

Company Registration No. 09002309 (England and Wales)

VIBER UK LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

VIBER UK LIMITED

COMPANY INFORMATION

| | |
|--------------------------|--|
| Director | M Yosef |
| Company number | 09002309 |
| Registered office | 30 City Road London EC1Y 2AB |
| Auditor | Arram Berlyn Gardner LLP 30 City Road London EC1Y 2AB |

VIBER UK LIMITED

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VIBER UK LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2016

The director presents the strategic report for the year ended 31 December 2016.

Fair review of the business

The results for the year were considered satisfactory by the directors.

Principal risks and uncertainties

The company's principal financial instruments comprise of bank balances, trade creditors and trade debtors. The main purpose of these instruments is to raise funds for the company's operations and to finance the company's operations.

Due to the nature of the financial markets the company is exposed to fluctuating price risks subject to market conditions. In addition the company is exposed to foreign currency risk. Trade debtors are managed in respect of credit and cashflow risk by policies concerning credit offered to customers and regular monitoring of outstanding amounts for both time and credit limits.

In respect of bank balances the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through use of existing funds.

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

Key performance indicators

The key financial highlights are as follows:

| | 2016 | 2015 |
|---------------------------------|-----------|-------------|
| Turnover | \$836,051 | \$1,328,081 |
| Profit for the financial period | \$155,901 | \$135,087 |

On behalf of the board

M Yosef

Director

29 September 2017

VIBER UK LIMITED

DIRECTOR'S REPORT

FOR THE YEAR ENDED 31 DECEMBER 2016

The director presents his annual report and financial statements for the year ended 31 December 2016.

Principal activities

The principal activity of the company is that of marketing consultancy business.

Director

The director who held office during the year and up to the date of signature of the financial statements was as follows:

M Hardy

(Resigned 12 February 2016)

M Yosef

Results and dividends

The results for the year are set out on page 6.

No ordinary dividends were paid. The director does not recommend payment of a final dividend.

Auditor

In accordance with the company's articles, a resolution proposing that Arram Berlyn Gardner LLP be reappointed as auditor of the company will be put at a General Meeting.

Statement of director's responsibilities

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is satisfied that they 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 these financial statements, the director is required to:

- • select suitable accounting policies and then apply them consistently;
- • make judgements and accounting estimates that are reasonable and prudent;
- • 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. He is 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.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

VIBER UK LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

On behalf of the board

M Yosef

Director

29 September 2017

VIBER UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VIBER UK LIMITED

We have audited the financial statements of Viber UK Limited for the year ended 31 December 2016 set out on pages 6 to 22. 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 director and auditor

As explained more fully in the Director's Responsibilities Statement set out on pages 2 - 3, the director is 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 Ethical Standards for Auditors.

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 director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- • give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit 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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit, the information given in the Strategic Report and the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements, and the Strategic Report and the Director's Report have been prepared in accordance with applicable legal requirements.

VIBER UK LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF VIBER UK LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Director's Report.

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.

John Donohoe (Senior Statutory Auditor)
for and on behalf of Arram Berlyn Gardner LLP

29 September 2017

Chartered Accountants
Statutory Auditor

30 City Road
London
EC1Y 2AB

VIBER UK LIMITED

INCOME STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2016

| | | 2016 | 2015 |
|--------------------------------------|-----------|----------------|----------------|
| | Notes | \$ | \$ |
| Revenue | 3 | 836,051 | 1,328,081 |
| Administrative expenses | | (622,937) | (1,182,518) |
| Operating profit | 4 | 213,114 | 145,563 |
| Finance costs | 7 | (831) | (2,735) |
| Profit before taxation | | 212,283 | 142,828 |
| Tax on profit | 8 | (56,382) | (7,741) |
| Profit for the financial year | 14 | 155,901 | 135,087 |

The Income Statement has been prepared on the basis that all operations are continuing operations.

VIBER UK LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2016

| | 2016 | 2015 |
|---|---------------|----------------|
| | \$ | \$ |
| Profit for the year | 155,901 | 135,087 |
| Other comprehensive income | | |
| Currency translation differences | (59,787) | (18,167) |
| Total comprehensive income for the year | <u>96,114</u> | <u>116,920</u> |

VIBER UK LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2016

| | Notes | 2016 \$ | \$ | 2015 \$ | \$ |
|--|-------|----------------|----------------|------------------|----------------|
| Fixed assets | | | | | |
| Property, plant and equipment | 9 | | - | | 75,328 |
| Current assets | | | | | |
| Trade and other receivables | 10 | 109,904 | | 923,199 | |
| Cash and cash equivalents | | 208,192 | | 384,238 | |
| | | <u>318,096</u> | | <u>1,307,437</u> | |
| Current liabilities | 11 | (95,953) | | (1,256,736) | |
| Net current assets | | | 222,143 | | 50,701 |
| Total assets less current liabilities | | | <u>222,143</u> | | <u>126,029</u> |
| Equity | | | | | |
| Called up share capital | 13 | | 168 | | 168 |
| Retained earnings | 14 | | 221,975 | | 125,861 |
| Total equity | | | <u>222,143</u> | | <u>126,029</u> |

The financial statements were approved by the board of directors and authorised for issue on 29 September 2017 and are signed on its behalf by:

M Yosef
Director

Company Registration No. 09002309

VIBER UK LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2016

| | Share capital | Retained earnings | Total |
|---|---------------|-------------------|----------|
| | \$ | \$ | \$ |
| Balance at 1 January 2015 | 168 | 8,941 | 9,109 |
| Year ended 31 December 2015: | | | |
| Profit for the year | - | 135,087 | 135,087 |
| Other comprehensive income: | | | |
| Currency translation differences | - | (18,167) | (18,167) |
| Total comprehensive income for the year | - | 116,920 | 116,920 |
| Balance at 31 December 2015 | 168 | 125,861 | 126,029 |
| Year ended 31 December 2016: | | | |
| Profit for the year | - | 155,901 | 155,901 |
| Other comprehensive income: | | | |
| Currency translation differences | - | (59,787) | (59,787) |
| Total comprehensive income for the year | - | 96,114 | 96,114 |
| Balance at 31 December 2016 | 168 | 221,975 | 222,143 |

VIBER UK LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2016

| | Notes | 2016 \$ | \$ | 2015 \$ | \$ |
|---|-------|------------|-----------|------------|----------|
| Cash flows from operating activities | | | | | |
| Cash (absorbed by)/generated from operations | 18 | | (158,767) | | 291,863 |
| Interest paid | | | (831) | | (2,735) |
| Income taxes paid | | | (9,668) | | (33,855) |
| Net cash (outflow)/inflow from operating activities | | | (169,266) | | 255,273 |
| Investing activities | | | | | |
| Purchase of property, plant and equipment | | - | | (38,002) | |
| Proceeds on disposal of property, plant and equipment | | (6,780) | | - | |
| Net cash used in investing activities | | | (6,780) | | (38,002) |
| Net cash used in financing activities | | | - | | - |
| Net (decrease)/increase in cash and cash equivalents | | | (176,046) | | 217,271 |
| Cash and cash equivalents at beginning of year | | | 384,238 | | 166,967 |
| Cash and cash equivalents at end of year | | | 208,192 | | 384,238 |

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

Company information

Viber UK Limited is a limited company incorporated in England. The registered office is 30 City Road, London, EC1Y 2AB.

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.

The company's functional currency is £ Sterling, being the currency of the primary economic environment in which it operates. The financial statements are presented in US\$, which is the presentation currency of its group.

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, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the director continues to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business, net of discounts, VAT and other sales related taxes. Income is recognised in accordance with the Marketing Services Agreement by reference to work carried out to the reporting date.

1.4 Property, plant and equipment

Fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Such cost includes costs directly attributable to making the asset capable of operating as intended.

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:

| | |
|------------------------------|-------------------|
| Leasehold land and buildings | 20% Straight line |
| Fixtures and fittings | 20% Straight line |
| Computers | 20% 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.

1.5 Impairment of non-current assets

At each reporting end date, the company reviews the carrying amounts of its tangible 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.

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried in at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.6 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.7 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.

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, 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.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. The impairment loss is recognised in operating profit.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

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 trade and other payables, 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 payables 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 payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

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.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.8 Equity instruments

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

1.9 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.10 Taxation

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

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.

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

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. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. 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, unless those costs are required to be recognised as part of the cost of stock or non-current assets.

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.

The company operates an employee share ownership plan (ESOP) trust and has de facto control of the shares held by the trust and bears their benefits and risks. The company records assets and liabilities of the trust as its own. Consideration paid by the ESOP scheme for shares of the company is deducted from equity. Finance costs and administrative expenses incurred by the company in relation to the ESOP are recognised on an accruals basis.

1.12 Retirement benefits

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

1.13 Share-based payments

For cash-settled share-based payments, a liability is recognised for the goods and services acquired, measured initially at the fair value of the liability. At the balance sheet date until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

1.14 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income 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 lease asset are consumed.

1.15 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the income statement for the period.

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the director is 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.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Tangible Assets

Accounting for tangible assets involves the use of estimates and judgements for determining the useful lives over which these are to be depreciated and the existence and amount of any impairment.

Tangible assets are depreciated on a reducing balance or straight line basis over their estimated useful lives and taking into account their expected residual values. When the Company estimates useful lives, various factors are considered including expected technological obsolescence and the expected usage of the asset.

The Directors regularly review these asset lives and change them as necessary to reflect the estimated current remaining lives in light of technological changes, future economic utilisation and physical condition of the assets concerned. A significant change in asset lives can have a significant change on depreciation and amortisation charges for the period.

Impairment of debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. This obligation may be legal or constructive deriving from regulations, contracts, normal practices or public commitments that lead third parties to reasonably expect that the Company will assume certain responsibilities. The amount of the provision is determined based on the best estimate of the outflow of resources required to settle the obligation, taking into account all available information.

No provision is recognised if the amount of liability cannot be estimated reliably. In this case, the relevant information is disclosed in the notes to the financial statements.

Given the uncertainties inherent in the estimates used to determine the amount of provision, actual outflows of resources may differ from the amounts recognised originally on the basis of the estimates.

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

3 Revenue

Turnover represents the amounts derived from the provision of goods and services which fall within the company's ordinary activities, stated net of value added tax.

| | 2016 | 2015 |
|--|----------------|------------------|
| | \$ | \$ |
| Revenue analysed by class of business | | |
| Rendering of services | 836,051 | 1,328,081 |
| | <u>836,051</u> | <u>1,328,081</u> |
| | 2016 | 2015 |
| | \$ | \$ |
| Revenue analysed by geographical market | | |
| Luxembourg | 836,051 | 1,328,081 |
| | <u>836,051</u> | <u>1,328,081</u> |

4 Operating profit

| | 2016 | 2015 |
|---|---------------|---------------|
| | \$ | \$ |
| Operating profit for the year is stated after charging/(crediting): | | |
| Exchange gains | (132,620) | (30,623) |
| Fees payable to the company's auditor for the audit of the company's financial statements | 10,704 | 14,426 |
| Depreciation of owned property, plant and equipment | 5,996 | 16,600 |
| Loss on disposal of property, plant and equipment | 64,405 | - |
| Share-based payments | - | (100,437) |
| Operating lease charges | 44,641 | 73,599 |
| | <u>44,641</u> | <u>73,599</u> |

Exchange differences recognised in profit or loss during the year, except for those arising on financial instruments measured at fair value through profit or loss, amounted to \$132,620 (2015 - \$30,623).

5 Employees

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

| | 2016 | 2015 |
|----------------------|----------|----------|
| | Number | Number |
| Administrative staff | 3 | 7 |
| | <u>3</u> | <u>7</u> |

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

5 Employees (Continued)

Their aggregate remuneration comprised:

| | 2016 | 2015 |
|-----------------------|----------------|----------------|
| | \$ | \$ |
| Wages and salaries | 500,811 | 777,316 |
| Social security costs | 53,059 | 93,759 |
| Pension costs | 14,389 | 28,532 |
| | <u>568,259</u> | <u>899,607</u> |

6 Director's remuneration

| | 2016 | 2015 |
|---|----------------|----------------|
| | \$ | \$ |
| Remuneration for qualifying services | 222,332 | 357,882 |
| Company pension contributions to defined contribution schemes | 11,017 | 20,328 |
| | <u>233,349</u> | <u>378,210</u> |

Remuneration disclosed above include the following amounts paid to the highest paid director:

| | 2016 | 2015 |
|---|----------------|----------------|
| | \$ | \$ |
| Remuneration for qualifying services | 222,332 | 357,882 |
| Company pension contributions to defined contribution schemes | 11,017 | 20,328 |
| | <u>233,349</u> | <u>378,210</u> |

7 Finance costs

| | 2016 | 2015 |
|----------------|------------|--------------|
| | \$ | \$ |
| Other interest | 831 | 2,735 |
| | <u>831</u> | <u>2,735</u> |

8 Taxation

| | 2016 | 2015 |
|--|---------------|--------------|
| | \$ | \$ |
| Current tax | | |
| UK corporation tax on profits for the current period | 56,382 | 7,741 |
| | <u>56,382</u> | <u>7,741</u> |

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

8 Taxation

(Continued)

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

| | 2016 \$ | 2015 \$ |
|--|------------|------------|
| Profit before taxation | 212,283 | 142,828 |
| Expected tax charge based on the standard rate of corporation tax in the UK of 20.00% (2015: 20.00%) | 42,457 | 28,566 |
| Tax effect of expenses that are not deductible in determining taxable profit | 5,876 | (20,408) |
| Permanent capital allowances in excess of depreciation | 631 | (3,536) |
| Depreciation on assets not qualifying for tax allowances | 1,133 | 3,320 |
| Tax at marginal rate | (300) | 290 |
| Foreign exchange differences | (5,419) | (491) |
| Fixed asset loss on disposals | 12,004 | - |
| Taxation charge for the year | 56,382 | 7,741 |

9 Property, plant and equipment

| | Leasehold land and buildings | Fixtures and fittings | Computers | Total |
|------------------------------------|---------------------------------|--------------------------|-----------|----------|
| | \$ | \$ | \$ | \$ |
| Cost | | | | |
| At 1 January 2016 | 41,882 | 30,598 | 21,293 | 93,773 |
| Disposals | (34,913) | (25,507) | (17,750) | (78,170) |
| Exchange adjustments | (6,969) | (5,091) | (3,543) | (15,603) |
| At 31 December 2016 | - | - | - | - |
| Depreciation and impairment | | | | |
| At 1 January 2016 | 7,987 | 6,486 | 3,972 | 18,445 |
| Depreciation charged in the year | 2,678 | 1,957 | 1,361 | 5,996 |
| Eliminated in respect of disposals | (8,967) | (7,093) | (4,485) | (20,545) |
| Exchange adjustments | (1,698) | (1,350) | (848) | (3,896) |
| At 31 December 2016 | - | - | - | - |
| Carrying amount | | | | |
| At 31 December 2016 | - | - | - | - |
| At 31 December 2015 | 33,895 | 24,112 | 17,321 | 75,328 |

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

| | | |
|---|-----------------------|-------------------------|
| 10 Trade and other receivables | 2016 | 2015 |
| | \$ | \$ |
| Amounts falling due within one year: | | |
| Amounts due from group undertakings | 105,716 | 42,302 |
| Other receivables | 2,775 | 850,901 |
| Prepayments and accrued income | 1,413 | 29,996 |
| | <u>109,904</u> | <u>923,199</u> |
| | <u><u>109,904</u></u> | <u><u>923,199</u></u> |
| 11 Current liabilities | 2016 | 2015 |
| | \$ | \$ |
| Trade payables | 1,091 | 36,041 |
| Amounts due to group undertakings | - | 329,254 |
| Corporation tax | 51,429 | 4,715 |
| Other taxation and social security | - | 80,281 |
| Other payables | - | 781,284 |
| Accruals and deferred income | 43,433 | 25,161 |
| | <u>95,953</u> | <u>1,256,736</u> |
| | <u><u>95,953</u></u> | <u><u>1,256,736</u></u> |
| 12 Retirement benefit schemes | 2016 | 2015 |
| | \$ | \$ |
| Defined contribution schemes | | |
| Charge to profit or loss in respect of defined contribution schemes | 14,389 | 28,532 |
| | <u>14,389</u> | <u>28,532</u> |
| | <u><u>14,389</u></u> | <u><u>28,532</u></u> |
| 13 Share capital | 2016 | 2015 |
| | \$ | \$ |
| Ordinary share capital | | |
| Issued and fully paid | | |
| 100 Ordinary of £1.68 each | 168 | 168 |
| | <u>168</u> | <u>168</u> |
| | <u><u>168</u></u> | <u><u>168</u></u> |

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

14 Retained earnings

| | 2016 \$ | 2015 \$ |
|----------------------------------|----------------|----------------|
| At the beginning of the year | 125,861 | 8,941 |
| Profit for the year | 155,901 | 135,087 |
| Currency translation differences | (59,787) | (18,167) |
| At the end of the year | <u>221,975</u> | <u>125,861</u> |

15 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

| | 2016 \$ | 2015 \$ |
|----------------------------|------------|----------------|
| Within one year | - | 74,264 |
| Between two and five years | - | 208,347 |
| | <u>-</u> | <u>282,611</u> |

16 Related party transactions

Transactions with related parties

During the year the company entered into the following transactions with related parties:

| | Sale of services | | Payments for services | |
|--|------------------|------------------|-----------------------|----------------|
| | 2016 \$ | 2015 \$ | 2016 \$ | 2015 \$ |
| Entities with control, joint control or significant influence over the company | <u>836,051</u> | <u>1,328,081</u> | <u>-</u> | <u>470,863</u> |

The following amounts were outstanding at the reporting end date:

| | 2016 \$ | 2015 \$ |
|--|------------|----------------|
| Amounts owed to related parties | | |
| Entities with control, joint control or significant influence over the company | - | 226,947 |
| Other related parties | - | 60,005 |
| | <u>-</u> | <u>286,952</u> |

VIBER UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

16 Related party transactions (Continued)

The following amounts were outstanding at the reporting end date:

| | 2016 Balance \$ |
|--|-----------------------|
| Amounts owed by related parties | |
| Entities with control, joint control or significant influence over the company | 105,716 |

There were no amounts owed in the previous period.

17 Controlling party

The parent company of Viber UK Limited is Viber Media Ltd, a company incorporated in Cyprus. The ultimate parent company is Rakuten Inc, a company incorporated in Japan and listed on the Tokyo Stock Exchange. The financial statements of Rakuten Inc are publicly available from <http://global.rakuten.com/corp/investors/documents/annual.html>.

18 Cash generated from operations

| | 2016 \$ | 2015 \$ |
|--|------------------|----------------|
| Profit for the year after tax | 155,901 | 135,087 |
| Adjustments for: | | |
| Taxation charged | 56,382 | 7,741 |
| Finance costs | 831 | 2,735 |
| Loss on disposal of property, plant and equipment | 76,720 | - |
| Depreciation and impairment of property, plant and equipment | 5,388 | 15,942 |
| Movements in working capital: | | |
| Decrease/(increase) in trade and other receivables | 813,295 | (781,226) |
| (Decrease)/increase in trade and other payables | (1,267,284) | 911,584 |
| Cash (absorbed by)/generated from operations | <u>(158,767)</u> | <u>291,863</u> |

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.