) ***Deferred Taxation***

Deferred taxation is provided using the liability method to take into account timing difference arising from the inclusion of items of expenditure in taxation computations in periods that differ from those in which they are included in the financial statements to the extent that it is probable that a liability or assets will crystallize in the future.

Provision for deferred taxation is set off against debit balance of deferred taxation.

(d) ***Foreign Currencies***

Monetary assets and liabilities in foreign currencies are translated into Sterling at the rate of exchange ruling at the Balance Sheet date. Transaction in Foreign currencies are translated into Sterling at the rate of exchange ruling at the date of the transaction.

# **YBRANT DIGITAL UK LIMITED**

## **Notes to the Financial Statements - 31 March 2016**

### **2. Operating expenses**

	2016 £	2015 £
Marketing and selling costs	-	4,410
Administrative expenses	31,137	45,022
	<u>31,137</u>	<u>49,432</u>

### **3. Operating profit**

	2016 £	2015 £
<i>The operating profit is stated after charging:</i>		
Auditors' remuneration	<u>4,200</u>	<u>4,200</u>

### **4. Net financial cost**

	2016 £	2015 £
Other interest receivable	16,174	17,153
Foreign currency gain	5,398	72,897
	<u>21,572</u>	<u>90,050</u>

### **5. Taxation**

	2016 £	2015 £
Current year tax	4,417	8,547
	<u>4,417</u>	<u>8,547</u>

Tax is corporation tax charged at the rate of 20% (2015 - Nil).

Deferred tax asset for the sum of £Nil (2015 - £68) is not included as the amount is not material.

# **YBRANT DIGITAL UK LIMITED**

## **Notes to the Financial Statements - 31 March 2016**

### **6. Debtors**

	<i>31.03.2016</i>	<i>31.03.2015</i>
	<b>£</b>	<b>£</b>
Trade debtors	16,109	8,374
Loan to ultimate parent company	586,791	570,619
VAT	4,868	74
	<u>607,768</u>	<u>579,067</u>

The loan is repaid in period of less than one year, interest is charged at variable rate of 3% over LIBOR.

### **7. Creditors: Amounts falling due within one year**

	<i>31.03.2016</i>	<i>31.03.2015</i>
	<b>£</b>	<b>£</b>
Trade creditors	-	1,158
Group company	112,303	86,121
Employees	-	425
Corporation tax	4,417	8,547
Accruals and deferred income	5,110	7,410
	<u>121,830</u>	<u>103,661</u>

# **YBRANT DIGITAL UK LIMITED**

## **Notes to the Financial Statements - 31 March 2016**

### **8. *Share Capital***

	<i>31.3.2016</i>	<i>31.3.2015</i>
	<i>£</i>	<i>£</i>
<b>Authorized:</b>		
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
<b>Allotted, called up and fully paid:</b>		
1 Ordinary share of £1 each	<u>20</u>	<u>20</u>

### **9. *Related Party Transactions:***

#### **Control:**

The immediate parent company is LYCOS INC, a foreign company registered in the US.

The ultimate parent company is Ybrant Digital Limited, a foreign company registered at Hyderabad, India.

#### **Transaction:**

During the year the following intercompany transactions took place under normal trading terms :

The company was charged the amount of £21,614 (2015 - £47,080) by the Online Media Solution Ltd (a group company) for cost of sales.

Interest for the sum of £16,174 was received from ultimate parent company (2015- £17,153).

### **10. *Commitment***

There are no financial commitments as at 31.3.2016.