ADVFN
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ADVFN Plc Annual Report 2015
FOR THE YEAR ENDED
30 JUNE 2015

Registered Number: 2374988 (England and Wales)

CONTENTS OF THE FINANCIAL STATEMENTS

DIRECTORS, OFFICERS AND ADVISERS

Directors

Michael Hodges (Chairman)
Clem Chambers (Chief Executive Officer)
Jonathan Mullins (Technical Director and Chief Financial Officer)
Matt Collom (Sales Director)
Brian Basham (Non-executive Director)

Secretary

Michael Hodges

Registered Office

Suite 27, Essex Technology Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA

Independent Auditor

Grant Thornton UK LLP, The Explorer Building, Fleming Way, Manor Royal, Crawley, West Sussex, RH10 9GT

Nominated Adviser

Grant Thornton UK LLP, Grant Thornton House, Melton Street, Euston Square, London, NW1 2EP

Broker

Mirabaud Securities Limited, 21 St James' Square, London, SW1Y 4JP

Registrars

Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA

Company number: 02374988

CHIEF EXECUTIVE'S STATEMENT

2015 was a solid year with sales broadly in line with last year at £9,297,000 (2014: £9,702,000). Losses were £1,560,000 (2014: £454,000) an outcome significantly exacerbated by our difficult and costly defence of the illegal action of a particular shadowy group of share holders at the beginning of the year which was seeking to take control of the ADVFN board (the "Requisitioning Shareholders").

This was a major distraction and the situation was resolved by the FCA this summer, very much to our relief.

Meanwhile we worked with our advisers on a potential acquisition of London South East Limited, a UK financial website and provider of stock data, with an eye to combine the business and talents with ADVFN. Since the end of the financial year, this deal has fallen into abeyance. Market conditions and changes in the VCT rules have meant the market currently has little appetite to finance this kind of deal but both parties have left the door open for working together in the future.

We have been focusing very keenly on reducing costs. Historically we have focused on growth opportunities and this has been the strategy for well over a decade. However we have decided to deviate from that path and instead shift our focus to cash flows and profitability. The initial phase of this was underway in the lead up to the year end and has continued beyond and by the end of the calendar year we will have refocused our efforts into optimising our businesses in the UK, US, Brazil. We will still enjoy significant traffic and revenues from the Rest of the World (ROW) but our focus in the medium term will not be investing material resources beyond those core territories.

The bear market that kicked off around spring time in the markets has created flashes of growth, especially in Brazil and it is likely that if the market continues to become more volatile, we will benefit from an increased level of interest this creates. Whilst seemingly counterintuitive, very bad markets are good for us and like our advertising clients, quiet markets are poor for us, while fast markets are excellent. It seems likely that volatility will increase.

Clement Chambers
CEO
15 December 2015

STRATEGIC REPORT

Financial Overview

These consolidated and company accounts have been prepared under International Financial Reporting Standards (IFRS) as adopted by the European Union.

There has been an environment of rising costs in data license fees and we have had to make a number of important changes to product make-up and pricing to accommodate this.

We have been extremely focused on keeping our cost base under control and have taken a series of further steps to take our model towards operating with significant cash flows and profitability.

Business Review

Last year's strategy to begin a US market outreach on the OTC QX market tier was scuppered by the proposed EGM by the Requisitioning Shareholders at the beginning of the year illegal concert party with their proposed EGM. This intervention has contributed to the volatility of the Company's share price on a rollercoaster ride and left a fog of uncertainty that remains today over what might happen next. This has derailed our US plans because of the effort required to defend the Company in that period.

Whilst this veil of uncertainty remains, happily we have been able to get back to the business' main focus thanks to the intervention of the UK regulators in this matter.

Consequently, we have lost some momentum and this is reflected in the figures, but thankfully it has not disrupted our core business dynamics.

We have used this emergency situation as an opportunity to make some key decisions and it is fair to say that we have now deviated from our long-term strategy of ploughing everything back into trying to grow ADVFN globally. To some this may be a relief, but we still feel there are great opportunities outside our current focus but we have decided, that at least in the medium term, to grow profitability as a priority.

Operating Costs

We have been working hard on reducing these during the year and they are set on a downward trajectory.

Research and Development

R&D is a kind of life blood in technology, if you do not continue to develop you enter a spiral of decay that leads to obsolescence. We have continued to develop, scale and reinforce our platform. ADVFN sites run on a robust, flexible, low cost platform which we will continue to push forward to keep up with the financial data markets every increasing complexity.

Environmental policy

The Company as a whole continues to look for ways to develop its environmental policy. It remains our objective to improve our performance in this area.

Future outlook for the business.

ADVFN has a history of growth. This tends to go in steps with intervening periods of plateau stability. We are on such a plateau again. While during these periods it can seem like nothing much is happening, there are always developments both good and bad occurring almost weekly. ADVFN grows when the markets go into volatility. No one can predict the timing of such events so it is hard to predict when the current plateau environment will change. It will however, that much is certain.

Summary of key performance indicators

	2015 Actual	**2015 Target**	2014 Actual	2014 Target
Turnover	£9.3M	£9 - £10M	£9.7M	£9 - £10M
Average head count	53	53	43	44
ADVFN registered users	3.2M	3.1M	3.0M	2.9M

Principle risks and uncertainties

Economic downturn

There are signs of global economic recovery and these have shown up as bursts of traffic on ADVFN, for example in Brazil. However there can be no certainty in a return to economic normality in the near future but as previously stated the Company has bridged both the dotcom crash and the credit crunch, so we feel that we have shown we are robust enough to withstand the financial conditions of economic emergencies.

High proportion of fixed overheads and variable revenues

A large proportion of the company's overheads are fixed. There is the risk that any significant changes in revenue may lead to the inability to cover such costs. Management closely monitor fixed overheads against budget on a monthly basis and cost saving exercises are implemented on a constant review basis. We have had a strong period of cost optimisations that are updated on a regular basis.

Product obsolescence

The technology that we use is always in development and constantly changing. All our products are subject to technological change and advance and resultant obsolescence.

We have no choice but to keep innovating to keep up with growing technical challenges that are changing all the time.

The Directors are committed to the Research and Development strategy in place, and are confident that the company is able to react effectively to the developments within the market.

Fluctuations in currency exchange rates

A growing proportion of our turnover relates to overseas operations. As a company, we are therefore exposed to foreign currency fluctuations. The Company manages its foreign exchange exposure on a net basis, and if required uses forward foreign exchange contracts and other derivatives/financial instruments to reduce the exposure. Currently hedging is not employed and no forward contracts are in place. If currency volatility was extreme and hedging activity did not mitigate the exposure, then the results and the financial condition of the company might be adversely impacted by foreign currency fluctuations.

Consideration of the principle risks associated with financial instruments is contained in note 22.

People

I would like to thank everyone at ADVFN who tirelessly provide a global service for private investors that never sleeps.

ON BEHALF OF THE BOARD

Clement Chambers
CEO
15 December 2015

REPORT OF THE DIRECTORS

The Directors present their report and the audited financial statements for the year ended 30 June 2015.

REVISION OF FINANCIAL STATEMENTS

These revised financial statements replace the original financial statements for the year ended 30 June 2015 which were approved by the Board on 22 October 2015. These revised financial statements are now the statutory financial statements for that financial year. They have been prepared as at the date of the original financial statements (22 October 2015) and not as at the date of the revision (15 December 2015) and accordingly do not deal with events between those dates.

The original financial statements for the parent company only were prepared under FRS 101 using the reduced disclosure framework. In order to apply the reduced disclosure framework shareholder's must be informed in writing prior to the reduced disclosure frameworks application. Shareholders were not notified of the intention to use the reduced disclosure framework prior to its application. Consequently the parent company financial statements adopted the FRS 101 reduced disclosure framework inappropriately. The effect was that several required disclosure notes and the company cash flow statement were omitted from the financial statements and consequently they did not comply with the Companies Act 2006. Further information is given in note 29 of the financial statements.

PRINCIPAL ACTIVITIES

The principal activity of the group is the development and provision of financial information primarily via the internet, research services and the development and exploitation of ancillary internet sites.

RESULTS

The loss for the financial year amounted to £1,560,000 (2014: loss of £454,000). The Directors do not propose the payment of a dividend (2014: £nil).

DIRECTORS

The Directors set out below held office throughout the year except where stated:

M J Hodges
C H Chambers
J B Mullins
M Collom
R A Emmet (resigned 24 July 2014)
Y Tauman (resigned 10 December 2014)
B Basham (appointed 4 March 2015)

Brian Basham and Matthew Collom retire by rotation and, being eligible, offer themselves for re-election. The Directors' interests in the shares of the company are shown in the Remuneration Report.

REPORT OF THE DIRECTORS (continued)

Biographic details

Michael Hodges*, aged 52, Chairman*
Co-founder of ADVFN plc, Michael Hodges has over 25 years experience in computer software development and publishing, while working with multi-user and Internet projects for many years. He Co-founded On-line plc, ADVFN plc and All IPO plc. He is currently Chairman of On-line plc, ADVFN plc and a Director of All IPO plc. At ADVFN, Michael has responsibility for exchange liaison, all legal and contractual issues and general business development.

Clement Chambers *aged 51, Chief Executive Officer*
Co-founder of ADVFN plc, All IPO plc and On-line plc, Clem Chambers has been involved in the software industry for over 25 years as a pioneer of computer games, massively multiplayer games, multimedia and the internet. He is also Director of On-line plc and All IPO plc. He has written investment columns for Wired Magazine, Forbes, The Business, The Scotsman and broadcasts on investment matters for SKY News, CNBC and the BBC. Chambers takes an active role in all aspects of ADVFN, from product and staff development to revenue generation and the day-to-day running of the site. He has been a Non Executive Director of Avarae Global Coins PLC since November 2010.

Jonathan Mullins*, aged 45, Technical Director and Chief Financial Officer*
Jonathan Mullins has been involved in the development of a wide variety of on-line and internet services for over 15 years. He is responsible for the entire technical department of ADVFN and has overseen the growth of the website since its early days, including the development of the proprietary streaming service. He continues to direct all technical implementations for the site.

Matthew Collom, *aged 38, Sales Director*
Matthew Collom joined ADVFN in 2001 and has 14 years' experience within the online advertising industry. He became the Sales Director of the company in May 2014.

Brian Basham, *aged 72, Non-executive Director*
Executive Chairman of Equity Development and ArchOver Limited, Brian Basham brings a wealth of industry knowledge and experience to the ADVFN board, having founded a number of successful businesses since 1976, including Broad Street Associates (subsequently sold to BDDP in 1986) and Primrose Care (sold to BUPA in 1998). Brian was the PR adviser to British Airways in its "dirty tricks" war of words with Virgin. Basham has had a long, varied and illustrious career in the Square Mile. Basham began life as a financial journalist, working for the Daily Mail, The Times and The Telegraph.

REPORT OF THE DIRECTORS (continued)

SUBSTANTIAL SHAREHOLDERS

At 22 October 2015 the Directors were aware of the following shareholdings in excess of 3% of the Company's issued share capital:

	Shareholding	%
On-Line Plc	4,605,940	18.26%
Peter O'Reilly	2,136,893	8.47%
Michael Tamil	1,722,232	6.83%
FMR Corp. (Fidelity)	1,110,545	4.40%

In August 2014 the shares of ADVFN Plc were consolidated on the basis of 25 Ordinary shares for 1 new Ordinary share. This consolidation is incorporated in the disclosure above.

DONATIONS

There were no charitable or political donations.

RESEARCH AND DEVELOPMENT

Research and development is carried on constantly to improve and expand the on-line experience available to subscribers to the various ADVFN services. Expenditure during the year amounted to £472,000 (2014: £549,000) including amounts of development expenditure that have been capitalised.

GOING CONCERN

The financial statements have been prepared on the going concern basis which assumes the Group will continue in existence for the foreseeable future. In light of the losses before tax incurred in both the current and the prior financial years the Directors continue to look for opportunities to reduce the ongoing cost base of the business without risking its development. The Directors have also prepared a detailed forecast of future trading and cash flows for the foreseeable future. At 30 June 2015 the Group's cash balances amounted to £1.0 million and the forecasts indicate that this balance will be maintained during the next financial year. In addition the Directors plan to make a share placement within the next 6 months and accordingly the Directors have prepared these financial statements on the going concern basis.

PAYMENT POLICY AND PRACTICE

It is the Group's policy to settle the terms of payment with suppliers when agreeing the terms of the transaction, to ensure that suppliers are aware of these terms and to abide by them. Company trade creditors represented 113 days (2014: 67 days).

FINANCIAL RISK MANAGEMENT

Information relating to the group's financial risk management is detailed in note 22 to the financial statements.

EVENTS AFTER THE BALANCE SHEET DATE

There are no events of significance occurring after the balance sheet date to report.

STRATEGIC REPORT

Information in respect of the Business Review and Principle Risks and Uncertainties are not shown in the Report of the Directors because they are presented in the Strategic Report in accordance with s414c(ii) of the Companies Act 2006.

REPORT OF THE DIRECTORS (continued)

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Strategic Report, the Directors' Report, the Remuneration Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs) and elected to prepare the company financial statements in accordance with IFRSs. 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 and profit or loss of the company and group 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;
- state whether applicable IFRSs for Group and Company have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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.

The Directors confirm that:

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

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Adoption of International Financial Reporting Standards

For the preparation of the financial statements of the parent company ADVFN plc, the Directors have elected to make the transition to International Financial Reporting Standards (IFRS). This is the first set of accounts to be presented in this way and details of the adjustments required are shown in note 23. The adjustments are purely presentational and no material changes to values have been made.

AUDITOR

In accordance with section 489(4) of the Companies Act 2006, a resolution proposing the reappointment of Grant Thornton UK LLP will be put to the members at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD

Michael Hodges
Chairman
15 December 2015

REMUNERATION REPORT

Directors' emoluments

	Salary & fees £'000	Benefits in kind £'000	Annual bonus £'000	2015 Total £'000	2015 Pension £'000	2014 Total £'000	2014 Pension £'000
Executive Directors							
M J Hodges	273	1	20	294	36	269	27
C H Chambers	328	-	20	348	36	317	24
J B Mullins	235	-	20	255	-	231	-
R J Negus	-	-	-	-	-	131	-
M Collom	197	-	20	217	-	42	-
Non-executive Directors							
R A Emmet	-	-	-	-	-	16	-
Y Taumann	-	-	-	-	-	-	-
B Basham	-	-	-	-	-	-	-
	1,033	1	80	1,114	72	1,006	51

Remuneration policy for executive Directors

The company's policy on executive Director remuneration is to:

- attract and retain high quality executives by paying competitive remuneration packages relevant to each Director's role, experience and the external market. The packages include employment related benefits including contributions to private pension plans;
- incentivise Directors to maximise shareholder value through share options which are granted at an exercise price at the market price at date of grant are normally exercisable for a period of 7 years and lapse if an employee leaves.

Service contracts

The executive Directors have contracts with a thirty-six month notice period.

No Director had either during or at the end of the year a material interest in any contract which was significant in relation to the company's business.

Directors' interests in shares

The interests of the Directors and their families in the shares of the company at 1 July 2014 and 30 June 2015 were as follows:

	30 June 2015 No of Shares	1 July 2014 No of Shares	**30 June 2015 No of options**	1 July 2014 No of options
M J Hodges	18,000	18,000	651,473	651,473
C H Chambers	304,563	304,563	811,473	811,473
J B Mullins	18,578	18,578	400,000	400,000
M Collom	-	-	200,000	-

The remaining Directors Messrs Negus, Emmet, Taumann and Basham have no interests in the Company's shares.

REMUNERATION REPORT (continued)

The details of the options held by each Director at 30 June 2015 are as follows:

Grant date	Exercise date	Lapse date	M J Hodges	C H Chambers	J B Mullins	M Collom	Total
10.06.02	10.06.11	10.06.18	40,000	160,000	20,000	-	220,000
18.02.03	10.06.11	10.06.18	40,000	40,000	40,000	-	120,000
27.01.04	31.12.13	31.12.22	40,000	60,000	40,000	-	140,000
27.01.05	31.12.13	31.12.22	40,000	60,000	40,000	-	140,000
06.09.06	31.12.13	31.12.22	60,000	60,000	60,000	-	180,000
21.10.09	31.12.13	31.12.22	31,473	31,473	-	-	62,946
12.12.14	12.12.15	12.12.24	400,000	400,000	200,000	200,000	1,200,000
			651,473	811,473	400,000	200,000	2,062,946

The remaining Directors Messrs Negus, Emmet, Taumann and Basham have no options on the Company’s shares.

Independent auditor's report to the members of ADVFN plc

We have audited the revised financial statements of ADVFN plc for the year ended 30 June 2015 which comprise the consolidated income statement, the consolidated and company statement of comprehensive income, consolidated and parent company balance sheets, the consolidated and company statements of changes in equity, the consolidated and company cash flow statement, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union, and, as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006. These revised financial statements replace the original financial statements approved by the directors on 22 October 2015.

The revised financial statements of the parent entity have been prepared under the Companies (Revision of Defective Accounts and Report) Regulation 2008 and accordingly do not take account of events which have taken place after the date on which the original financial statements were approved.

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 auditor
As explained more fully in the Directors' Responsibilities Statement set out on page 9**,** the directors are responsible for the preparation of the revised 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 revised 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.

We are required to report to you if, in our opinion: the revised financial statements are prepared in accordance with the requirements of the Companies Act 2006 as they have effect under the Companies (Revision of Defective Accounts and Reports) Regulations 2008; the original financial statements failed to comply with the requirements of the Companies Act 2006 in the respects identified by the directors in the statement contained in the notes to the revised financial statements; and the information given in the revised Strategic Report and Directors' Report is consistent with the revised financial statements.

Scope of the audit of the revised financial statements
A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on revised financial statements
In our opinion:

- the revised financial statements give a true and fair view, seen as at the date the original financial statements were approved, of the state of the group's and of the parent company's affairs as at 30 June 2015 and of the group's loss for the year then ended;
- the revised group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union seen as at the date the original financial statements were approved;
- the revised parent company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006 seen as at the date the original financial statements were approved;
- the revised financial statements have been prepared in accordance with the requirements of the Companies Act 2006 as they have effect under the Companies (Revision of Defective Accounts and Reports) Regulations 2008;
- the original financial statements for the year ended 30 June 2015 failed to comply with the requirements of the Companies Act 2006 in the respects identified by the directors in the statement contained in note 29 to these revised financial statements; and
- the information given in the revised Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the revised financial statements.

Emphasis of matter - revision of incorrect preparation of parent company financial statements
In forming our opinion on the revised financial statements, which is not qualified, we have considered the adequacy of the disclosures made in note 29 to these revised financial statements concerning the need to revise the parent company financial statements. The original financial statements were approved on 22 October 2015 and our previous report was signed on that date. We have not performed a subsequent events review for the period from the date of our previous report to the date of this report.

Independent auditor's report to the members of ADVFN plc (continued)

Matters on which we are required to report by exception
We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the revised parent company 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.

Christian Heeger
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Gatwick
Date: 15 December 2015

GROUP

Consolidated income statement

	Notes	12 months to 30 June 2015 £'000	12 months to 30 June 2014 £'000
Revenue	3	9,297	9,702
Cost of sales		(1,628)	(1,165)
Gross profit		7,669	8,537
Share based payment	20	(189)	(54)
Amortisation of intangible assets		(630)	(914)
Other administrative expenses		(8,755)	(8,232)
Total administrative expenses		(9,574)	(9,200)
Operating loss	4	(1,905)	(663)
Finance income	7	114	108
Loss before tax		(1,791)	(555)
Taxation	8	231	101
Loss for the period attributable to shareholders of the parent	9	(1,560)	(454)
Loss per share – basic and diluted based on consolidated shares	9	(6.19)p	(1.80)p

Consolidated statement of comprehensive income

	12 months to 30 June 2015 £'000	12 months to 30 June 2014 £'000
Loss for the period	(1,560)	(454)
Other comprehensive income:		
Items that will be reclassified subsequently to profit or loss:		
Exchange differences on translation of foreign operations	185	(190)
Deferred tax on translation of foreign held assets	(21)	29
Total other comprehensive income	164	(161)
Total comprehensive income for the year attributable to shareholders of the parent	(1,396)	(615)

Company statement of comprehensive income

As permitted by Section 408 of the Companies Act 2006, the income statement and statement of comprehensive income of the parent company is not presented as part of these financial statements. The parent company's result after taxation for the financial year was a loss of £1,239,000 (2014: loss of £353,000).

GROUP

Consolidated balance sheet

	Notes	30 June 2015 £'000	30 June 2014 £'000
Assets			
Non-current assets			
Property, plant and equipment	10	99	71
Goodwill	11	784	724
Intangible assets	12	1,216	1,331
Trade and other receivables	15	103	295
Investments		6	-
		2,208	2,421
Current assets			
Trade and other receivables	15	1,095	1,122
Current tax recoverable		181	60
Cash and cash equivalents		986	1,675
		2,262	2,857
Total assets		4,470	5,278
Equity and liabilities			
Equity			
Issued capital	19	50	6,305
Share premium		-	8,102
Merger reserve		-	221
Share based payment reserve	20	189	617
Foreign exchange reserve		281	117
Retained earnings		1,118	(12,517)
		1,638	2,845
Non-current liabilities			
Deferred tax	14	97	131
		97	131
Current liabilities			
Trade and other payables	18	2,731	2,268
Current tax	8	4	34
		2,735	2,302
Total liabilities		2,832	2,433
Total equity and liabilities		4,470	5,278

The financial statements on pages 14 to 51 were authorised for issue by the Board of Directors on 15 December 2015 and were signed on its behalf by:

Clem Chambers
CEO
Company number: 02374988

The accompanying accounting policies and notes form an integral part of these financial statements.

COMPANY

Revised Company balance sheet	**Note**	At 30 June 2015 £'000	At 30 June 2014 £'000	At 30 June 2013 £'000
Assets				
Non-current assets				
Property, plant and equipment	10	62	54	56
Intangible assets	12	675	721	716
Trade and other receivables	15	103	295	484
Investments	13	2,363	2,261	2,261
		3,203	3,331	3,517
Current assets				
Trade and other receivables	15	1,202	1,156	963
Current tax recoverable		123	50	14
Cash and cash equivalents		660	1,270	1,106
		1,985	2,476	2,083
Total assets		5,188	5,807	5,600
Equity and liabilities				
Equity				
Called up share capital	19	50	6,305	6,291
Share premium account		-	8,102	8,062
Share based payment reserve	20	189	612	558
Merger reserve		-	221	221
Retained earnings		2,222	(11,729)	(11,376)
		2,461	3,511	3,756
Current liabilities				
Trade and other payables	18	2,727	2,296	1,844
Total equity and liabilities		5,188	5,807	5,600

The financial statements on pages 14 to 51 were authorised for issue by the Board of Directors on 15 December 2015 and were signed on its behalf:

Clem Chambers
CEO
Company number: 02374988

The accompanying accounting policies and notes form an integral part of these financial statements.

GROUP

Consolidated statement of changes in equity

	Share capital	Share premium	Merger reserve	Share based payment reserve	Foreign exchange reserve	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
At 1 July 2013	6,291	8,062	221	563	278	(12,063)	3,352
Issue of shares	14	40	-	-	-	-	54
Equity settled share options	-	-	-	54	-	-	54
Transactions with owners	14	40	-	54	-	-	108
Loss for the period after tax	-	-	-	-	-	(454)	(454)
Other comprehensive income							
Exchange differences on translation of foreign operations	-	-	-	-	(190)	-	(190)
Deferred tax on translation of foreign held assets	-	-	-	-	29	-	29
Total comprehensive income for the year	-	-	-	-	(161)	(454)	(615)
At 30 June 2014	6,305	8,102	221	617	117	(12,517)	2,845
Equity settled share options	-	-	-	189	-	-	189
Transactions with owners	-	-	-	189	-	-	189
Loss for the period after tax	-	-	-	-	-	(1,560)	(1,560)
Other comprehensive income							
Exchange differences on translation of foreign operations	-	-	-	-	185	-	185
Deferred tax on translation of foreign held assets	-	-	-		(21)	-	(21)
Total comprehensive income	-	-	-	-	164	-	164
Share consolidation (see note 19)	(6,255)	(8,102)	(221)	(617)	-	15,195	-
At 30 June 2015	50	-	-	189	281	1,118	1,638

The accompanying accounting policies and notes form an integral part of these financial statements.

COMPANY

Company statement of changes in equity

	Share capital	Share premium	Merger reserve	Share based payment reserve	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000	£'000
At 1 July 2013	6,291	8,062	221	558	(11,376)	3,756
Issue of shares	14	40	-	-	-	54
Equity settled share options	-	-	-	54	-	54
Transactions with owners	14	40	-	54	-	108
Loss for the year after tax	-	-	-	-	(353)	(353)
Total comprehensive income for the year	-	-	-	-	(353)	(353)
At 30 June 2014	6,305	8,102	221	612	(11,729)	3,511
Equity settled share options	-	-	-	189	-	189
Transactions with owners	-	-	-	189	-	189
Loss for the period after tax	-	-	-	-	(1,239)	(1,239)
Total comprehensive income for the year	-	-	-	-	(1,239)	(1,239)
Share consolidation	(6,255)	(8,102)	(221)	(612)	15,190	-
At 30 June 2015	50	-	-	189	2,222	2,461

The accompanying accounting policies and notes form an integral part of these financial statements.

GROUP

Consolidated cash flow statement

	Notes	12 months to 30 June 2015 £'000	12 months to 30 June 2014 £'000
Cash flows from operating activities			
Loss for the period before tax		(1,791)	(555)
Net finance income in the income statement (unwinding receivable)	7	(114)	(108)
Depreciation of property, plant & equipment	10	61	47
Amortisation	12	647	914
Adjustment to fair value of embedded derivative		200	250
Share based payments	20	189	54
Decrease/(Increase) in trade and other receivables		133	(149)
Increase in trade and other payables		463	314
Net cash (used by)/generated by continuing operations		(212)	767
Income tax receivable/(payable)		46	(3)
Net cash generated by operating activities		(166)	764
Cash flows from investing activities			
Payments for property plant and equipment	10	(89)	(57)
Purchase of intangibles	12	(472)	(495)
Purchase of investments		(6)	-
Net cash used by investing activities		(567)	(552)
Net (decrease) /increase in cash and cash equivalents		(733)	212
Exchange differences		44	2
Total (decrease) /increase in cash and cash equivalents		(689)	214
Cash and cash equivalents at the start of the period		1,675	1,461
Cash and cash equivalents at the end of the period	17	986	1,675

The accompanying accounting policies and notes form an integral part of these financial statements.

COMPANY

Revised Company cash flow statement

	Notes	12 months to 30 June 2015 £'000	12 months to 30 June 2014 £'000
Cash flows from operating activities			
Loss for the period before tax		(1,360)	(412)
Net finance income in the income statement (unwinding receivable)	7	(114)	(108)
Depreciation of property, plant & equipment	10	51	51
Amortisation	12	426	468
Adjustment to fair value of embedded derivative		200	250
Share based payments	20	189	54
Increase in trade and other receivables		(42)	(146)
Increase in trade and other payables		431	452
Net cash (used by)/generated by continuing operations		(219)	609
Income tax receivable		48	23
Net cash (absorbed by)/generated by operating activities		(171)	632
Cash flows from investing activities			
Payments for property plant and equipment	10	(59)	(49)
Purchase of intangibles	12	(380)	(419)
Net cash used by investing activities		(439)	(468)
Total (decrease) /increase in cash and cash equivalents		(610)	164
Cash and cash equivalents at the start of the period		1,270	1,106
Cash and cash equivalents at the end of the period	17	660	1,270

The accompanying accounting policies and notes form an integral part of these financial statements.

Notes to the financial statements

1. General information

The principal activity of ADVFN PLC ("the Company") and its subsidiaries (together "the Group") is the development and provision of financial information, primarily via the internet, research services and the development and exploitation of ancillary internet sites.

The principal trading subsidiaries are All IPO Plc, InvestorsHub.com Inc, Investor Events Ltd and Cupid Bay Ltd.

The Company is a public limited company which is quoted on the Alternative Investment Market of the London Stock Exchange and is incorporated and domiciled in the UK. The address of the registered office is Suite 27, Essex Technology Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA.

The registered number of the company is 02374988.

Exemption from audit
For the year ended 30 June 2015 ADVFN Plc has provided a guarantee in respect of all liabilities due by its subsidiary companies Cupid Bay Limited (Company No. 04001650) and Investor Events Limited (Company no 08213599) thus entitling them to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

2. Summary of significant accounting policies

Basis of preparation

The consolidated and company financial statements are for the year ended 30 June 2015. They have been prepared in compliance with International Financial Reporting Standards (IFRSs) and IFRS Interpretations Committee (IFRIC) interpretations as adopted by the European Union as at 30 June 2015. The consolidated and company financial statements have been prepared under the historical cost convention with the exception of derivative financial instruments carried at fair value and are presented in Sterling rounded to the nearest thousand except where indicated otherwise.

The subsidiary companies Cupid Bay Limited and Investor Events Limited are exempt from an audit under s479A of the Companies Act 2006.

Going concern
The financial statements have been prepared on the going concern basis which assumes the Group will continue in existence for the foreseeable future. The Directors have also prepared a detailed forecast of future trading and cash flows for the foreseeable future. At 30 June 2015 the Group's cash balances amounted to £1.0 million and the forecasts indicate that this balance will be maintained during the next financial year. In addition the Directors plan to make a share placement within the next 6 months and accordingly the directors have prepared these financial statements on the going concern basis.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Standards and amendments to existing standards adopted in these accounts
The following standards, amendments and interpretations became effective and were applied for the first time this year:

Standard/ interpretation	Content	Applicable for financial years beginning on/after
IAS 27 Separate financial statements	The amendment contains accounting and disclosure requirements for investment in subsidiaries, joint ventures and associates when an entity prepares separate financial statements.	1 January 2014
IAS 32 Offsetting financial assets and financial liabilities	The amendment seeks to clarify rather than change the off-setting requirements previously set out in IAS 32.	1 January 2014
IFRS 10 Consolidated Financial Statements	The new standard replaces the consolidation requirements previously contained in IAS 27 Consolidated and Separate Financial Statements and SIC-12 Consolidation - Special Purpose Entities.	1 January 2014
IFRS 11 Joint Arrangements	The new standard requires that a party to a joint arrangement recognises its rights and obligations arising from the arrangements rather than focusing on the legal form.	1 January 2014
IFRS 12 Disclosure of Interests in Other Entities	The standard includes the disclosure requirements for all forms of interest in other entities, including subsidiaries, joint arrangements, associates and unconsolidated structured entities.	1 January 2014

The Directors continue to monitor the impact of future changes to the reporting requirements but do not believe the proposed changes will significantly impact the financial statements.

Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Group in the 30 June 2015 financial statements

At the date of authorisation of these financial statements, certain new standards, amendments and interpretations to existing standards applicable to the Group and company have been published but are not yet effective, and have not been adopted early by the Group or company.

Standard/interpretation	Content	Applicable for financial years beginning on/after
IFRS 9 Financial Instruments (2009) and amendment	The standard will eventually replace IAS 39 in its entirety. However, the process has been divided into three main components: classification and measurement, impairment and hedge accounting. The Group will apply the standard from 1 July 2018.	1 January 2018

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Consolidation
Subsidiaries are all entities over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of over one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated on the date control ceases.

Inter-company transactions, balances and unrealised gains and losses (where they do not provide evidence of impairment of the asset transferred) on transactions between Group companies are eliminated.

Business combinations
The Group uses the acquisition method of accounting for the acquisition of a subsidiary. The consideration transferred is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. Costs directly attributable to the acquisition are expensed in the period.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date irrespective of the extent of any non controlling interest.

Goodwill is recognised at the acquisition date measured as the excess of the aggregate of:

i. The fair value of the consideration transferred
ii. The fair value or, alternatively, the share of net assets of the non controlling interest in the acquiree
iii. In a combination achieved in stages, the fair value of the acquirer's previously held equity interest in the acquiree over the net of the acquisition date fair value of the identifiable assets acquired and the liabilities assumed.

Where the goodwill calculation results in a negative amount (bargain purchase) this amount is taken to the income statement in the period in which it is derived.

Foreign currency translation
a) Functional and presentational currency
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The Company's functional currency and the Group's presentational currency is Sterling.
b) Transactions and balances
Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the reporting period end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.
c) Group companies
The results and financial position of all Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet presented are translated at the closing rate at the date of the balance sheet.
- Income and expenses for each income statement are translated at the rate of exchange at the transaction date. Where this is not possible, the average rate for the period is used but only if there is no significant fluctuation in the rate and;
- On consolidation, exchange differences arising from the translation of the net investment in foreign entities are recognised in other comprehensive income and accumulated in a separate component of equity. Post transition exchange differences are recycled to profit or loss as a reclassification adjustment upon disposal of the foreign operation.

Income and expense recognition
Revenue is the fair value of the total amount receivable by the Group for supplies of services. VAT or similar local taxes and trade discounts are excluded.

The Group derives the majority of its revenue from the provision of financial information through websites. This generates subscription income, which is recognised over the life of the subscription, as well as advertising revenue which is recognised over the period in which advertising space is booked. Other revenues are derived from the provision of both broking and research services and which are recognised as the service is provided.

Interest income and expenditure are reported on an accruals basis. Operating expenses are recognised in the income statement upon utilisation of the service or at the date of their origin.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Employee benefits
The cost of pensions in respect of the Group's defined contribution scheme is charged to profit or loss in the period in which the related employee services were provided.

Intangible assets
- Licences
Licences are recognised at cost less any subsequent impairment and amortisation charges, they are amortised over a five year period on a straight line basis.

- Goodwill
Goodwill is capitalised as an intangible asset and allocated to cash generating units (with separately identifiable cash flows) and is subject to impairment testing on an annual basis or more frequently if circumstances indicate that the asset may have been impaired.

- Internally generated intangible assets
An internally generated intangible asset (website and mobile application) arising from development (or the development phase) of an internal project is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale
- the intention to complete the intangible asset and use or sell it
- the ability to use or sell the intangible asset
- how the intangible asset will generate probable future economic benefits
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally generated intangible asset can be recognised, development expenditure is charged to profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses. Internally generated intangibles not yet in use are subject to annual impairment testing.

Internally generated intangible assets are amortised over three years.

Research expenditure is recognised as an expense in the period in which it is incurred.

- Intangible assets acquired as part of a business combination
Intangible assets acquired in a business combination are identified and recognised separately from goodwill where they satisfy the definition of an intangible asset. The cost of such intangible assets is their fair value at the acquisition date and comprises brand names, subscriber lists, certain website development costs and licenses. All intangible assets acquired through business combination are amortised over their useful lives estimated at between 5 and 10 years.

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

- Intangible assets purchased
Intangible assets are purchased when the opportunity arises and capitalised at cost (fair value). Purchased intangible assets are amortised over their useful lives estimated at between 5 and 10 years. Subsequent to initial recognition, purchased intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses.

Property, plant and equipment
Property, plant and equipment are recorded at cost net of accumulated depreciation and any provision for impairment. Depreciation is provided using the straight line method to write off the cost of the asset less any residual value over its useful economic life. The residual values of assets are reviewed annually and revised where necessary. Assets' useful economic lives are as follows:

Leasehold improvements	The shorter of the useful life of the asset or the term of the lease (1 to 3 years)
Computer equipment	33% per annum over 3 years
Office equipment	20% per annum over 5 years

Impairment
For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows. As a result some assets are tested individually for impairment and some are tested at cash-generating unit level.

Goodwill, other individual assets or cash-generating units that include goodwill and those intangible assets not yet available for use are tested for impairment at least annually. All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the carrying amount exceeds the recoverable amount of the asset or cash-generating unit. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell, and value in use based on an internal discounted cash flow evaluation. The cashflow evaluations are a result of the Director's estimation of future sales and expenses based on their past experience and the current market activity within the business. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist.

Financial assets
Financial assets consist of loans and receivables. Financial assets are assigned to their different categories by management on initial recognition, depending on the characteristics of the asset.

Trade receivables
Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default in payments are considered indicators that a trade receivable is impaired. The amount of the provision is the difference between the assets carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the income statement within administrative expenses. When a trade receivable is uncollectible it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against administrative expenses in the income statement.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Financial liabilities
The Group's financial liabilities include trade and other payables.

Financial liabilities are recognised when the Group becomes a party to the contractual agreements of the instrument. All interest related charges are recognised as an expense in the income statement.

Trade payables are recognised initially at their fair value, net of transaction costs and subsequently measured at amortised costs less settlement payments.

Leases
Where the risks and rewards of ownership of an asset are transferred to the group as lessee, the lease is treated as a finance lease. Other leases are treated as operating leases. Future instalments payable under finance leases net of finance charges are included in creditors with the corresponding asset values recorded in property, plant and equipment and depreciated over the shorter of their estimated useful lives or their lease terms. Lease payments are apportioned between the finance element, which is charged to the income statement as interest, and the capital element, which reduces the outstanding obligation for future instalments.

Payments under operating leases are charged to profit or loss on a straight line basis over the lease term.

Income taxes
Current income tax assets and liabilities comprise those obligations to fiscal authorities in the countries in which the Group carries out its operations. They are calculated according to the tax rates and tax laws applicable to the fiscal period and the country to which they relate. All changes to current tax liabilities are recognised as a component of tax expense in the income statement unless the tax relates to an item taken directly to equity in which case the tax is also taken directly to equity. Tax relating to items recognised in other comprehensive income is recognised in other comprehensive income.

Deferred income taxes are calculated using the liability method on temporary differences. Deferred tax is generally provided on the difference between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, nor on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with shares in subsidiaries and joint ventures is not provided if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future. In addition, tax losses available to be carried forward as well as other income tax credits to the group are assessed for recognition as deferred tax assets.

Deferred tax liabilities are always provided for in full. Deferred tax assets such as those resulting from assessing deferred tax on the expense of share based payments, are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets and liabilities are calculated at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the balance sheet date.

Provisions, contingent liabilities and contingent assets
Provisions are recognised when the present obligations arising from legal or constructive commitment resulting from past events, will probably lead to an outflow of economic resources from the Group which can be estimated reliably.

Provisions are measured at the present value of the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the balance sheet date.

All provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Share based employee compensation
The Group operates equity settled share based compensation plans for remuneration of its employees.

All employee services received in exchange for the grant of any share based compensation are measured at their fair values. These are indirectly determined by reference to the share options awarded. Their value is appraised at the grant date and excludes the impact of any non-market vesting conditions (e.g. profitability or sales growth targets).

All share based compensation is ultimately recognised as an expense in the income statement with a corresponding credit to the share based payment reserve, net of deferred tax where applicable. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest. Non market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. No adjustment to expense recognised in prior periods is made if fewer share options ultimately are exercised than originally estimated.

Upon exercise of share options, the proceeds received, net of any directly attributable transaction costs, up to the nominal value of the shares issued are reallocated to share capital with any excess being recorded as additional share premium.

Where modifications are made to the vesting or lapse dates of options the excess of the fair value of the revised options over the fair value of the original options at the modification date is expensed over the remaining vesting period.

Equity
Issued capital
Ordinary shares are classified as equity. The nominal value of shares is included in issued capital.
Share premium
The share premium account represents the excess over nominal value of the fair value of consideration received for equity shares, net of the expenses of the share issue.
Merger reserve
The merger reserve results from the shares issued on the acquisition of Equity Holdings Ltd.
Share based payment reserve
The share based payment reserve represents equity settled share based employee remuneration until such share options are exercised.
Foreign exchange reserve
The foreign exchange reserve represents foreign exchange gains and losses arising on translation of investments in overseas subsidiaries into the consolidated financial statements.
Retained earnings
The retained earnings include all current and prior period results for the Group and the post acquisition results of the Group's subsidiaries as determined by the income statement.

Dividends
Final equity dividends to the shareholders of ADVFN plc are recognised in the period that they are approved by shareholders. Interim equity dividends are recognised in the period that they are paid.
Dividends receivable are recognised when the Company's right to receive payment is established.

Use of key accounting estimates and judgements
Many of the amounts included in the financial statements involve the use of judgement and/or estimation. These judgements and estimates are based on management's best knowledge of the relevant facts and circumstances, having regard to prior experience, but actual results may differ from the amounts included in the financial statements. Information about such judgements and estimates is contained in the accounting policies and/or the notes to the financial statements and the key areas are summarised below:

Judgements in applying accounting policies

a) Capitalisation of development costs in accordance with IAS 38 requires analysis of the technical feasibility and commercial viability of the project in the future. This in turn requires a long term judgement to be made about the development of the industry in which the development will be marketed (Note 13). Where the directors consider that sufficient evidence exists surrounding the technical feasibility and commercial viability of the project, which indicate that the costs incurred will be recovered they are capitalised within intangible fixed assets. Where insufficient evidence exists, the costs are expensed to the income statement.
b) The directors have used their judgement to decide whether the Group should be treated as a going concern and continue in existence for the foreseeable future. Having considered the latest Group forecasts, which cover a period of two years from the balance sheet date, together with the cash resources available to them, the directors have judged that it is appropriate for the financial statements to be prepared on the going concern basis.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Sources of estimation uncertainty

a) Determining whether goodwill and related intangible assets are impaired requires an estimation of the value in use of the cash generating unit to which the goodwill or intangible assets have been allocated. This value in use calculation requires an estimation of the future cash flows expected to arise from the cash generating units and a suitable discount rate in order to calculate a suitable present value.

b) On acquisition of subsidiaries, the Group recognises intangible assets. This requires estimates to be made regarding the valuation methodology, expected useful life and discount rates to be applied. In addition, a number of estimates are used in calculating fair value and amortisation charges in respect of these assets. The carrying value of intangible assets acquired in acquisitions in prior periods is £190,000 all in I Hub Inc.

c) The Group carries a receivable resulting from the disposal of Equity Holdings Ltd and its subsidiary Equity Developments Ltd. The structure of the disposal agreement is such that, should the acquirer default on payment of the cash or loan note, ADVFN Plc must accept the return of the majority of the shares in the disposed company *in lieu* of payment. The directors view this as an embedded derivative whose value is based upon the estimated share price of Equity Holdings Ltd which, as the company is a private limited entity and limited financial information is available to the directors, is difficult to estimate.

   The intrinsic value of the embedded derivative is nil where the value of the disposed company remains at or above the maturity value of the receivable i.e. £1.2 million. Any adjustment will therefore always be negative, as Equity Holdings would only be expected to default when its company is worth less than the amounts due. At the year end the directors have valued the embedded derivative at -£750,000, representing the current estimate that the company is worth £450,000 before discounting. This is based on the limited financial information that is available. The maximum exposure therefore at the year end is a further £450,000, before discounting, fall in the fair value of the embedded derivative within the financial asset. The carrying value of the receivable after discounting is £156,000 (2014: £242,000).

3. Segmental analysis

The directors identify operating segments based upon the information which is regularly reviewed by the chief operating decision maker. The Group considers that the chief operating decision makers are the executive members of the Board of Directors. The Group has identified two reportable operating segments, being that of the provision of financial information and that of other services. The provision of financial information is made via the Group's various website platforms.

The parent entities operations are entirely of the provision of financial information.

Two minor operating segments, for which IFRS 8's quantitative thresholds have not been met, are currently combined below under 'other'. The main sources of revenue for these operating segments is the provision of financial broking services and other internet services not related to financial information. Segment information can be analysed as follows for the reporting period under review:

2015	Provision of financial information	Other	Total
	£'000	£'000	£'000
Revenue from external customers	8,695	602	9,297
Depreciation and amortisation	(630)	(78)	(708)
Other operating expenses	(9,858)	(636)	(10,494)
Segment operating loss	(1,793)	(112)	(1,905)
Interest income	114	-	114
Interest expense	-	-	-
Segment assets	4,629	(159)	4,470
Segment liabilities	(2,628)	(204)	(2,832)
Purchases of non-current assets	380	92	472

Notes to the financial statements (continued)

Segmental analysis (continued)

2014	Provision of financial information £'000	Other £'000	Total £'000
Revenue from external customers	9,345	357	9,702
Depreciation and amortisation	(655)	(306)	(961)
Other operating expenses	(8,913)	(491)	(9,404)
Segment operating loss	(223)	(440)	(663)
Interest income	108	-	108
Interest expense	-	-	-
Segment assets	4,919	359	5,278
Segment liabilities	(1,951)	(482)	(2,433)
Purchases of non-current assets	589	-	589

The Group's revenues, which wholly relate to the sale of services, from external customers and its non-current assets, are divided into the following geographical areas:

	Revenue 2015 £'000	Non-current assets 2015 £'000	Revenue 2014 £'000	Non-current assets 2014 £'000
UK (domicile)	3,587	1,070	3,791	1,268
USA	4,919	1,138	5,039	1,153
Other	791	-	872	-
	9,297	2,208	9,702	2,421

Revenues are allocated to the country in which the customer resides. During both 2015 and 2014 no single customer accounted for more than 10% of the Group's total revenues.

4. Operating loss

Operating loss has been arrived at after charging:	2015 £'000	2014 £'000
Foreign exchange loss	57	42
Depreciation and amortisation:		
Depreciation of property plant and equipment:		
Owned	61	47
Amortisation of intangible assets	647	914
Fair value of embedded derivative	200	250
Employee costs (Note 6)	3,326	3,163
Lease payments on land and buildings held under operating leases	151	154
Audit and non-audit services:		
Fees payable to the company's auditor for the audit of the Company's annual accounts	25	24
Fees payable to the Company's auditor and its associates for other services:		
For the audit of the company's subsidiaries pursuant to legislation	17	17
Other services pursuant to legislation	4	4
All other services	31	24
For tax services	13	13

Notes to the financial statements (continued)

5. Remuneration of key senior management for group and company

Key senior management comprises only directors.	2015 £'000	2014 £'000
Short term employee benefits	1,114	1,006
Share based payments	189	54
Post employment benefits - defined contribution pension plans	72	51
	1,375	1,111

Details of the directors' emoluments, together with other related information, are set out in the Remuneration Report on page 10.

6. Employees

GROUP

	2015 £'000	2014 £'000
Employee costs (including directors):		
Wages and salaries	2,813	2,794
Social security costs	252	246
Pension costs	72	69
Share based payments	189	54
	3,326	3,163

The average number of employees during the year was made up as follows:

Development	12	11
Sales and Administration	41	32
	53	43

COMPANY

	Year to 30 June 2015 £'000	Year to 30 June 2014 £'000
Employee costs (including directors):		
Wages and salaries	2,299	2,125
Social security costs	233	222
Pension	72	51
Share based payments	189	54
	2,793	2,452

For details of directors' remuneration, see the Remuneration Report on page 10.

The average monthly number of employees during the year was as follows:

	Year to 30 June 2015	Year to 30 June 2014
Development	8	8
Sales and Administration	33	26
	41	34

Notes to the financial statements (continued)

7. Finance income

GROUP AND COMPANY

	2015 £'000	2014 £'000
Unwinding of discount on receivable for disposal group	114	108
	114	108

8. Income tax expense

GROUP

	2015 £'000	2014 £'000
Current Tax:		
UK corporation tax on profits for the year	(172)	(15)
Adjustments in respect of prior periods	(1)	-
Total current taxation	(173)	(15)
Deferred tax	(58)	(86)
Taxation	(231)	(101)

The tax assessed for the year is different from the standard rate of corporation tax as applied in the respective trading domains where the Group operates. The differences are explained below:

	2015 £'000	2014 £'000
Loss before tax	(1,791)	(555)
Loss before tax multiplied by the respective standard rate of corporation tax applicable in the UK (20.75%) (2014: 22.50%)	(372)	(125)
Effects of:		
Non-deductible expenses	138	351
Enhanced Research & Development expenditure	(122)	(127)
Surrender of tax losses for R & D tax credit	62	44
Fixed asset differences	20	-
Effect of overseas tax rates	-	(40)
Adjustments in respect of prior periods	(1)	-
Deferred tax – difference between opening and current year tax rates	4	-
Movements in unrecognised deferred tax	40	(204)
Tax credit for the year	(231)	(101)

COMPANY

	2015 £'000	2014 £'000
Current Tax:		
UK corporation tax on profits for the year	(123)	(60)
Adjustments in respect of prior periods	2	(8)
Total current taxation	(121)	(68)
Deferred tax	-	-
Taxation	(121)	(68)

The tax assessed for the year is different from the standard rate of corporation tax as applied in the respective trading domains where the Group operates. The differences are explained below:

	2015 £'000	2014 £'000
Loss before tax	(1,360)	(299)
Loss before tax multiplied by the respective standard rate of corporation tax applicable in the UK (20.75%) (2014: 22.50%)	(282)	(67)
Effects of:		
Non-deductible expenses	113	89
Fixed asset differences	-	142
Enhanced Research & Development expenditure	(99)	(106)
Surrender of tax losses for R & D tax credit	53	33
Capital allowances in excess of depreciation	-	(151)
Deferred tax – difference between opening and current year tax rates	3	
Prior period adjustment	2	(8)
Movements in unrecognised deferred tax	89	-
Tax credit for the year	(121)	(68)

9. Loss per share

	12 months to 30 June 2015 £'000	12 months to 30 June 2014 £'000 Re-stated
Loss for the year from continuing operations attributable to equity shareholders	(1,560)	(454)
Total loss per share– basic and diluted	(6.19)p	(1.80)p
	Shares	Shares
Weighted average number of shares in issue for the year	25,220,210	25,219,905
Dilutive effect of options	-	-
Weighted average shares for diluted earnings per share	25,220,210	25,219,905

Where a loss has been recorded for the year the diluted loss per share does not differ from the basic loss per share as the exercise of share options would have the effect of reducing the loss per share and is therefore not dilutive under the terms of IAS 33.

Restatement
A share consolidation took place on 20th August 2014 and resulted in a reduction in shares in issue from 630,505,244 to 25,220,210. To allow a more meaningful comparison the shares in issue at 30 June 2014 have been restated to present a consolidated share equivalent. Please see note 19 for further details of the share consolidation.

Notes to the financial statements (continued)

10. Property, plant and equipment

GROUP

	Leasehold property improvements £'000	Computer equipment £'000	Office equipment £'000	Total £'000
Cost				
At 1 July 2013	37	1,172	103	1,312
Additions	-	57	-	57
At 30 June 2014	37	1,229	103	1,369
Reallocation of assets and depreciation	11	(15)	142	138
Disposal	-	(5)	-	(5)
Additions	-	89	-	89
At 30 June 2015	48	1,298	245	1,591
Depreciation				
At 1 July 2013	37	1,111	103	1,251
Charge for the year	-	47	-	47
At 30 June 2014	37	1,158	103	1,298
Reallocation of assets and depreciation	11	30	97	138
Disposal	-	(5)	-	(5)
Charge for the year	-	52	9	61
At 30 June 2015	48	1,235	209	1,492
Net book value				
At 30 June 2015	-	63	36	99
At 30 June 2014	-	71	-	71

Notes to the financial statements (continued)

COMPANY

	Leasehold property improvements	Computer equipment	Office equipment	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 July 2013	48	1,148	106	1,302
Additions	-	49	-	49
At 30 June 2014	48	1,197	106	1,351
Additions	-	59	-	59
At 30 June 2015	48	1,256	106	1,410
Depreciation				
At 1 July 2013	48	1,092	106	1,246
Charge for the year	-	51	-	51
At 1 July 2014	48	1,143	106	1,297
Charge for the year	-	51	-	51
At 30 June 2015	48	1,194	106	1,348
Net book value				
At 30 June 2015	-	62	-	62
At 30 June 2014	-	54	-	54
At 30 June 2013	-	56	-	56

Notes to the financial statements (continued)

11. Goodwill

GROUP

	£'000
1 July 2014	724
Exchange differences	60
At 30 June 2015	784

The goodwill carried in the balance sheet is attributable to the following:

	2015 £'000	2014 £'000
InvestorsHub.com Inc	784	724

Impairment testing – InvestorsHub.com Inc.
The Group tests goodwill annually for impairment. During the year, impairment tests were undertaken over the goodwill of InvestorsHub.com Inc. which is considered to be a single CGU. The recoverable amount was determined using a value in use calculation based upon management forecasts for the trading results for the two years ending 30 June 2017 extended to 30 June 2020 without growth in the extended period.

A discount rate of 10% has been calculated for this exercise. The key assumptions utilised within the forecast model relates to the level of future sales, which have been estimated based upon the directors expectations, current trading and recent actual trading performance. The closing exchange rate of $1.5719/£ has been used. The value in use calculations indicate that InvestorsHub.com Inc. has a recoverable amount which is £4,480,000 greater than the carrying amount of the assets allocated to them. The value of forecast revenues would have to fall by 88% to reduce the recoverable amount of the CGU to the carrying value of the assets allocated to them. The directors do not feel this is a reasonably possible scenario given the current and foreseeable market activity. The company is expanding and increasingly profitable.

Notes to the financial statements (continued)

12. Other intangible assets

GROUP

	Licences	Brands & subscriber lists	Website development costs	Mobile application	Total
	£'000	£'000	£'000	£'000	£'000
Cost or valuation					
At 1 July 2013	1,462	2,277	7,227	10	10,976
Exchange differences	-	(81)	-	-	(81)
Additions	-	-	549	-	549
At 30 June 2014	1,462	2,196	7,776	10	11,444
Exchange differences	-	60	-	-	60
Amounts written off	(1,300)	-	(5,029)	-	(6,329)
Additions	-	-	472	-	472
At 30 June 2015	162	2,256	3,219	10	5,647
Amortisation					
At 1 July 2013	1,427	1,502	6,268	2	9,199
Charge for the year	32	275	606	1	914
At 30 June 2014	1,459	1,777	6,874	3	10,113
Amounts written off	(1,300)	-	(5,029)	-	(6,329)
Charge for the year	3	162	479	3	647
At 30 June 2015	162	1,939	2,324	6	4,431
Net book value					
At 30 June 2015	-	317	895	4	1,216
At 30 June 2014	3	419	902	7	1,331

Impairment testing
Intangible assets are allocated entirely to InvestorsHub.com Inc CGU and have been subjected to an impairment review as described in note 11. A similar review was conducted over the assets of ADVFN plc. which is deemed to be a separate CGU. No impairment was identified by the Group across any of its CGUs.

Impairment testing – All Ipo plc.
The assets of All Ipo plc were tested as it was loss making for the year. The recoverable amount for the CGU was determined using a value in use calculation based upon management forecasts for the trading results for the two years ending 30 June 2017 extended to 30 June 2020 without growth in the extended period. A discount rate of 10% has been used and the key assumptions utilised within both forecast models relate to the level of future sales, which have been estimated based upon the directors expectations, current trading and recent actual trading performance.

The value in use calculation indicates that the CGU has a recoverable amount which is £771,000 greater than the carrying amount of the assets allocated to it. The value of forecast revenues would have to fall by 77% to reduce the recoverable amount of the CGU to the carrying value of the assets allocated to them. The directors do not feel this is a reasonably possible scenario given the current and foreseeable market activity. The prospects for All Ipo plc are improving and the forecasts used to calculate the value in use are very prudent. The company is a fully accredited brokerage and its assets include trading platform software developed by the company.

Notes to the financial statements (continued)

Other intangible assets (continued)

COMPANY

	Licenses	Mobile application	Website development	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 July 2013	100	10	6,044	6,154
Additions	-	-	473	473
At 30 June 2014	100	10	6,517	6,627
Amounts written off	-	-	(4,671)	(4,671)
Additions	-	-	380	380
At 30 June 2015	100	10	2,226	2,336
Amortisation				
At 1 July 2013	20	2	5,416	5,438
Charge for the year	10	2	456	468
At 30 June 2014	30	4	5,872	5,906
Amounts written off	-	-	(4,671)	(4,671)
Charge for the year	10	2	414	426
At 30 June 2015	40	6	1,615	1,661
Net book value				
At 30 June 2015	60	4	611	675
At 30 June 2014	70	6	645	721
At 30 June 2013	80	8	628	716

13. Subsidiary companies consolidated in these accounts

COMPANY

	Subsidiaries £'000
At 1 July 2013	2,261
Additions	-
30 June 2014	2,261
Additions	102
30 June 2015	2,363

Additions resulted from a share issue by All IPO plc in exchange for intercompany debt receivable by ADVFN plc.

	Country of incorporation	% interest in ordinary shares June 2013	June 2014	June 2015	Principal activity
Cupid Bay Limited	England & Wales	100.00	100.00	100.00	Internet dating web site
Fotothing Limited	England & Wales	100.00	100.00	100.00	Dormant
InvestorsHub.com Inc.	USA	100.00	100.00	100.00	Financial information web site
NA Data	USA	-	-	100.00	Financial information web site
ADVFN Brazil Limited	England & Wales	100.00	100.00	100.00	Dormant
E O Management Limited	England & Wales	100.00	100.00	100.00	Dormant
Throgmorton Street Capital Limited	England & Wales	100.00	100.00	100.00	Dormant
ALL IPO Plc	England & Wales	100.00	100.00	100.00	IPO information web site
ADVFN Japan LLP	Japan	-	100.00	100.00	Financial information web site
Investor Events Limited	England & Wales	100.00	100.00	100.00	Financial events organising
Writer Pub Limited	England & Wales	-	100.00	100.00	Dormant

The subsidiary companies Cupid Bay Limited and Investor Events Limited are exempt from an audit under s479A of the Companies Act 2006.

Notes to the financial statements (continued)

14. Deferred tax

The following are the major deferred tax liabilities and assets recognised by the Group and the movements thereon during the current and prior periods:

	Intangible assets	Website development costs	US temporary differences	UK tax losses	Total
	£'000	£'000	£'000	£'000	£'000
At 1 July 2013	(185)	(221)	(64)	221	(249)
Credit/(charge) to profit or loss	82	41	4	(41)	86
Charge to other comprehensive income	32	-	-	-	32
At 30 June 2014	(71)	(180)	(60)	180	(131)
Credit/(charge) to profit or loss	55	1	-	(1)	55
Charge to other comprehensive income	(21)	-	-	-	(21)
At 30 June 2015	(37)	(179)	(60)	179	(97)

The charge to other comprehensive income refers to the deferred tax effect of foreign exchange differences on the assets of I Hub Inc which are retranslated at each balance sheet date. Deferred tax in subsidiary companies amounted to £nil in All Ipo plc and £97,000 in I Hub Inc.

Certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances, after offset, for the purposes of financial reporting:

	2015	2014
	£'000	£'000
Deferred tax liabilities	(97)	(131)
Deferred tax assets	-	-
	(97)	(131)

At the balance sheet date the Group had unused tax losses of £5,923,000 (2014: £5,508,000) available for offset against future profits. A deferred tax asset has been recognised in respect of £895,000 (2014: £900,000) of such losses, as these losses would offset any taxable profits arising as a result of the unwinding of the deferred tax liability in respect of website development costs. No deferred tax asset has been recognised in respect of the remaining £5,028,000 (2014: £4,608,000) due to the unpredictability of future profit streams. Substantially all of the losses may be carried forward indefinitely.

15. Trade and other receivables

GROUP

	2015	2014
	£'000	£'000
Non-current assets		
Other receivables	103	295
Current assets		
Trade receivables	598	784
Prepayments and accrued income	347	267
Other receivables	150	71
	1,095	1,122

The Group endeavours only to deal with companies which are demonstrably creditworthy and this, together with the aggregate financial exposure, is continuously monitored.

Notes to the financial statements (continued)

Trade and other receivables (continued)

COMPANY

	2015 £'000	2014 £'000	2013 £'000
Non-current assets			
Other receivables	103	295	484

Current assets			
Trade receivables	304	420	291
Other receivables	150	50	-
Prepayments and accrued income	275	224	253
Amounts owed by Group undertakings	473	462	419
	1,202	1,156	963

16. Credit quality of financial assets

GROUP

As of 30 June 2015, trade receivables of £79,000 (2014: £66,000) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these overdue trade receivables is as follows:

	2015 £'000	2014 £'000
Trade receivables overdue by:		
Not more than 3 months	21	15
More than 3 months but not more than 6 months	35	35
More than 6 months but not more than 1 year	23	16
	79	66

Impaired receivables allowance account		
At 1 July	29	12
Released during the year	(17)	(5)
Utilised during the year	(8)	(35)
Created during the year	18	57
At 30 June	22	29

The carrying amount of the Group's trade receivables is denominated in the following currencies:

	2015 £'000	2014 £'000
Sterling	204	344
Euro	19	31
US dollar	297	406
Japanese yen	5	3
	525	784

Notes to the financial statements (continued)

Credit quality of financial assets (continued)

COMPANY

As of 30 June 2015, trade receivables of £26,000 (2014: £34,000, 2013: £106,000) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these overdue trade receivables is as follows:

	2015 £'000	2014 £'000	2013 £'000
Trade receivables overdue by:			
Not more than 3 months	9	15	91
More than 3 months but not more than 6 months	12	9	15
More than 6 months but not more than 1 year	5	10	-
	26	34	106

	2015	2014	2013
Impaired receivables allowance account			
At 1 July	29	12	29
Released during the year	(17)	(5)	-
Utilised during the year	(8)	(35)	(33)
Created during the year	18	57	16
At 30 June	22	29	12

The carrying amount of the Group's trade receivables is denominated in the following currencies:

	2015 £'000	2014 £'000	2013 £'000
Sterling	253	296	223
Euro	19	31	48
US dollar	32	93	20
	304	420	291

17. Financial instruments

GROUP

Categories of financial instrument	2015 £'000	2014 £'000
Non-current		
Trade and other receivables - loans and receivables	103	295
Current		
Trade and other receivables - loans and receivables	747	855
Trade and other receivables – non-financial assets	348	267
	1,095	1,122
Cash and cash equivalents- loans and receivables	986	1,675
Total loans and receivables	1,836	2,825
Trade and other payables – other financial liabilities at amortised cost	2,087	1,533
Trade and other payables – non financial liabilities	644	735
	2,731	2,268
Derivative financial instruments – carried at fair value through profit or loss	(750)	(550)

Notes to the financial statements (continued)

Financial instruments (continued)

COMPANY

Categories of financial instrument	2015 £'000	2014 £'000	2013 £'000
Non-current			
Trade and other receivables - loans and receivables	103	295	484
Current			
Trade and other receivables - loans and receivables	927	932	710
Trade and other receivables – non-financial assets	275	224	253
	1,202	1,156	963
Cash and cash equivalents- loans and receivables	660	1,270	1,106
Total loans and receivables	1,690	2,497	2,300
Trade and other payables – other financial liabilities at amortised cost	1,980	1,393	1,080
Trade and other payables – non financial liabilities	747	903	764
	2,727	2,296	1,844
Derivative financial instruments – carried at fair value through profit or loss	(750)	(550)	(300)

18. Trade and other payables

GROUP

	2015 £'000	2014 £'000
Trade payables	1,802	1,195
Social security and other taxes	130	190
Accrued expenses and deferred income	787	883
Other payables	12	-
	2,731	2,268

COMPANY

	2015 £'000	2014 £'000	2013 £'000
Trade payables	1,691	1,125	927
Other tax and social security	108	172	143
Accruals and deferred income	760	859	773
Other payables	10	-	-
Amounts owed to Group undertakings	158	140	1
	2,727	2,296	1,844

Notes to the financial statements (continued)

19. Share capital

GROUP AND COMPANY

		Shares	£'000
Issued, called up and fully paid Ordinary shares of £0.01 each			
At 1 July 2013		629,114,004	6,291
2 July 2013	Purchase of Manila web site	1,391,060	14
1 July 2013	Share issue	180	-
At 30 June 2014		630,505,244	6,305
Share consolidation (see below)		(605,285,034)	(6,255)
Issued, called up and fully paid Ordinary shares of £0.002 each			
At 30 June 2015		25,220,210	50

Share consolidation

At the company's General Meeting held on 20 August 2014, the resolution to approve the share consolidation of existing issued Ordinary shares of £0.01 each in the capital of the company to be consolidated into Ordinary shares of £0.25 each, was duly passed. The number of post consolidation Ordinary shares is disclosed above together with the restated loss per share amounts. In addition, the shares were to be subdivided into 1 Ordinary share of par value 1p and 1 Deferred share of 24p par value; the Deferred shares were then cancelled. Finally, the par value was reduced from 1p to 0.2p.

Share price

The market value of the shares at 30 June 2015 was 95.50p (2014; 71.34p). The range during the year was 71.25p to 130.00p (2014: 64.38p to 93.75p).

Notes to the financial statements (continued)

20. Share based payments

GROUP AND COMPANY

The Group uses share options as remuneration for services of employees. The fair value is expensed over the remaining vesting period.

The fair value of options granted after 7 November 2002 has been arrived at using the Black-Scholes model. The assumptions inherent in the use of this model are as follows:

- The option life is assumed to be at the end of the allowed period
- There are no vesting conditions which apply to the share options other than continued service up to 3 years.
- No variables change during the life of the option (e.g. dividend yield must be zero).
- Volatility has been calculated over the 3 years prior to the grant date by reference to the daily share price.

Details of the number of share options and the weighted average exercise price (WAEP) outstanding during the year are as follows:

	2015	WAEP
	Number	Price (£)
Outstanding at the beginning of the year	1,069,259	0.8075
Granted during the year	1,200,000	0.7950
Exercised during the year	-	-
Expired during the year	(206,313)	1.019
Outstanding at the year end	2,062,946	0.7810
Exercisable at the year end	862,946	0.7620

	2014	WAEP
	Restated	
	Number	Price (£)
Outstanding at the beginning of the year	1,105,299	0.8125
Granted during the year	-	-
Exercised during the year	-	-
Expired during the year	(36,040)	0.7525
Outstanding at the year end	1,069,259	0.8075
Exercisable at the year end	1,069,259	0.8075

	2013	WAEP
	Restated	
	Number	Price (£)
Outstanding at the beginning of the year	1,119,299	0.8125
Granted during the year	-	-
Exercised during the year	(10,000)	0.7000
Expired during the year	(4,000)	1.1500
Outstanding at the year end	1,105,299	0.8125
Exercisable at the year end	394,620	0.4375

Notes to the financial statements (continued)

Share based payments (continued)

The options outstanding at the year-end are set out below:

Expiry date	Exercise Price (£)	2015 Share options	2015 Remaining life	2014 Share options Restated	2014 Remaining life	2013 Share options	2013 Remaining life
10 year expiry							
31 December 2022	1.1875	140,000	8	180,000	9	180,000	10
31 December 2022	1.1500	140,000	8	229,333	9	229,333	10
31 December 2022	0.8250	180,000	8	240,000	9	240,000	10
31 December 2022	0.7640	62,946	8	62,946	9	62,946	10
12 December 2024	0.7950	1,200,000	10	-	-	-	-
7 year expiry							
6 September 2013	0.8250	-	-	-	-	22,000	1
10 April 2014	0.6375	-	-	-	-	14,040	1
11 December 2014	0.5625	-	-	12,120	1	12,120	2
10 June 2018	0.4375	220,000	3	220,000	4	220,000	5
10 June 2018	0.3125	120,000	3	120,000	4	120,000	5
5 year expiry							
21 October 2014	0.7640	-	-	4,860	-	4,860	1
		2,062,946	6	1,069,259	7	1,105,299	8

No options were exercised during the year.

The total expense recognised during the year by the Group, for all schemes, was £189,000 (2014: £54,000).

Restatement

Share consolidation

At the company's General Meeting held on 20 August 2014, the resolution to approve the share consolidation of existing issued Ordinary shares of £0.01 each in the capital of the company to be consolidated into Ordinary shares of £0.25 each, was duly passed. In addition, the shares were to be subdivided into 1 Ordinary share of par value 1p and 1 Deferred share of 24p par value; the Deferred shares were then cancelled. Finally, the par value was reduced from 1p to 0.2p.

As a consequence the exercise price and numbers of options have been adjusted and brought into line with the share disclosures.

Notes to the financial statements (continued)

21. Operating lease commitments

GROUP AND COMPANY

The following payments are due to be made on operating lease commitments which are all leases on office accommodation:

Land & buildings	2015 £'000	2014 £'000
Within one year	153	129
Two to five years	246	15
	399	144

22. Financial risk management

The Group and Company's activities expose it to a variety of financial risks: market risk (primarily foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. All companies within the group apply the same risk management programme, overall this focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. Risk management is carried out by the Board and their policies are outlined below.

a) Market risk

Foreign exchange risk
The Group is exposed to translation and transaction foreign exchange risk as it operates within the USA and other countries around the world and therefore transactions are denominated in Sterling, Euro, US Dollars and other currencies. The Group policy is to try and match the timing of the settlement of sales and purchase invoices so as to eliminate, as far as possible, currency exposure.

The Group does not hedge any transactions and foreign exchange differences on retranslation of foreign currency monetary assets and liabilities are taken to the income statement.

GROUP

The carrying value of the Group's foreign currency denominated assets and liabilities are set out below:

	2015		2014	
	Assets £'000	Liabilities £'000	Assets £'000	Liabilities £'000
US Dollars	1,654	56	859	79
Euros	19	-	61	-
Yen	32	39	39	46
	1,705	95	959	125

COMPANY

The carrying value of the Company's foreign currency denominated assets and liabilities are set out below:

	2015		2014		2013	
	Assets £'000	Liabilities £'000	Assets £'000	Liabilities £'000	Assets £'000	Liabilities £'000
US Dollars	172	536	171	363	426	269
Euros	231	111	72	79	202	64
Yen	-	20	-	30	5	30
Other	-	21	-	14	-	9
	403	688	243	486	633	372

Notes to the financial statements (continued)

Financial risk management (continued)

The majority of the group's financial assets are held in Sterling but movements in the exchange rate of the US Dollar and the Euro against Sterling have an impact on both the result for the year and equity. The Group considers its most significant exposure is to movements in the US Dollar.

Sensitivity to reasonably possible movements in the US Dollar exchange rate can be measured on the basis that all other variables remain constant. The effect on profit and equity of strengthening or weakening of the US Dollar in relation to sterling by 10% would result in a movement of:
Group - ±£17,000 (2014: ±£6,000).
Company - ±£6,000 (2014: ±£4,000).

Interest rate risk
As the Group carries no borrowings the directors consider that there is no significant interest rate risk.

Embedded derivative
The Group and Company carries a receivable resulting from the disposal of Equity Holdings Ltd and its subsidiary Equity Developments Ltd. The structure of the disposal agreement is such that, should the acquirer default on payment of the cash or loan note, ADVFN Plc is obliged to accept the return of the majority of the shares in the disposed company *in lieu* of payment. The directors view this as an embedded derivative. The embedded derivative is carried at fair value with movements in the valuation being shown in the 'Administrative expenses' line of the income statement. The receivable is presented net of the derivative liability.

GROUP AND COMPANY

Fair Value Hierarchy
All financial instruments measured at fair value must be classified into of the levels below:
- Level 1: Quoted prices, in active markets
- Level 2: Fair Inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs that are not based on observable market data.

The fair value hierarchy of financial instruments held at fair value is shown below:

	2015 £'000	2014 £'000	2013 £'000
Financial liabilities			
Derivative financial liabilities (fair value through profit or loss)	Level 3	Level 3	Level 3
At 1 July	(550)	(300)	-
Movement in the year	(200)	(250)	(300)
At 30 June	(750)	(550)	(300)

The directors consider that, should they be obliged to take the shares of the company in returned shares, it is unlikely that it will be worth the full value of the outstanding receivable. As a result the fair value of the option has been further reduced from negative £550,000 to negative £750,000. There is significant practical difficulty in obtaining a fair valuation for the shares in Equity Holdings and Equity Developments as their share price is not quoted. Valuation is provided by the directors based on their knowledge of the company and market conditions. The exposure amounts to the value of the undiscounted receivable which is £1.2 million.

b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. In order to minimise this risk the Group endeavours only to deal with companies which are demonstrably creditworthy and this, together with the aggregate financial exposure, is continuously monitored. The maximum exposure to credit risk is the value of the outstanding amount:
Group - £1,837,000 (2014: £2,825,000).
Company - £1,340,000 (2014: £2,305,000).

Provision of services by members of the Group results in trade receivables which the management consider to be of low risk, other receivables are likewise considered to be low risk. The management do not consider that there is any concentration of risk within either trade or other receivables. No trade or other receivables have been impaired.

Credit risk on cash and cash equivalents is considered to be small as the counterparties are all substantial banks with high credit ratings. The maximum exposure is the amount of the deposit.

Notes to the financial statements (continued)

Financial risk management (continued)

c) Liquidity risk
The Group currently holds cash balances in Sterling, US Dollars and Euros to provide funding for normal trading activity. The Group also has access to additional equity funding and, for short term flexibility, overdraft facilities would be arranged with the Group's bankers. Trade and other payables are monitored as part of normal management routine. Liabilities are disclosed as follows:

GROUP

2015	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	1,802	-	-	-
Accruals	144	-	-	-
Other payables	141	-	-	-

2014	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	1,195	-	-	-
Accruals	148	-	-	-
Other payables	190	-	-	-

COMPANY

2015	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	1,691	-	-	-
Accruals	121	-	-	-
Other	10			
Amounts owed to Group undertakings	158	-	-	-

2014	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	1,125	-	-	-
Accruals	128	-	-	-
Amounts owed to Group undertakings	140	-	-	-

2013	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	927	-	-	-
Accruals	152	-	-	-
Amounts owed to Group undertakings	1	-	-	-

Notes to the financial statements (continued)

Financial risk management (continued)

d) Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in a volatile and tight credit economy.

The Group will also seek to minimise the cost of capital and attempt to optimise the capital structure, which currently means maintaining equity funding and keeping debt levels to insignificant amounts of lease funding. Share capital and premium together amount to £50,000 (see note 19).

Whilst the group does not currently pay dividends it is part of the capital strategy to provide returns for shareholders and benefits for other members in the future. However, the Group is planning growth and it will continue to be important to maintain the Groups credit rating and ability to borrow should acquisition targets become available.

Capital for further development of the Group's activities will, where possible, be achieved by share issues and not by carrying significant debt.

Notes to the financial statements (continued)

23. Adoption of International Financial Reporting Standards

COMPANY

The Company ADVFN plc has made the transition to International Financial Reporting Standards (IFRS). The transition date is the 1st July 2013 and the balance sheets for the three years, including the transition year end 30 June 2013, 30 June 2014 and 30 June 2015 are shown in the primary statements.

There are no adjustments which impact the financial results; however the presentation of the primary statements and disclosure notes has changed in line with the new standard.

The most significant change means that the balance sheet now shows certain assets which were tangible fixed assets as intangible assets. These assets comprise website development costs together with the appropriate amortisation.

	Cost	Amortisation	NBV
Website development	2,226	(1,615)	611
Mobile App	10	(6)	4

There is no impact on the equity of the company and the amount both before and after transition is show below:

	2015 £'000	2014 £'000	2013 £'000
Total equity	2,461	3,511	3,756

The statement of comprehensive income has replaced the profit and loss account. The depreciation for the website development costs is now shown as amortisation. There is no requirement to show the statement of comprehensive income for the company and the result for the company, which is as shown below, remains unchanged after transition:

	2015 £'000	2014 £'000	2013 £'000
Comprehensive income for the year	(1,239)	(353)	(227)

The cash flow has a changed presentation and the definition of cash under IFRS is wider and includes short term investments within three months of maturity and with insignificant risk of changes in value.

24. Capital commitments

GROUP AND COMPANY

At 30 June 2015 the neither the Group nor the Company had any capital commitments (2014: £nil).

Notes to the financial statements (continued)

Financial risk management (continued)

25. Related party transactions

GROUP

On-line plc is related by virtue of having common directors, M J Hodges, C H Chambers and J B Mullins and as On-line holds approximately 18.26% of the shares in the company. Advertising recharges were paid to On-Line plc amounting to £94,000 (2014: £78,000). Certain services were supplied by All IPO plc to On-Line plc free of charge. The value of these services amounted to £23,000 for the year (2014: £23,000). Mr Robert Emmet, a director of All IPO plc, received payments totalling £36,000 (2014: £40,000) for consultancy services provided during the year. In addition he had a loan in the form of a commission advance amounting to £10,000 (2014: £10,000) which was written off during the year.

Brian Basham was appointed a non-executive director of ADVFN plc on 4 March 2015. He is also the owner of Equity Developments Limited and Equity Holdings Limited; for additional details please refer to note 26.

The remuneration paid to directors is disclosed on page 10 of the Remuneration Report; there were no other related party transactions.

COMPANY

On-line plc is related by virtue of having common directors, M J Hodges, C H Chambers and J B Mullins and as On-line holds approximately 18.26% of the shares in the company. Advertising recharges were paid to On-Line plc amounting to £94,000 (2014: £78,000).

Brian Basham was appointed a non-executive director of ADVFN plc on 4 March 2015. He is also the owner of Equity Developments Limited and Equity Holdings Limited; for additional details please refer to note 26.

The remuneration paid to directors is disclosed on page 10 of the Remuneration Report; there were no other related party transactions.

Notes to the financial statements (continued)

26. Disposal of Equity Holdings Ltd and Equity Developments Ltd

GROUP AND COMPANY

On 4th July 2012 an agreement was reached between ADVFN Plc and Bashco Ltd whereby Bashco Ltd acquired Equity Holdings Ltd together with its subsidiary Equity Developments Ltd.

Bashco Ltd is owned by Brian Basham who was the Chairman of Equity Developments Ltd whilst a subsidiary of ADVFN Plc. and is now a non-executive director of ADVFN plc the parent company.

Consideration is payable in cash amounting to GBP 200,000 due in equal instalments on the 2nd, 3rd, 4th and 5th anniversaries of the completion of the agreement, which was 4th July 2012.

In addition, a convertible loan note was issued to ADVFN plc by Equity Developments on the completion date of 4th July 2012 in the amount of £1 million maturing on 31 July 2017.

The conditions covering the rights of conversion of the loan note to equity are as follows;

If the cash consideration is paid in full within 30 days of the respective due dates but the purchaser fails to make the cash payment of £1 million on the maturity date (31 July 2017) then the loan notes will convert automatically on the maturity date to shares comprising 49% of the issued share capital of Equity Developments. Equity Holdings will retain the majority shareholding of 51%.

If the cash consideration is not paid in full within 30 days of the respective due dates then the holder of the loan notes has the right to demand full repayment of £1 million in cash immediately on the default. If that amount is not paid then the loan notes will convert automatically on the maturity date to shares comprising 99.5% of the issued share capital of Equity Developments. Equity Holdings will retain the remaining shareholding of 0.05%.

During the year the directors decided that there was continuing uncertainty over the receipt of the payments from Bashco Limited, the acquirer of Equity Holdings Ltd and its subsidiary Equity Developments Ltd. The directors have received no payments so far and have therefore decided that it is appropriate further to write down the value of the option. For further details please refer to the Market Risk section of note 22 above.

27. Events after the balance sheet date

There are no events of significance occurring after the balance sheet date to report.

28. Accounts

Copies of these accounts are available from the Company's registered office at Suite 27, Essex Technology Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA or from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

www.companieshouse.gov.uk

and from the ADVFN plc website:

www.ADVFN.com

29. Revision of original financial statements

These revised financial statement replace the original financial statements for the year ended 30 June 2015 which were approved by the Board on 22 October 2015. These revised financial statements are now the statutory financial statements for that financial year. They have been prepared as at the date of the original financial statements (22 October 2015) and not as at the date of revision (15 December 2015) and accordingly do not deal with events between those dates.

The original financial statements for the parent company were prepared under FRS 101 using the reduced disclosure framework. In order to apply the reduced disclosure framework shareholder's must be informed in writing prior to the reduced disclosure frameworks application. Shareholders were not notified of the intention to use the reduced disclosure framework prior to its application. Consequently the parent company financial statements adopted the FRS 101 reduced disclosure framework inappropriately. The effect was that several required disclosure notes and the company cash flow statement were omitted from the financial statements and consequently they did not comply with the Companies Act 2006. The revision prepares these financial statements for the parent company under the IFRS. The parent company financial statements have been revised to include a balance sheet for the parent company that complies with IFRS and the inclusion of a company statement of cash flow. Also the disclosure exemptions originally taken under FRS 101 which were disclosed in the original financial statements have been removed, and additional disclosures under IFRS have been made. As a result, the original financial statements did not comply with the Companies Act 2006.

NOTICE OF GENERAL MEETING

Notice is hereby given that the General Meeting of the Company will be held in the Conference Room, Essex Technology Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA on Thursday 28th January 2016 at 10.30 a.m. for the following purposes:

Ordinary Business

1 To receive and adopt the financial statements and reports of the directors and auditors for the financial period ended 30 June 2015.

Registered Office:
Suite 27,
Essex Technology Centre
The Gables, Fyfield Road
Ongar
Essex
CM5 0GA

By order of the Board
J Mullins
CFO

16th December 2015

ADVFN PLC
NOTES:

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies to attend, speak and vote instead of him. A member may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. The proxy need not be a member of the Company. Please refer to the notes to the Form of Proxy for further information on appointing a proxy, including how to appoint multiple proxies (as the case may be).

2. If you wish your proxy to speak on your behalf at the meeting, you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them. If you wish to appoint a proxy other than the Chairman of the meeting, cross out the words "the Chairman of the meeting" on the Form of Proxy and write the full name and address of your proxy on the dotted line. The change should be initialled.

3. In the absence of instructions, the person appointed proxy may vote or abstain from voting as he/she thinks fit on the specified resolutions and, unless otherwise instructed, may also vote or abstain from voting on any other matter (including amendments to resolutions) which may properly come before the meeting.

4. In the case of joint holders, the signature of any one of them will suffice but the names of all joint holders should be stated. The vote of the senior who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the votes of the other holders. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.

5. To be effective, the enclosed Form of Proxy must be duly completed and deposited together with any power of attorney or other authority (if any) under which it is executed (or a duly certified copy of such power or authority) and lodged at the offices of the Company's registrars, c/o Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, B63 2DA no later than 10.30 a.m. on 26th January 2016. Please note that the pre-paid address printed on the reverse of the Form of Proxy is only for use if you are posting from within the United Kingdom.

6. Completion and return of the Form of Proxy will not preclude a shareholder from attending and voting in person at the meeting.

7. The Company, pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those members entered on the register of members of the Company at 6 p.m. UK time on 26th January 2016 shall be entitled to attend and vote at the meeting or, if the meeting is adjourned, 6 p.m. on the day two days prior to the adjourned meeting. Changes to entries on the register of members after such time shall be disregarded in determining the right of any person to attend or vote at the meeting.

EXPLANATORY NOTES TO THE NOTICE OF GENERAL MEETING ("GM") OF ADVFN PLC (THE "COMPANY")
At the GM, resolutions will be proposed as explained below.

Resolution 1 – Receiving the accounts
An ordinary resolution will be proposed that the report of the directors and the accounts for the year ended 30 June 2015 together with the report of the auditors on those accounts be received and adopted.

ADVFN PLC

FORM OF PROXY
To:
The Directors
ADVFN PLC (the Company)
c/o Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
B63 2DA

Dear Sirs

I/We………………………………………………………………………………………………
of………………………………………………………………………………………………
being a member of the Company hereby appoint………………………………………………..
of…………………………………………………………………………………………
or failing him, the Chairman of the Meeting as my/our proxy to attend and vote for me/us on my/our behalf at the General Meeting of the Company to be held on Thursday 28th January 2016 at 10.30 am and at any adjournment thereof.
I/we direct that my/our proxy vote as indicated below in respect of the resolutions, which are referred to in the notice convening the meeting (see note 1 below).

Resolutions For Against	**For**	**Against**	**Withheld**
Ordinary Resolutions:			
1. To adopt the Report and Accounts for the year ended 30 June 2015	☐	☐	☐

Date………………………… Signature……………………………………………

Notes :

1. Please indicate with an “X” in the appropriate space how you wish your votes to be cast. If no indication is given your proxy will vote or abstain from voting at his discretion.

2. A member entitled to attend and vote is entitled to appoint a proxy to exercise all or any rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. To be valid, a form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must arrive at the address shown above not less than 48 hours before the time appointed for the meeting or any adjournment of the meeting.

3. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given.

4. This form of proxy, if completed by a corporation, should be executed under the common seal of that corporation or be signed by an officer or attorney duly authorised to do so, whose capacity should be stated.

5. A member wishing to appoint as his proxy a person other than the Chairman of the Meeting, should insert in block capitals the full name of the person of his choice where indicated, and delete the words “the Chairman of the Meeting”. All alterations should be initialled.

6. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated. Otherwise, in order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA. In the case of a corporation, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

7. If you submit more than one valid proxy appointment but the instructions in such appointments are not compatible with each other, the appointment received last before the latest time for the receipt of proxies will take precedence.

SECOND FOLD

Business Reply Plus
Licence Number
RSTY-SAKX-RZSL

1

Neville Registrars Limited
Neville House
18 Laurel Lane
HALESOWEN
B63 3DA

FIRST FOLD

THIRD FOLD