

The Dating Lab Limited

Report and Financial Statements

Year Ended

30 June 2012

Company Number 5844348

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The Dating Lab Limited

**Report and financial statements
for the year ended 30 June 2012**

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Directors

D Russell
D Burstein
D Forrest
D Cunningham

Secretary and registered office

N Morey, 7 Swallow Place, London, W1B 2AG

Company number

5844348

Auditors

BDO LLP, 55 Baker Street, London, W1U 7EU

The Dating Lab Limited

Report of the directors for the year ended 30 June 2012

The directors present their report for The Dating Lab Limited together with the audited financial statements for the year ended 30 June 2012

Results and dividends

The profit and loss account is set out on page 6 and shows the loss for the year

The directors do not recommend the payment of a dividend (2011 - £Nil)

Principal activities, trading review and future developments

The principal activity of the company is the provision of dating services. The level of business activity in the year was in line with expectations.

The decrease in turnover in the year is due to the loss of a large contract, but the directors believe that growth can still be achieved in the business to business internet dating market.

Non consolidation and information in respect of subsidiaries

For the year ended 30 June 2012, the company has not prepared group financial statements, which is contrary to the provisions of the Companies Act 2006 and the requirements of FRS 2 "Accounting for Subsidiary Undertakings" (as disclosed in note 1). As further explained in note 1, the financial statements have not been consolidated on the grounds that the information necessary for the preparation of consolidated financial statements cannot be obtained without disproportionate expense or delay.

Enhanced business review

Turnover and Gross Profit

Turnover and gross profit has decreased in the year due to the loss of a major B2B client.

Profitability

Profitability has decreased year on year, for the same reason as turnover and gross profit.

EBITDA

The company has a high level of depreciation and amortisation costs associated with technology and corporate acquisitions and this reduces the profit on ordinary activities.

The EBITDA of the company in 2012 was a loss of £27k compared to earnings of £798k in the previous period. The EBITDA has been calculated by adding depreciation and amortisation of £219k in 2012 (2011 - £219k) to the operating loss of 246k (2011 - £579k profit) as reported in the profit and loss account.

The Dating Lab Limited

Report of the directors for the year ended 30 June 2012 (continued)

Future developments

The directors believe that the company is well placed to help its clients take advantage of the opportunities that digital technologies are offering. This will help to grow both the turnover and profitability in the future.

Principal risks and uncertainties

The main financial risks arising from the company's activities are credit risk, interest rate risk and liquidity risk. These are monitored by the board of directors and were not considered to be significant at the balance sheet date.

The company is cash positive and places its balances on short term deposits with highly regarded financial institutions. Changes in interest rates will affect the return on cash balances.

The group's policy on liquidity risk is to maintain readily accessible bank deposit accounts. Cash deposits are held in a mixture of short term deposits and current accounts which earn interest at a floating rate. Debt is maintained at fixed rates.

Sales are mainly in Sterling so the group has not needed to take out contracts to manage this risk.

Directors

The directors of the company during the year were

D Russell
D Burstein
D Forrest
D Cunningham

D Russell and D Cunningham are directors of one of the parent companies, New Telecom Express Limited.
D Burstein and D Forrest are directors of one of the parent companies, MD Online Limited.

The Dating Lab Limited

Report of the directors for the year ended 30 June 2012 (*continued*)

Directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with the Companies Act 2006 and for being satisfied that the financial statements give a true and fair view. The directors are also responsible for preparing the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and group 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 and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

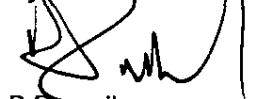
The directors are responsible for keeping adequate accounting records that show and explain the company's transactions, disclose with reasonable accuracy at any time the financial position of the company and group, and enable them to ensure that the financial statements comply with the Companies Act 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.

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

By order of the Board



D Russell
Director

Date

27/3/13

The Dating Lab Limited

Independent auditor's report

TO THE MEMBERS OF THE DATING LAB LIMITED

We have audited the financial statements of The Dating Lab Limited for the year ended 30 June 2012 which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditor's 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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 and express an opinion on 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 Practices Board's (APB's) Ethical Standards for Auditors.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Basis for qualified audit opinion on the financial statements

The company has not prepared group financial statements, which is contrary to the provisions of the Companies Act 2006 and the requirements of FRS 2 'Accounting for subsidiary undertakings' (as disclosed in note 1). As further explained in note 1, the financial statements have not been consolidated on the grounds that the information necessary for the preparation of consolidated financial statements cannot be obtained without disproportionate expense or undue delay.

Qualified opinion arising from failure to prepare group accounts

In our opinion, except for the effects of the matters described in the Basis for qualified opinion paragraph, the parent company financial statements:

- give a true and fair view of the parent company's affairs as at 30 June 2012 and of the company's loss 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.

The Dating Lab Limited

Independent auditor's report (*continued*)

Opinion on other matters prescribed by the Companies Act 2006

Notwithstanding our qualified opinion regarding the lack of group financial statements, in our opinion the information given in the directors' 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

- 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

BDO LLP

Andrew Viner (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London
United Kingdom

Date *28 March 2013*

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

The Dating Lab Limited

Profit and loss account for the year ended 30 June 2012

	Note	2012 £'000	2011 £'000
Turnover	2	1,704	5,213
Cost of sales		(1,137)	(3,444)
Gross profit		567	1,769
Administrative expenses		(813)	(1,190)
Operating (loss)/profit	5	(246)	579
Dividends receivable	6	200	250
Interest payable and similar charges	7	(24)	(28)
(Loss)/profit on ordinary activities before taxation		(70)	801
Taxation on profit from ordinary activities	8	-	(212)
(Loss)/profit on ordinary activities after taxation		(70)	589

All amounts relate to continuing activities

All recognised gains and losses are included in the profit and loss account

The notes on pages 9 to 18 form part of these financial statements

The Dating Lab Limited

Balance sheet at 30 June 2012

Company number 5844348	Note	2012 £'000	2012 £'000	2011 £'000	2011 £'000
Fixed assets					
Intangible assets	9		1,465		1,679
Tangible assets	10		10		14
Fixed asset investments	11		1,434		1,433
			2,909		3,126
Current assets					
Debtors	12	536		740	
Cash at bank and in hand		43		115	
		579		855	
Creditors amounts falling due within one year	13	(323)		(624)	
Net current assets			256		231
Creditors: amounts falling due after more than one year	14		(2,226)		(2,348)
Net assets			939		1,009
Capital and reserves					
Called up share capital	15		1		1
Profit and loss account	16		938		1,008
Shareholders' funds	17		939		1,009

The financial statements were approved by the Board of Directors and authorised for issue on 27/3/13


D Russell
Director

The notes on pages 9 to 18 form part of these financial statements

The Dating Lab Limited

Cash flow statement for the year ended 30 June 2012

	Note	2012 £'000	2012 £'000	2011 £'000	2011 £'000
Net cash inflow from operating activities	20		248		690
Returns on investments and servicing of finance					
Interest paid		(24)		(28)	
Dividends received		200		250	
Net cash inflow from returns on investments and servicing of finance			176		222
Taxation					
UK corporation tax paid			(174)		(174)
Capital expenditure and financial investment					
Purchase of tangible fixed assets		(1)		-	
Purchase of fixed asset investment		(1)		-	
Purchase of joint venture		-		(1,305)	
			(2)		(1,305)
Cash inflow/(outflow) before use of liquid resources and financing			248		(567)
Financing					
Repayment of bank loan		(320)		(217)	
Drawdown of bank loan		-		834	
			(320)		617
(Decrease)/increase in cash	22		(72)		50

The notes on pages 9 to 18 form part of these financial statements

The Dating Lab Limited

Notes forming part of the financial statements for the year ended 30 June 2012

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with United Kingdom Generally Accepted Accounting Principles, except for the non-compliance with FRS 2 "Accounting for Subsidiary Undertakings" explained below

The following principal accounting policies have been applied

Going concern

The directors have reviewed the financial position and forecast cash flows of the company and concluded that the going concern basis of accounting is appropriate

Non-Consolidation and information in respect of subsidiaries

For the year ended 30 June 2012, the company has not prepared group financial statements on the grounds that the information necessary for the preparation of consolidated financial statements for the subsidiary based in South Africa cannot be obtained without disproportionate expense or undue delay

The directors believe it is not possible to complete the preparation and the audit of the financial statements in South Africa without incurring substantial additional costs which the directors believe outweighs the benefits to the shareholders and stakeholders of the group. Consequently, the company has not consolidated the results, assets and liabilities of any of its subsidiary undertakings in these financial statements. The company's reasons for the non-preparation of consolidated financial statements are not in accordance with the requirements of FRS 2 "Accounting for Subsidiary Undertakings". Accordingly these financial statements present information about the individual company and not the group

Therefore these financial statements contain information about The Dating Lab Limited as an individual company and do not contain consolidated information as the parent of the group

Where information is available regarding subsidiary undertakings in respect of capital and reserves and profit after tax attributable to the group, this is set out in note 11 to these financial statements

Turnover

Turnover which is stated net of value added tax. Turnover relating to internet dating subscription fees is recognised over the length of the subscription. Turnover from premium rate services includes all income received by the company from the network provider and is recognised at the point the call is made

Taxation

The charge for taxation is based on the profit for the year and takes into account timing differences for deferred taxation

Current tax is measured at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

The Dating Lab Limited

Notes forming part of the financial statements for the year ended 30 June 2012 (*continued*)

1 Accounting policies (*continued*)

Tangible fixed assets and depreciation

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows

Plant and equipment - 4 to 7 years

Intangible fixed assets and amortisation

Amortisation is provided to write off the cost of intangible fixed assets by equal instalments over their estimated useful economic lives as follows

Technology development - 10 years

Goodwill - 10 years

Impairment of fixed assets and goodwill

The carrying values of fixed assets are reviewed for impairment when a triggering event arises that indicates assets might be impaired. Impairment is assessed by comparing the carrying value of the asset against the higher of its realisable value and its value in use. Any provisions for impairment are charged to the profit and loss account in the year concerned.

Investments

Fixed asset investments are stated at cost less any provision for impairment.

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

2 Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom.

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (continued)

3 Employees

	2012 £'000	2011 £'000
Wages and salaries	122	383
Social security costs	8	8
Other pension costs	5	10
	<hr/>	<hr/>
Total	135	401
	<hr/>	<hr/>

The average number of employees, including directors, during the year analysed by category was

	2012 Number	2011 Number
Sales and Marketing	3	7
Administration	5	15
	<hr/>	<hr/>
	8	22
	<hr/>	<hr/>

4 Directors

	2012 £'000	2011 £'000
Directors' emoluments	-	-
	<hr/>	<hr/>

Directors' emoluments costs for the company are borne by Telecom Express Limited and Persuasion Lab Marketing (Pty) Limited

5 Operating (loss)/profit

	2012 £'000	2011 £'000
This has been arrived at after charging		
Depreciation of tangible fixed assets	5	5
Amortisation of goodwill	214	214
Auditors remuneration - audit services	12	15
Auditors remuneration - non audit services	9	36
	<hr/>	<hr/>

6 Dividends receivable

	2012 £'000	2011 £'000
Amount received from Joint Venture	200	250
	<hr/>	<hr/>

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (*continued*)

7 Interest payable and similar charges

	2012 £'000	2011 £'000
Bank loan	24	28
	<u> </u>	<u> </u>

8 Taxation

	2012 £'000	2011 £'000
<i>Current tax</i>		
UK corporation tax	-	212
	<u> </u>	<u> </u>
Total current tax	-	212
<i>Other tax</i>		
Share of joint venture's tax charge	-	-
	<u> </u>	<u> </u>
Taxation on profit on ordinary activities	-	212
	<u> </u>	<u> </u>

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The differences are explained below

	2012 £'000	2011 £'000
(Loss)/profit on ordinary activities before tax	(70)	801
	<u> </u>	<u> </u>
(Loss)/profit on ordinary activities at the standard rate of corporation tax in the UK of 25.5% (2011 - 27.5%)	(18)	220
Effects of		
Small companies tax rate	-	(2)
Expenses not deductible for tax purposes	15	2
Depreciation in excess of capital allowances	1	2
Effect of amortisation of goodwill	55	59
Non taxable income	(51)	(69)
Difference in tax rates	(2)	-
	<u> </u>	<u> </u>
Current tax charge for year	-	212
	<u> </u>	<u> </u>

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (*continued*)

9 Intangible fixed assets

	Goodwill £'000
<i>Cost</i>	
At 1 July 2011 and at 30 June 2012	2,143
<i>Amortisation</i>	
At 1 July 2011	464
Charge for the year	214
At 30 June 2012	678
<i>Net book value</i>	
At 30 June 2012	1,465
At 30 June 2011	1,679

10 Tangible fixed assets

	Plant and equipment £'000
<i>Cost</i>	
At 1 July 2011	25
Additions	1
At 30 June 2012	26
<i>Depreciation</i>	
At 1 July 2011	11
Charge for the year	5
At 30 June 2012	16
<i>Net book value</i>	
At 30 June 2012	10
At 30 June 2011	14

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (*continued*)

11 Fixed asset investments

Company	Group undertakings £'000
<i>Cost</i>	
At 1 July 2011	1,433
Additions	1
	<hr/>
At 30 June 2012	1,434
	<hr/>

Subsidiary undertakings and Joint Venture

The principal undertakings in which the company's interest at the year end is 20% or more are as follows

	Country of incorporation or registration and operation	Proportion of voting right and ordinary share capital held	Nature of business
<i>Subsidiary undertaking</i>			
The Dating Lab Holdings (Pty) Limited	South Africa	100%	Holding company
<i>Joint venture</i>			
My Single Friend Limited	England & Wales	50%	Internet dating company

Subsidiary undertakings

Information relating to the subsidiary undertaking, The Dating Lab Holdings (Pty) Limited, is set out below
The information is unaudited and relates to the year ended 30 June

	2012 £'000	2011 £'000
Capital and reserves	(440)	(302)
Loss for the year	(138)	(159)
	<hr/>	<hr/>

The company has the following interests in joint venture

	2012 £'000	2011 £'000
<i>Share of assets</i>		
Share of current assets	332	459
<i>Share of liabilities</i>		
Due within one year	(237)	(328)
	<hr/>	<hr/>
<i>Share of net assets</i>	95	131
	<hr/>	<hr/>

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (continued)

12 Debtors

	2012 £'000	2011 £'000
Amounts owed by group undertakings	18	-
Amounts owed by joint venturers and their subsidiaries	481	720
Other taxation and social security	7	-
Other debtors	-	16
Prepayments and accrued income	30	4
	<u>536</u>	<u>740</u>

13 Creditors: amounts falling due within one year

	2012 £'000	2011 £'000
Trade creditors	3	2
Bank loan	213	411
Other taxation and social security	4	-
Corporation tax	-	174
Accruals and deferred income	103	37
	<u>323</u>	<u>624</u>

The bank loan is associated with the purchase of My Single Friend Limited. The terms of the loan from Barclays Bank plc were renegotiated during the year. The loan term ends in October 2013.

14 Creditors: amounts falling due after more than one year

	2012 £'000	2011 £'000
Amounts owed to joint venturers	2,143	2,143
Bank loan	83	205
	<u>2,226</u>	<u>2,348</u>

The amount owed to joint venturers by the company is in respect of redeemable 'C' shares issued to New Telecom Express Limited. These shares have first entitlement to any distributions up to £2,142,857. The 'C' shares are to be redeemed as soon as reasonably practical following the first anniversary of the completion date of 1 May 2009, and at the same rate and to the same extent as repayment is made of the loans from MD Online Limited. In any event the loans must be repaid in full by 30 April 2019.

The Dating Lab Limited

Notes forming part of the financial statements for the year ended 30 June 2012 (continued)

14 Creditors: amounts falling due after more than one year (continued)

Maturity of debt

	Bank loan 2012 £'000	Bank loan 2011 £'000
Within one year	213	411
Between 1 and 2 years	83	205
	<u>296</u>	<u>616</u>

The bank loan is secured by a charge over the assets of New Telecom Express Limited, The Dating Lab Limited and My Single Friend Limited

15 Share capital

	2012 Number	2012 £	2011 Number	2011 £
<i>Allotted, called up and fully paid</i>				
'A' ordinary shares of £1 each	500	500	500	500
'B' ordinary shares of £1 each	500	500	500	500
	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>	<u>1,000</u>

Rights of 'A' and 'B' shares

The holders of the 'A' and 'B' ordinary shares have the voting rights and rights to appoint and remove directors as set out below but in all other respects shall be identical and rank *pari passu*

Appointment and removal of directors

The full rights in relation to appointment and removal of directors are contained with the Articles of Association. In summary, the number of directors shall not be subject to any maximum but shall not be less than 4 of whom not more than 2 shall be appointed by the holder or holders of the 'A' shares (the "A Directors") and not more than 2 shall be appointed by the holder or holders of the 'B' shares (the "B Directors")

Voting rights

For every share of which he is the holder provided always that upon any vote for the appointment or removal of an A Director, as set out above, the 'B' shares shall carry no vote and upon any vote for the appointment or removal of a 'B' Director, as set out above, the 'A' shares shall carry no vote

No member shall be entitled to vote at any general meeting or at any separate meeting of the holders of any class of shares unless all calls or other sums presently payable by him in respect of shares of the company have been paid

'C' Shares

On 1 May 2010, the company increased its authorised share capital by the creation of 2,500,000 'C' shares of £1 each. Subsequently the company issued 2,142,857 of these shares. These have been disclosed in note 14 as a liability in accordance with FRS 25. Unless otherwise agreed by the Board, no dividends or other distributions shall be declared or paid in respect of the 'A' or 'B' shares until such time as the holders of the 'C' shares have received the sum of £2,142,857

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (continued)

16 Reserves

	Profit and loss account £'000
At 1 July 2011	1,008
Retained (loss) for the year	(70)
	<hr/>
At 30 June 2012	938
	<hr/>

17 Reconciliation of movements in shareholders' funds

	2012 £'000	2011 £'000
(Loss)/profit for the year	(70)	589
Opening shareholders' funds	1,009	420
	<hr/>	<hr/>
Closing shareholders' funds	939	1,009
	<hr/>	<hr/>

18 Related party transactions

During the year, the company entered into the following arrangements in which New Telecom Express had an interest

- (a) Cost recharges by Spoke Interactive Limited to the company £240,046 (2011 - £255,606)
- (b) Cost recharges by New Telecom Express Limited to the company £413,215 (2011 - £409,937)

There is an amount due from Spoke Interactive Limited of £245,436 (2011 - £434,844) and an amount due from New Telecom Express Limited of £235,698 (2011 - £319,243) as at 30 June 2012

New Telecom Express Limited is one of the joint owners of The Dating Lab Limited and Spoke Interactive Limited is a subsidiary of New Telecom Express Limited

19 Joint venture agreement

The company is jointly owned and controlled by New Telecom Express Limited and MD Online Limited. New Telecom Express Limited is registered in England and Wales, and MD Online Limited is registered in Jersey.

Copies of the consolidated financial statements of New Telecom Express Limited are available from Companies House

The Dating Lab Limited

Notes forming part of the financial statements
for the year ended 30 June 2012 (*continued*)

20 Reconciliation of operating profit to net cash inflow from operating activities

	2012 £'000	2011 £'000
Operating (loss)/profit	(246)	579
Depreciation	5	5
Amortisation	214	214
Decrease in debtors	204	69
Increase/(decrease) in creditors	71	(177)
	<hr/>	<hr/>
Net cash inflow from operating activities	248	690
	<hr/>	<hr/>

21 Reconciliation of net cash inflow to movement in net debt

	2012 £'000	2011 £'000
(Decrease)/increase in cash in the year	(72)	50
Cash inflow from decrease/(increase) in debt financing	320	(617)
	<hr/>	<hr/>
Movement in net debt in the year	248	(567)
Opening net debt	(501)	66
	<hr/>	<hr/>
Closing net debt	(253)	(501)
	<hr/>	<hr/>

22 Analysis of net debt

	At 1 July 2011 £	Cash flow £	Other non-cash changes £	At 30 June 2012 £
Cash in hand and at bank	115	(72)	-	43
	<hr/>	<hr/>		
Debt due within one year	(411)	320	(122)	(213)
Debt due after one year	(205)	-	122	(83)
	<hr/>	<hr/>	<hr/>	<hr/>
Total	(501)	248	-	(253)
	<hr/>	<hr/>	<hr/>	<hr/>