

COMPANY REGISTRATION NUMBER: 10528543

**DOG Holdings Limited**  
**Financial Statements**  
**31 December 2017**



# **DOG Holdings Limited**

## **Financial Statements**

**Period ended 31 December 2017**

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# **DOG Holdings Limited**

## **Directors' Report**

**Period ended 31 December 2017**

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The directors present their report and the financial statements of the company for the period ended 31 December 2017.

### **Incorporation**

The company incorporated on 15th December 2016.

### **Directors**

The directors who served the company during the period were as follows:

B. Reynolds FCA CA (NZ)

J. Tye

### **Directors' Responsibilities Statement**

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have 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 directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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 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 directors are 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. 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.

### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### **Small Company Provisions**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

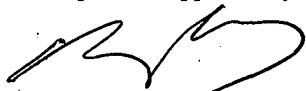
# **DOG Holdings Limited**

## **Directors' Report** *(continued)*

**Period ended 31 December 2017**

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This report was approved by the board of directors on 14 September 2018 and signed on behalf of the board by:



**B. Reynolds FCA CA (NZ)**  
Director

Registered office:  
31-32 Alfred Place  
London  
WC1E 7DP

# **DOG Holdings Limited**

## **Independent Auditor's Report to the Members of DOG Holdings Limited**

**Period ended 31 December 2017**

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### **Opinion**

We have audited the financial statements of DOG Holdings Limited (the 'company') for the period ended 31 December 2017 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (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.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions Relating to Going Concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

# **DOG Holdings Limited**

## **Independent Auditor's Report to the Members of DOG Holdings Limited** *(continued)*

**Period ended 31 December 2017**

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### **Other Information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions on Other Matters Prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

### **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 directors' report.

We have nothing to report in respect of the following matters in relation to which 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 in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

### **Responsibilities of Directors**

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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

# **DOG Holdings Limited**

## **Independent Auditor's Report to the Members of DOG Holdings Limited** *(continued)*

**Period ended 31 December 2017**

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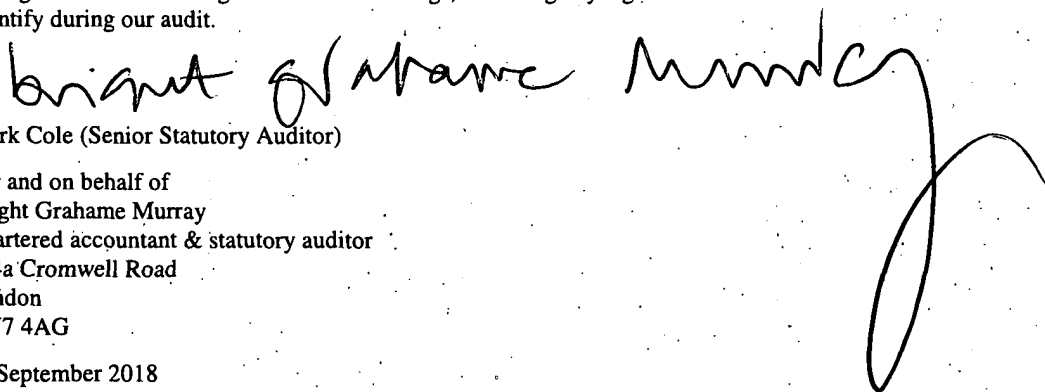
### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Mark Cole (Senior Statutory Auditor)

For and on behalf of  
**Bright Grahame Murray**  
Chartered accountant & statutory auditor  
114a Cromwell Road  
London  
SW7 4AG

14 September 2018

**DOG Holdings Limited**  
**Statement of Comprehensive Income**  
**Period ended 31 December 2017**

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	Note	2017 £
Administrative expenses		<u>1,000</u>
<b>Operating Loss</b>		<u>(1,000)</u>
<b>Loss Before Taxation</b>		<u>(1,000)</u>
Tax on loss		<u>-</u>
<b>Loss for the Financial Period and Total Comprehensive Income</b>		<u><u>(1,000)</u></u>

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the period as set out above.

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The notes on pages 9 to 11 form part of these financial statements.



**DOG Holdings Limited**  
**Statement of Financial Position**  
**31 December 2017**

	Note	2017 £
<b>Fixed Assets</b>		
Investments	5	35,454
<b>Creditors: amounts falling due within one year</b>	6	1,000
<b>Net Current Liabilities</b>		1,000
<b>Total Assets Less Current Liabilities</b>		34,454
<b>Creditors: amounts falling due after more than one year</b>	7	35,354
<b>Net Liabilities</b>		(900)
<b>Capital and Reserves</b>		
Called up share capital		100
Profit and loss account		(1,000)
<b>Shareholders Deficit</b>		(900)

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 14 September 2018, and are signed on behalf of the board by:



B. Reynolds FCA CA (NZ)  
 Director

Company registration number: 10528543

The notes on pages 9 to 11 form part of these financial statements.

**DOG Holdings Limited****Statement of Changes in Equity****Period ended 31 December 2017**

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	Called up share capital £	Profit and loss account £	Total £
<b>At 1 January 2017</b>	—	—	—
Loss for the period	—	(1,000)	(1,000)
<b>Total Comprehensive Income for the Period</b>	—	(1,000)	(1,000)
Issue of shares	100	—	100
<b>Total Investments by and Distributions to Owners</b>	100	—	100
<b>At 31 December 2017</b>	100	(1,000)	(900)

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The notes on pages 9 to 11 form part of these financial statements.

# **DOG Holdings Limited**

## **Notes to the Financial Statements**

**Period ended 31 December 2017**

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### **1. General Information**

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 31-32 Alfred Place, London, WC1E 7DP.

### **2. Statement of Compliance**

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

### **3. Accounting Policies**

#### **Basis of Preparation**

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

#### **Investments**

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

#### **Investments in Associates**

Investments in associates accounted for in accordance with the cost model are recorded at cost less any accumulated impairment losses.

Investments in associates accounted for in accordance with the fair value model are initially recorded at the transaction price. At each reporting date, the investments are measured at fair value, with changes in fair value recognised in other comprehensive income/profit or loss. Where it is impracticable to measure fair value reliably without undue cost or effort, the cost model will be adopted.

Dividends and other distributions received from the investment are recognised as income without regard to whether the distributions are from accumulated profits of the associate arising before or after the date of acquisition.

#### **Investments in Joint Ventures**

Investments in joint ventures are accounted for at cost less impairment.

#### **Impairment of Fixed Assets**

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

# DOG Holdings Limited

## Notes to the Financial Statements *(continued)*

Period ended 31 December 2017

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### 3. Accounting Policies *(continued)*

#### Impairment of Fixed Assets *(continued)*

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

#### Financial Instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

### 4. Auditor's Remuneration

	<b>2017</b>
	<b>£</b>
Fees payable for the audit of the financial statements	<b><u>1,000</u></b>

# DOG Holdings Limited

## Notes to the Financial Statements *(continued)*

Period ended 31 December 2017

### 5. Investments

	Shares in group undertakings £
Cost	
At 1 January 2017	—
Additions	35,454
At 31 December 2017	<u>35,454</u>
Impairment	
At 1 January 2017 and 31 December 2017	<u>—</u>
Carrying amount	
At 31 December 2017	<u>35,454</u>

The company owns 50% of the ordinary share capital of Den of Geek World Limited, a company incorporated in England and Wales which operates a web portal business. At 31 December 2017 this company has net liabilities of £9,298 and recorded a loss before taxation of £9,498 for the period.

### 6. Creditors: amounts falling due within one year

	2017 £
Other creditors	<u>1,000</u>

### 7. Creditors: amounts falling due after more than one year

	2017 £
Amounts owed to group undertakings and undertakings in which the company has a participating interest	<u>35,354</u>

### 8. Controlling Party

The company's immediate parent undertaking is Dennis Publishing Limited, a company incorporated in England and Wales.

The ultimate parent undertaking is Dennis Publishing (UK) Limited. At the date of signing, Dennis Publishing (UK) Limited is in the process of selling Dennis Publishing Limited and all of its subsidiaries to Exponent Private Equity Partners IV, LP, a Private Fund Limited Partnership incorporated in England and Wales.

The expected completion date for this transaction is during October 2018.

Dennis Publishing Limited is the smallest group of which the company is a member and for which group accounts are prepared. Dennis Publishing (UK) Limited is the largest group of which the company is a member and for which group accounts are prepared.

Copies of the Dennis Publishing Limited consolidated financial statements can be obtained from 31-32 Alfred Place, London, WC1E 7DP.

Copies of the Dennis Publishing (UK) Limited consolidated financial statements can be obtained from 6 Kingly Street, London, W1B 5PF.