

**Registration number 07425899**

**Vivo Rewards Limited**  
**Abbreviated Accounts**  
**for the period ended 31 August 2012**

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## **Vivo Rewards Limited**

### **Company information**

Directors	G A Grima S J Rickett
Secretary	K M Suter
Company number	07425899
Registered office	6 – 8 Cole Street London SE1 4YH
Auditors	BDO LLP 55 Baker Street London W1U 7EU

# **Vivo Rewards Limited**

## **Report and abbreviated accounts for the period ended 31 August 2012**

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# **Vivo Rewards Limited**

## **Independent Auditors report**

### **To the members of Vivo Rewards Limited under section 449 of the Companies Act 2006**

We have examined the abbreviated accounts which comprise the primary statements such as the balance sheet and the related notes, together with the financial statements of Vivo Rewards Limited for the period ended 31 August 2012 prepared under section 396 of the Companies Act 2006

Our report has been prepared pursuant to the requirements of section 449 of the Companies Act 2006 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of section 449 of the Companies Act 2006 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

### **Respective responsibilities of director and auditors**

The directors are responsible for preparing the abbreviated accounts in accordance with section 444 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated financial accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared.

### **Opinion on financial statements**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 444(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

 BDO LLP

**Anthony Perkins (senior statutory auditor)**  
**For and on behalf of BDO LLP, statutory auditor**  
London  
United Kingdom

Date 13/12/12

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

# Vivo Rewards Limited

## Balance sheet as at 31 August 2012

	Notes	31-Aug-12 £	Unaudited 30-Apr-11 £
<b>Fixed assets</b>			
Tangible assets	2	20,701	-
		20,701	-
<b>Current assets</b>			
Stock		44,846	-
Debtors			
- due within one year		462,444	-
- due after one year	3	9,080	-
Cash at bank and in hand		672,344	2
		1,188,714	-
<b>Creditors: amounts falling due within one year</b>		(4,102,290)	-
<b>Net current (liabilities)/assets</b>		(2,913,576)	2
<b>Total assets less current (liabilities)/assets</b>		(2,892,875)	2
<b>Net (liabilities)/assets</b>		(2,892,875)	2
<b>Capital and reserves</b>			
Called up share capital	4	1,056	2
Profit and loss account		(2,893,931)	-
		(2,892,875)	2

These abbreviated accounts have been prepared in accordance with the provisions applicable to companies subject to the small regime

The abbreviated accounts were approved by the Board of Directors and authorised for issue on 13 December 2012



G A Grima  
Director



S J Rickett  
Director

The notes on pages 3 – 6 form an integral part of these financial statements

# **Vivo Rewards Limited**

## **Notes to the abbreviated accounts for the period ended 31 August 2012**

### **1. Accounting policies**

The particular accounting policies adopted by the directors are described below, and have been applied on a consistent basis during the current and preceding year

#### **Accounting convention**

The abbreviated accounts are prepared under the historical cost convention

#### **Going concern**

The directors have reviewed the liquidity and forecasts for the foreseeable future and believe it is appropriate to prepare the accounts on a going concern basis

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future as the deferred credit income will only result in a small cash outflow. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements

#### **Intangible assets - research and development**

Research and development expenditure is written off in the year in which it is incurred in line with SSAP 13

#### **Tangible fixed assets and depreciation**

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows

Fixtures, fittings and equipment -	straight line over 4 years
Computer equipment -	straight line over 4 years

#### **Stocks**

Stocks are valued at the lower of cost and net realisable value. Cost is based on the costs of purchase based on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion and disposal. Provision is made for obsolete and slow-moving items where appropriate

#### **Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exception

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable profits from which the future reversal of the underlying timing differences can be deducted

# **Vivo Rewards Limited**

## **Notes to the abbreviated accounts for the period ended 31 August 2012**

### **1. Accounting policies (continued)**

#### **Taxation (continued)**

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted

#### **Turnover**

Turnover represents sales to external customers at invoiced amounts, excluding value added tax, made during the year and derives from the provision of goods and services falling within the Company's ordinary activities and includes licence fees and Vivo credits

Turnover from the supply of services represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the value of the consideration due. Where a contract has only been partially completed at the balance sheet date turnover represents the value of the service provided to date based on a proportion of the total contract value. Where payments are received from customers in advance of services provided, the amounts are recorded as Deferred Income and included as part of Creditors due within one year

Turnover from the sale of Vivo credits is accounted for as Deferred income until such Vivo credits are redeemed

The Company has various reseller contracts with third parties to sell annual licences on behalf of the Company with the reseller invoicing the customer directly for the licence fee and the Company invoicing the reseller at a discounted rate. In line with FRS5, the Company recognises the gross value of licences sold by the reseller, i.e. the reseller buy price and the reseller margin

#### **Pension costs**

Contributions to the Company's defined contribution pension scheme are charged to the profit and loss account in the period in which they become payable. The assets of the scheme are held separately in an independently administered fund

#### **Foreign currency**

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. All exchange differences are included in the profit and loss account

## Vivo Rewards Limited

### Notes to the abbreviated accounts for the period ended 31 August 2012

#### 1. Accounting policies (continued)

##### Share-based payment

The Company applies the requirements of FRS20 Share-based Payment

The Company issues equity-settled share-based payments to certain employees and these payments are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of the grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions.

Fair value is measured by use of the Black Scholes pricing model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

The value of share-based payment is taken directly to reserves.

#### 2. Tangible fixed assets

	<b>Total £</b>
<b>Cost</b>	
At 1 May 2011	-
Additions	33,480
Disposal	<u>(3,779)</u>
At 31 August 2012	<u>29,701</u>
<b>Depreciation</b>	
At 1 May 2011	-
Charge for the year	10,369
Disposal	<u>(1,369)</u>
At 31 August 2012	<u>9,000</u>
<b>Net book values</b>	
At 31 August 2012	<u>20,701</u>
At 30 April 2011	<u>-</u>



## **Vivo Rewards Limited**

### **Notes to the abbreviated accounts for the period ended 31 August 2012**

**3. Debtors**

Debtors include a loan of £9,080 (2011 - £nil) which falls due after more than one year

**4. Share capital**

	<b>Period ended 31-Aug-12</b>		<b>Period ended 30-Apr-11</b>	
	<b>Number</b>	<b>£</b>	<b>Number</b>	<b>£</b>
<b>Allotted, called up and fully paid</b>				
Ordinary shares of £1 each	<u>1,056</u>	<u>1,056</u>	<u>2</u>	<u>2</u>

**5. Controlling interest**

The company was controlled in the current and previous periods by the company's directors, G A Grima and S J Rickett, by virtue of their shareholding