ADVFN

Home of the private investor

ADVFN Plc

AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

Registered Number: 02374988 (England and Wales)

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DIRECTORS, OFFICERS AND ADVISERS

Directors

Michael Hodges (Chairman)

Clement Chambers (Chief Executive Officer)

Jonathan Mullins (Technical Director and Chief Financial Officer)

Matt Collom (Sales Director)

Thomas Spiller (Non-executive Director) (Appointed 19 October 2020)

Secretary

Michael Hodges

Registered Office

Suite 28, Ongar Business Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA

Independent Auditor

Saffery Champness LLP, 71 Queen Victoria St, London, EC4V 4BE

Nominated Adviser

Beaumont Cornish Limited, Building 3, 566 Chiswick High Road, London, W4 5YA

Broker

Throgmorton Street Capital Limited, Suite 28 Ongar Business Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA

Registrars

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

Company number: 02374988

Chief Executive's Statement

We have good cause to be delighted to present the results to 30 June 2021. Following our reorganisation in 2019 we have benefited from the silver lining that has accompanied the very dark clouds of the Covid-19 Pandemic.

While the pandemic has boosted business there are other tailwinds pushing us forwards.

There appears to have been an intersection of positive developments over this financial year that have combined to boost our business, including the Covid lockdowns and associated market disruptions, a boom in cryptocurrency markets and the rise of a new generation of traders and investors. We have of course worked hard to grow sales and control costs but the positive changes to ADVFN's business environment cannot be understated. There are always a host of difficult challenges to be faced and this year was no different, but we have solved them at the same time as enjoying a number of positive developments.

Global actions to cope with the pandemic have raised interest in trading and investing in markets and this has increased our subscriptions and advertising revenues. Cryptocurrency prices and investor interest increased substantially mid-year bringing another tailwind to support our progress. Meanwhile, our firm belief is that the next generation of traders and investors have now emerged and that this will represent a secular boost for us in the future. This last factor is possibly more important than the previous two because while emergencies come and go, and are always a business driver for us, underlying those cycles is the size of the audience; the bigger that audience the better our market.

In 2001, just after ADVFN was first floated on AIM, the stock market dotcom crash effectively drove away a generation of traders who had entered the markets as "privatisation novices" in the 1980s and 1990s and who exited the stock market as a result of losses in the Dotcom bust. Consequently, ADVFN has for much of its market existence operated against the headwinds of falling private investor participation in share ownership and stock market trading. However, we believe that falling trend has now reversed and that the next generation of new investors is here and increasingly engaging with the markets, initially through cryptocurrency interest but also responding to the allure of Fintech developments and showing increased interest in stocks. This is most clearly the case in the US, but it is also occurring elsewhere. This is a positive development and we expect it to continue.

At the year-end both advertising and subscription income were up on the previous year and consequently we have delivered a pre-tax profit of £1,608,000.

Dividend Policy and maiden dividend

As we announced in August this year, while the Board will continue to deploy the Group's cash resources to the growth of, and investment in, the business, the Board has concluded that as a result of the much-improved financial performance of the Group, the Company is now also in a position to adopt a dividend policy to generate returns for shareholders. Our objective is to provide shareholders with a stable flow of dividends balanced by a policy of prudential capital management and the Board will adhere to a dividend cover ratio of not less than 2 times profit after taxation attributable to shareholders based on a rolling basis of 3 years commencing from 1 July 2020. Accumulated earnings will be used to address short-term profit shortfalls that may occur. In applying the dividend policy, the Board will have regard for a range of factors including the macroeconomic outlook, business performance, balance sheet and growth outlook of the Company and may exercise its discretion and revise the calculated pay-out either up or down, to the extent these factors substantially impact the Company.

For the 2021 financial year only, the Board is pleased to announce that the Company will pay a maiden dividend of 1.5p pence per ordinary share payable as per the timetable below:

- Ex dividend dated: 23 December 2021
- Record date: 24 December 2021
- Payment date: 24 January 2022

This maiden dividend is being made in respect of the whole of the 2021 financial year. Subsequently, the Board intends to pay dividends twice a year in equal instalments on a semi-annual basis following the release of the interim and full year financial results, the dates of which will be communicated to shareholders with disclosure of the financial results.

Clement Chambers
CEO
9 November 2021

STRATEGIC REPORT

Financial Overview

These consolidated and company accounts have been prepared under applicable law and International Accounting Standards (IAS) in conformity with the requirements of the Companies Act 2006.

We currently plan to continue to remain on a steady course while retaining perhaps a slightly defensive posture, remaining profitable, cashflow positive and dividend paying.

Results

The profit for the financial year after tax amounted to £1,618,000 (2020: loss of £225,000). The Directors have proposed the payment of a dividend amounting to £391,730 (2020: £nil).

Business Review

ADVFN's websites have operated well through the COVID-19 pandemic, we continue to be structured as a work from home organisation, experienced in maintaining a complex cloud-based offering operating 24/7/365 around the globe. 'Work from home' has helped us cut costs and maintain a very lean organization. Our site infrastructure remains hugely technically demanding and remains a deep defensive moat against competition. It also offers significant operational leverage in times or revenue growth as can be seen by this year's results.

We continue to add news features and functionality and will continue to do so under the company's current cost structure. Meanwhile, economic issues like Covid and Brexit, for better or worse, seem to be settled. With or without those factors, which are so important to so many, we feel very positive about the prospects ahead.

Operating Costs

We continue to monitor the operating costs of the Group and there is currently no plan for further significant change to our virtual organisation.

Research and Development ("R&D")

Research and Development is very important to us as the market we operate in is constantly changing.

Technology development does not stop and, as such, nor can we. Especially as many innovations break the infrastructure that worked before components of it were 'improved'. Beyond the maintenance aspect of R&D, it is the research and development of novel features and the need for scaling that is a key for our future, because technology left alone decays. Web, exchange and mobile environments are also changing all the time and we continue to evolve so that we can stay relevant.

Our R & D investment this year has been £294,000 (2020: £277,000) and all of this investment has been to develop the website and has been capitalised. This constant investment ensures our web and mobile experience remains up to date and fresh.

Environmental policy

As always, we continue to look for ways to develop in an environmental way. It remains our objective to improve our performance in this area.

Future outlook for the business

Our improved operating performance and significant profit for the current year despite the COVID-19 pandemic suggests that ADVFN continues to be a viable business for the longer term. We have operated for many years without raising further capital, which cannot be said for many small, listed companies, and we have also provided our service to our customers for over 20 years, which is also a rare achievement amongst our peer group. It has been a very challenging year and will, no doubt, continue to be so in the future but we are well placed to take advantage of any opportunities which come our way.

STRATEGIC REPORT (continued)

Summary of key performance indicators

Our key indicators have not changed, as they are an important part of the business.

The Directors monitor the Key Performance Indicators on an ongoing basis. The chart below shows the level of performance achieved in the financial year. The individual items are as follows:

	2021 Actual	**2021 Target**	2020 Actual	2020 Target
Turnover	£9.06M	£8.70M	£7.07M	£8.70M
Average head count	38	42	52	56
ADVFN registered users	5.10M	5.00M	4.80M	4.75M

Turnover – An important indicator that gives an overall view of our place in the market.

Head count - is a very significant part of the costs of the Group and is fixed as an overhead. Talented people are a vital part of the business. As at the year end, total headcount numbered 38 (2020: 52).

Registered users - give us an accurate indication of our audience pool and the potential available for marketing our service.

COVID-19

We have been most fortunate as a company with little adverse impact on the business resulting from the pandemic. We will continue to monitor the situation and be prepared to change tactics as circumstances and advice arise. Whilst the battle against COVID-19 has not been, and may never be, entirely won, we are optimistic that there is light at the end of the tunnel.

Principal risks and uncertainties

The principal risks and uncertainties are summarised in the Corporate Governance Report.

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

People

I would like to thank the whole team at ADVFN who tirelessly provide a global service for private investors 24 hours a day.

STRATEGIC REPORT (continued)

Directors' statement of responsibilities under section 172 Companies Act 2006

The Directors have considered the requirements of Section 172(1) of the Companies Act 2006 to prepare a statement explaining how the Directors have considered the wider stakeholder needs when performing their duties under Section 172 of the Companies Act 2006.

The Directors consider the stakeholders to be the people who work for us, work with us, invest with us, own us, regulate us and live in the societies we serve. The Directors recognise that building strong relationships with our stakeholders will help deliver the Group's strategy in line with the long-term values. The Directors are committed to effective engagement with all of our stakeholders and seek to understand the interests and views of the Group's stakeholders by engaging with them directly as appropriate.

Depending on the nature of the issue in question, the relevance of each stakeholder group may differ and, as such, as part of Group's engagement with stakeholders, the Directors seeks to understand the relative interests and priorities of each group and to have regard to these, as appropriate, in their decision making. The Directors acknowledge, however, that not every decision it makes will necessarily result in a positive outcome for all stakeholders. The directors also challenge management to ensure all stakeholder interests are considered in the day to day management and operations of the Group.
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As part of their deliberations and decision making process, the Directors take into account the following:

• the likely consequences of any decisions in the long term;
• interests of the Group's employees;
• need to foster the Group's business relationships with suppliers, customers and others;
• impact of the Group's operations on the community and environment;
• desirability of the Group maintaining a reputation for high standards of business conduct; and
• need to act fairly as between members of the Group.

As a result of these activities, the Directors believe that they have demonstrated compliance with their obligations under s.172 of the Companies Act 2006

Business
The Directors' aim for the Group is to be and remain a contributing and good "Corporate Citizen".

Our business does not have a high carbon footprint and we consider it a sustainable business. We try to ensure that our planet's precious resources are used appropriately for the benefit of current and future generations. The Board considers that the business and strategic decisions which it takes now, in furtherance of the Group's business objectives, do not damage the global environment.

Employees
The Group has a small number of employees but those it has are situated and are deployed on the Group's business around the World. We ensure that we comply with all local labour laws and apply what the Directors believe are appropriate standards and systems to monitor and to ensure the welfare of those employees.

STRATEGIC REPORT (continued)

Stakeholder engagement
The Group is entirely owned and controlled by the shareholders of ADVFN Plc and the shares of the Group are traded on the Alternative Investment Market. The stakeholders of the Group consist predominantly of the shareholders, employees, advisers and suppliers. The Directors recognise the importance of these relationships and take active steps to develop and strengthen them through dialogue and engagement. These relationships are regularly monitored at Board level.

Governance
Each Board meeting addresses compliance by the Group with its corporate governance codes and reinforces the Board's requirement that its business be conducted with integrity and with due regard for ethical standards.

ON BEHALF OF THE BOARD

Clement Chambers
CEO
9 November 2021

Corporate Governance Report

In April 2018, the Quoted Companies Alliance (QCA) published an updated version of its Code which provides UK small and mid-sized companies with a corporate governance framework that is appropriate for a Group and Company of our size and nature.

The Board considers the principles and recommendations contained in the QCA Code are appropriate and have therefore chosen to apply the QCA Code. The updated 2018 QCA Code has 10 principles that should be applied. Each principle is listed in the statement below together with an explanation of how the Group and Company applies or otherwise departs from each of the principles.

Principle One
Business Model and Strategy
The Board has concluded that the highest medium and long term value that can be delivered to its shareholders is to continue to provide the tools and information our customers require, be that equity share prices, FOREX data, index data or crypto coin prices and information, together with news about the financial markets globally. We have subscription-based products that allow customers access to premium data and advertisers that wish to reach our subscribers and users of the site. Further details and information about our products can be found at www.advfn.com.

Principle Two
Understanding Shareholder Needs and Expectations
The Board is committed to maintaining good communication and having constructive dialogue with its shareholders. The Group has close ongoing relationships with its brokers, NOMAD and shareholders. Shareholders also have the opportunity to attend our AGM and can access current information about the Group via our Investor Relations (IR) website or at www.advfn.com.

Principle Three
Considering wider stakeholder and social responsibilities
The Board recognises that the long-term success of the Group is reliant upon the efforts of the employees of the Group and its contractors, suppliers, regulators and other stakeholders. In addition, the Board is conscious of its responsibility to ensure the website users experience is a positive one by being aware of its social, economic and environmental impact, and considering human rights. The finance team review this on a regular basis to ensure that there is close oversight and contact with its key resources and relationships.

Principle Four
Risk Management
In addition to its other roles and responsibilities, the Audit Committee and Finance team are responsible to the Board for ensuring that procedures are in place and are being implemented effectively to identify, evaluate and manage the significant risks faced by the Group. The risk assessment matrix below sets out those risks and identifies their ownership and the controls that are in place. This matrix is updated as changes arise in the nature of risks or the controls that are implemented to mitigate them. The following principal risks and controls to mitigate them, have been identified:

Activity	Risk	Impact	Control(s)
Management	Recruitment and retention of key staff	Reduction in operating capability	Stimulating and safe working environment Balancing salary with longer term incentive plans
Regulatory adherence	Breach of rules	Censure or withdrawal of authorisation	Strong compliance regime instilled at all levels of the **Group**.
Strategic	Damage to reputation	Inability to secure new capital or clients	Effective communications with shareholders coupled with consistent messaging to our customers
	Inadequate disaster recovery procedures	Loss of key operational and financial data	Robust compliance Secure offsite storage of data

Activity	Risk	Impact	Control(s)
Financial	Liquidity, market and credit risk	Inability to continue as going concern Reduction in asset values	Reviewed by the Finance Team on a regular basis
	Inappropriate controls and accounting policies	Incorrect reporting of assets	Appropriate authority and investment levels Audit Committee and Finance Team
	Fixed overheads	Decline in revenue affects going concern	Chief Financial Officer and Board monitor
	Fluctuations in exchange rates	Exposure to negative impact will reduce value of assets and revenues	Monitoring by Board and use of forward contracts where required
Economic	General downturn	Business activity reduced	Market engagement by staff and Board monitor
Technical	Product obsolescence	Visits to site and revenue fall	Maintain R & D spend and technical expertise

The Directors have established procedures, as represented by this statement, for the purpose of providing a system of internal control. An internal audit function is not considered necessary or practical due to the size of the Group and the close day to day control exercised by the executive directors. However, the Board will continue to monitor the need for an internal audit function. The Board works closely with and has regular ongoing dialogue with the Group financial controller and has established appropriate reporting and control mechanisms to ensure the effectiveness of its control systems.

Principle Five
A Well-Functioning Board of Directors
As at the date hereof the Board comprised, the Executive Chairman and company Secretary Michael Hodges, CEO Clement Chambers, CFO and CTO Jonathan Mullins, Sales Director Matthew Collom and Non-Executive Director, Thomas Spiller (who was appointed on 19 October 2020). Biographical details of the current Directors are set out within Principle Six below. Executive and Non-Executive Directors are subject to re-election at intervals of no more than three years. All the Directors bar Matthew Collom including the Non-Executive Directors are considered to be part time but are expected to provide as much time to the Group as is required.

The Board meets regularly throughout the year (ordinarily 6 times). It has established an Audit Committee and Finance team and a Remuneration Committee, particulars of which appear hereafter. The Board has agreed that appointments to the Board are made by the Board as a whole and so has not created a Nominations Committee. Thomas Spiller is considered to be an Independent Director. The Board notes that the QCA recommends a balance between executive and non-executive Directors and recommends that there be two independent non-executives. While the Board considers to date the Board composition (including the executive role of the Chairman and the single non-executive director) has been appropriate for the Group given the size of the business, the board will review further appointments as scale and complexity grows and in particular the potential appointment of an additional second independent non-executive director to meet the QCA recommendation.

Principle Six
Appropriate Skills and Experience of the Directors
The Board currently consists of Five Directors. Our new Non-executive director, Tom Spiller replaced Brian Basham who resigned in January 2020. The Group believes that the current balance of skills in the Board as a whole, reflects a very broad range of commercial and professional skills across geographies and industries and each of the Director's has experience in public markets.

The Board recognises that it currently has a limited diversity and this will form a part of any future recruitment consideration if the Board concludes that replacement or additional directors are required. The Board shall review annually the appropriateness and opportunity for continuing professional development whether formal or informal.

Clement Chambers
Chief Executive Officer
Co-founder of ADVFN plc, All IPO plc and Online Blockchain plc, Clement Chambers has been involved in the software industry for over 35 years as a pioneer of computer games, massive multiplayer games, multimedia and the internet. He is also director of Online Blockchain 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 is a member of the remuneration committee. He has been a Non-Executive Director of Avarae Global Coins PLC since November 2010.

Michael Hodges
Chairman
Co-founder of ADVFN plc, Michael Hodges has over 35 years' experience in computer software development and publishing, while working with multi-user and internet projects for many years. He co-founded Online Blockchain plc, ADVFN plc and All IPO plc. He is currently Chairman of Online Blockchain 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. He is a member of the audit committee and of the remuneration committee.

Jonathan Mullins
CFO & CTO
Jonathan Mullins has been involved in the development of a wide variety of on-line and internet services for over 20 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 and as CFO is head of the Finance team.

Matthew Collom
Sales Director
Matthew Collom joined ADVFN in 2001 and has 20 years' experience within the on-line advertising industry. He became the Sales Director of the company in May 2014.

Thomas Spiller OBE
Non-Executive Director
Thomas Spiller is a Senior Associate in the Dispute Resolution department at Rosenblatt, a listed City law firm, which is recognised for its leading Dispute Resolution practice. He has significant experience in acting in commercial, banking and regulatory disputes. Thomas Spiller graduated from the University of Birmingham with a BA in Political Science and qualified as a solicitor at Herbert Smith LLP in 2009. Thomas Spiller was appointed as an Officer of the Most Excellent Order of the British Empire in the Queen's 2019 Birthday Honours List for public and political service.

Directors attendance at Board Meetings

	July 2020	November 2020	December 2020	February 2021	March 2021	April 2021	June 2021
Michael Hodges	√	√	√	√	√	√	√
Clement Chambers	√	√	√	√	√	√	√
Jon Mullins	√	√	√	√	√	√	√
Matthew Collom	√	√	√	√	√	√	√
Thomas Spiller (Non-exec)	x	√	√	√	√	√	√

Principle Seven
Evaluation of Board Performance
Internal evaluation of the Board, the Committees and individual Directors is to be undertaken in the form of appraisal and discussions to determine the effectiveness and performance as well as the Directors' continued independence. There is no formal programme of appraisal in place as the Board is small and in constant contact. Informal meetings include discussions around member's effectiveness and performance.

Principle Eight
Corporate Culture
The Board recognises that their decisions regarding strategy and risk will impact the corporate culture of the Group as a whole and that this will impact the performance of the Group. The Board is very aware that the tone and culture set by the Board will greatly impact all aspects of the Group as a whole and the way that employees behave. The corporate governance arrangements that the Board has adopted are designed to ensure that the Group delivers long term value to its shareholders and that shareholders have the opportunity to express their views and expectations for the Group. A large part of the Group's activities is centred upon what needs to be an open and respectful dialogue with employees, clients and other stakeholders. Therefore, the importance of sound ethical values and behaviours is crucial to the ability of the Group to successfully achieve its corporate objectives. The Board places great import on this aspect of corporate life and seeks to ensure that this flows through all that the Group does. The directors consider that at present the Group has an open culture facilitating comprehensive dialogue and feedback and enabling positive and constructive challenge. The Group has adopted, with effect from the date on which its shares were admitted to AIM, a code for Directors' and employees' dealings in securities which is appropriate for a Group whose securities are traded on AIM and is in accordance with the requirements of the Market Abuse Regulation which came into effect in 2016.

Principle Nine

Maintenance of Governance Structures and Processes

Ultimate authority for all aspects of the Group's activities rests with the Board, the respective responsibilities of the Chairman and Chief Executive Officer arising as a consequence of delegation by the Board. The Chairman is responsible for the effectiveness of the Board, while management of the Group's business and primary contact with shareholders has been delegated by the Board to the Chief Executive Officer.

Audit Committee

During the financial year ended 30th June 2021 the Audit Committee comprised Jonathan Mullins and Michael Hodges and was chaired by Jonathan Mullins. This team has primary responsibility for monitoring the quality of internal controls and ensuring that the financial performance of the Group is properly measured and reported. It receives reports from the executive management and auditors relating to the interim and annual accounts and the accounting and internal control systems in use throughout the Group. The Audit Committee has unrestricted access to the Group's auditors.

Remuneration Committee

The Remuneration Committee comprises Clement Chambers and Michael Hodges. The Remuneration Committee reviews the performance of the executive directors and employees and makes recommendations to the Board on matters relating to their remuneration and terms of employment. The Remuneration Committee also considers and approves the granting of share options pursuant to the share option plan and the award of shares in lieu of bonuses pursuant to the Group's Remuneration Policy.

Nominations Committee

The Board has agreed that appointments to the Board will be made by the Board as a whole and so has not created a Nominations Committee.

Non-Executive Directors

The Board has adopted guidelines for the appointment of Non-Executive Directors which have been in place and which have been observed throughout the year. These provide for the orderly and constructive succession and rotation of the Chairman and non-executive directors insofar as both the Chairman and non-executive directors will be appointed for an initial term of three years and may, at the Board's discretion believing it to be in the best interests of the Group, be appointed for subsequent terms.

In accordance with the Companies Act 2006, the Board complies with: a duty to act within their powers; a duty to promote the success of the Group; a duty to exercise independent judgement; a duty to exercise reasonable care, skill and diligence; a duty to avoid conflicts of interest; a duty not to accept benefits from third parties and a duty to declare any interest in a proposed transaction or arrangement.

Principle Ten

Shareholder Communication

The Board is committed to maintaining good communication and having constructive dialogue with its shareholders. The Group has close ongoing relationships with its private shareholders. Institutional shareholders and analysts have the opportunity to discuss issues and provide feedback at meetings with the Group.

Investors also have access to current information on the Group though its website, www.advfn.com, and via Clement Chambers, CEO, who is available to answer investor relations enquiries.

The Group shall include, when relevant, in its annual report, any matters of note arising from the audit or remuneration committees.

REPORT OF THE DIRECTORS

The Directors present their report and the audited financial statements for the year ended 30 June 2021.

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.

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
T Spiller (Non-executive)

Clement Chambers and Jonathon Mullins 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.

SUBSTANTIAL SHAREHOLDERS

At 4 November 2021 the Directors were aware of the following shareholdings in excess of 3% of the Company's issued share capital:

	Shareholding	%
Yair Tauman	4,896,680	18.8%
Online Blockchain Plc	4,605,938	17.6%
US Commonwealth Life	1,449,293	5.5%
Peter O'Reilly	1,405,893	5.4%
Clement Chambers (Director)	1,014,671	3.9%

RESEARCH AND DEVELOPMENT

Research and development is a very important part of the work we do. We are constantly working to improve and expand the on-line experience available to subscribers to the many ADVFN services. We are highly focused on new developments including improvements to our website and researching and developing other methods of accessing our offering. Expenditure during the year amounted to £294,000 (2020: £277,000) all of which is development expenditure and has been capitalised.

GOVERNMENT BACKED LOANS

The Directors are grateful to the US Government for their generosity in 'forgiving' the loan taken out by I Hub, our major subsidiary in the US. We are conscious that the struggle against COVID-19 continues and the additional source of funding provided by this grant will be beneficial to I Hub whilst the economy rides out the effects of the pandemic.

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 are pleased to report that the Group's profit is in line with the expectations announced earlier in the year. The Directors have prepared a detailed forecast of future trading and cash flows for at least two years after the accounts are approved plus an additional 2 years at no additional growth. At 30 June 2021 the Group's cash balances amounted to £1,939,000 and forecasts indicate that this balance will be maintained over the next twelve to eighteen months. The directors have given due consideration to the two subsidiaries for whom ADVFN Plc has given guarantees under the audit exemption rules and do not consider this will affect the Group's risk position. Accordingly, the Directors have prepared these financial statements on the going concern basis.

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

On 5 July 2021 the Directors proposed a dividend amounting to £391,730 which is at the rate of 1.5 pence per share. There are no other events of significance to report occurring after the balance sheet date.

REPORT OF THE DIRECTORS (continued)

STRATEGIC REPORT

Information in respect of the Business Review is not shown in the Report of the Directors because it is presented in the Strategic Report in accordance with s414C(11) of the Companies Act 2006.

CORPORATE GOVERNANCE REPORT

Information in respect of the Principal Risks and Uncertainties is not shown in the Report of the Directors because it is presented in the Corporate Governance Report

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic Report, the Report of the Directors, the Directors' 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 to prepare the financial statements under applicable law and International Accounting Standards (IAS) in conformity with the requirements of the Companies Act 2006 as at 30 June 2021. 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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable law and International Accounting Standards (IAS) in conformity with the requirements of the Companies Act 2006. have been followed, subject to any material departures disclosed and explained in the financial statements and,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that 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 and the Directors' Remuneration Report 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 in order to make themselves aware of any relevant audit information and to establish that the company's 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.

AUDITOR

In accordance with section 489(4) of the Companies Act 2006, a resolution appointing auditors will be put to the members at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD

Michael Hodges
Chairman
9 November 2021

REMUNERATION REPORT

Directors' emoluments

	Salary & fees	Annual bonus	Share based payment	2021 Total	2021 Pension	2020 Total	2020 Pension
	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Executive Directors							
M J Hodges	367	15	13	395	36	197	36
C H Chambers	439	15	15	469	36	235	36
J B Mullins	312	5	8	325	-	167	-
M Collom	199	5	7	211	-	124	-
Thomas Spiller (Non-exec)	11	-	-	11	-	-	-
	1,328	40	43	1,411	72	723	72

Remuneration policy for Executive Directors

The Group's policy on Executive Director's 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 Group's business.

Directors' interests in shares

The interests of the Directors and their families in the shares of the company at 30 June 2020 and 30 June 2021 were as follows:

	30 June 2021 No of Shares	1 July 2020 No of Shares	**30 June 2021 No of options**	1 July 2020 No of options
M J Hodges	26,000	26,000	651,473	651,473
C H Chambers	1,014,672	603,198	400,000	811,473
J B Mullins	18,578	18,578	400,000	400,000
M Collom	-	-	200,000	200,000

REMUNERATION REPORT (continued)

Directors' interests in share options

The details of the options held by each Director at 30 June 2021 are as follows:

Grant date	Vesting date	Lapse date	M J Hodges	C H Chambers	J B Mullins	M Collom	Total
27.01.04	31.12.13	31.12.22	40,000	-	40,000	-	80,000
27.01.05	31.12.13	31.12.22	40,000	-	40,000	-	80,000
06.09.06	31.12.13	31.12.22	60,000	-	60,000	-	120,000
21.10.09	31.12.13	31.12.22	31,473	-	-	-	31,473
12.12.14	12.12.15	12.12.24	400,000	200,000	200,000	200,000	1,000,000
07.06.18	10.06.18	12.12.24	40,000	160,000	20,000	-	220,000
07.06.18	10.06.18	12.12.24	40,000	40,000	40,000	-	120,000
			651,473	400,000	400,000	200,000	1,651,473

No options were granted during the year. Mr Clement Chambers exercised 411,473 options at an exercise price of 14.00 pence per share. The total paid was £ 57,606.

Independent auditor's report to the members of ADVFN Plc

Opinion

We have audited the financial statements of ADVFN Plc (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 June 2021 which comprise Consolidated Income Statement and Statement of Comprehensive Income, the Consolidated and Company Balance Sheet, the Consolidated and Company Statements of Changes in Equity, the Consolidated and Company Statement of Cash Flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and international accounting standards (IAS) in conformity with the requirements of the Companies Act 2006.
In our opinion the financial statements:

- give a true and fair view of the state of affairs of the group and of the parent company as at 30 June 2021 and of the group's profit for the period then ended;
- have been properly prepared in accordance with IAS in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the group and the parent company's ability to continue to adopt the going concern basis of accounting included:

- obtaining, critically appraising and assessing for arithmetical accuracy the directors' formal going concern assessment;
- reviewing projected cashflows and other available evidence to assess the ability of the company to continue in operation for at least 12 months from the date of signing this report;
- performing a sensitivity analysis on key assumptions underlying the directors' going concern assessment, including revenue growth year on year and the level of expenditure on development and overheads; and
- discussion of events after the reporting date with the directors to assess their impact on the going concern assumption, including comparison of the post year end cash balances to forecast positions.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group or the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Our approach to the audit

We tailored the scope of our audit to ensure that we obtained sufficient evidence to support out opinion on the financial statements as a whole, taking into account the structure of the group and the parent company, the accounting processes and controls and the industry in which they operate.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements for example in respect of significant accounting policies that involved making assumptions and considering future events that are inherently uncertain.

The group consists of the parent company and its subsidiaries, which includes UK and overseas companies. Materiality and the risks of material misstatement were assessed at subsidiary level for our audit procedures on the subsidiaries, both in the UK and overseas.

We performed an assessment to determine which components were significant to the Group. Significant components were deemed to be those which financially contributed greater than 5% of the Group's revenue. Overseas entities which generate material revenue and are remote from group central management were also considered significant, particularly in light of the potential impact Covid travel restrictions could have on the group's ability to monitor overseas subsidiaries.

None of the UK components were identified as significant. One overseas entity was deemed a significant component and was subject to a full scope audit by component auditors under the instruction of the group engagement team. The results of this audit work were reviewed by the group engagement team and, where relevant, supported by remote auditing procedures on key risk areas undertaken from the UK.

For all other components, reliance is placed on audit testing completed on significant risk areas together with analytical procedures.

Key audit matters

Key Audit Matter	How our scope addressed this matter
Carrying value of capitalised website and software development expenditure The group recognises a number of internally generated intangible assets from development projects. The total carrying value at the reporting date was £1,562,000. When capitalising an internally generated intangible asset there is significant judgement as to: • Determining whether the recognition criteria for capitalisation under IAS 38 has been met; • Determining the asset life and an appropriate amortisation policy once complete; and • Assessing whether there are indicators of impairment at the reporting date. The significance of capitalised development costs to the Group and the judgements involved regarding the recognition of development assets have led us to determine that this is a key audit matter.	Our audit procedures included the following: • Reviewed management's assessment of costs capitalised, taking into consideration the recognition criteria in accordance with IAS38; • Corroborated a sample of costs capitalised to payroll data and invoices where applicable, verifying the allocation to the website and software projects as appropriate; • Obtained and critically reviewed the Board's assessment for indicators of impairment, concurring none were in existence after considering both complimentary and contradictory evidence; and • Re-performing calculations of amortisation charges, ensuring they are appropriate given the accounting policies applied and the useful economic life. Based on the procedures performed, we have not identified any material misstatements arising in the carrying value of capitalised website and software development expenditure.
Carrying value of goodwill At 30 June 2021, the group is carrying £870,000 of goodwill from historic acquisitions which is subject to an annual impairment review under international accounting standards. The directors' assessment of goodwill impairment includes significant estimates and assumptions particularly around: • Allocation of the group's assets and operations into cash-generating units (CGUs), and in particular the allocation of goodwill to CGUs; • Identifying future cash flows generated by the CGUs based on management's view of future business projects and expected performance; and • Estimating future growth and discounting rates. The significance of goodwill to the group's financial statements, alongside the inherent uncertainty of management judgements in identifying applicable CGUs and calculating their recoverable amounts have led us to determine that this is a key audit matter.	Our audit procedures included the following: • Reviewed managements' proposed CGUs and the allocation of goodwill to them in order to conclude on whether these are in line with the requirements of IAS 36 and reflect the underlying business structure; • Obtained management papers regarding the potential for impairment of goodwill at the reporting date, critically appraising by assessing for arithmetical accuracy and comparing with post year end information; • Identifying and challenging the key assumptions, including growth rates and discount rates, bench marking them against expectations; and • Challenging management estimates and underlying assumption by stress testing discounted cashflow calculations. Based on our procedures performed we are satisfied that the assumptions and judgements made by management in assessing the potential for impairment of goodwill are reasonable. We have not identified any material misstatement arising in the carrying value of goodwill.

Carrying value of investments in subsidiaries The parent company holds material investments in other group entities at an amount of £2,276,000. IAS 36 requires these to be assessed for indicators of impairment at the reporting date. There is a risk that the carrying value for subsidiary entities is overstated given the uncertainty involved in estimating expected future economic performance of the investments held. The significance of investments in subsidiaries to the parent company's financial statements, together with the inherent uncertainty of forecasting future performance has led us to determine that this is a key audit matter.	Our audit procedures included the following: • Reviewed current year performance and net asset position of investments in comparison to the value of investments; • Obtained management's assessment of investment values and scrutinised key underlying assumptions being 2%-3% growth in revenue year on year, consistent gross profit margin and a discount rate of 10%; and • Stress testing the sensitivity of the key underlying assumptions within the supporting discounted cashflow calculations prepared by management. Based on our procedures performed, we have not identified any material misstatements arising in the carrying value of investments in subsidiaries.

Our application of materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance that the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, as set out below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, if any, both individually and in aggregate on the financial statements as a whole.

We have determined materiality of £90,000 for the Group financial statements and £54,500 for the Company financial statements. This is based on 1% of revenue per draft financials at the planning stage. Performance materiality was set at 75% of materiality.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 13, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud are detailed below.

Identifying and assessing risks related to irregularities:
We assessed the susceptibility of the group and parent company's financial statements to material misstatement and how fraud might occur, including through discussions with the directors, discussions within our audit team planning meeting, updating our record of internal controls and ensuring these controls operated as intended. We evaluated possible incentives and opportunities for fraudulent manipulation of the financial statements. We identified laws and regulations that are of significance in the context of the group and parent company by discussions with directors, communication with component auditors and by updating our understanding of the sector in which the group and parent company operate.

Laws and regulations of direct significance in the context of the group and parent company include The Companies Act 2006, the AIM Rules for Companies and UK Tax legislation as well as similar laws and regulations prevailing in each country in which we identified a significant component.

In addition, the group is subject to other laws and regulations that do not have a direct effect on the financial statements but compliance with which may be fundamental to its ability to operate or to avoid a material penalty. These include anti-bribery legislation and employment law.

Audit response to risks identified:
We considered the extent of compliance with these laws and regulations as part of our audit procedures on the related financial statement items including a review of group and parent company financial statement disclosures. We reviewed the parent company's records of breaches of laws and regulations, minutes of meetings and correspondence with relevant authorities to identify potential material misstatements arising. We discussed the parent company's policies and procedures for compliance with laws and regulations with members of management responsible for compliance.

During the planning meeting with the audit team, the engagement partner drew attention to the key areas which might involve non-compliance with laws and regulations or fraud. We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or knowledge of any actual, suspected or alleged fraud. We addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and identifying any significant transactions that were unusual or outside the normal course of business. We assessed whether judgements made in making accounting estimates gave rise to a possible indication of management bias. At the completion stage of the audit, the engagement partner's review included ensuring that the team had approached their work with appropriate professional scepticism and thus the capacity to identify non-compliance with laws and regulations and fraud.

As group auditors, our assessment of matters relating to non-compliance with laws or regulations and fraud differed at group and component level according to their particular circumstances. Our communications with component auditors included a request to identify instances of non-compliance with laws and regulations and fraud that could give rise to a material misstatement of the group financial statements in addition to our risk assessment.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.
A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the parent 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 parent 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 parent company and the parent company's members as a body, for our audit work, for this report, or for the opinions we have formed.

……..

Jamie Cassell (Senior Statutory Auditor)
for and on behalf of Saffery Champness LLP

Chartered Accountants
Statutory Auditors

71 Queen Victoria Street
London
EC4V 4BE

9 November 2021

Consolidated income statement

	Notes	**30 June 2021 £'000**	30 June 2020 £'000
Revenue	3	9,059	7,069
Cost of sales		(452)	(324)
Gross profit		8,607	6,745
Share based payment	20	(43)	-
Amortisation of intangible assets	11	(251)	(296)
Other administrative expenses		(6,849)	(6,769)
Total administrative expenses		(7,143)	(7,065)
Government grant		162	-
Operating profit/(loss)	4	1,626	(320)
Finance income/(expense)	6	(22)	(29)
Other income		4	-
Profit/(loss) before tax		1,608	(349)
Taxation	7	10	124
Total profit/(loss) for the period attributable to shareholders of the parent		1,618	(225)
Profit/(loss) per share			
Basic	8	6.28p	(0.88 p)
Diluted	8	5.97p	(0.88 p)

Consolidated statement of comprehensive income

	30 June 2021 £'000	30 June 2020 £'000
Profit/(loss) for the period	1,618	(225)
Other comprehensive income:		
Items that will be reclassified subsequently to profit or loss:		
Exchange differences on translation of foreign operations	(95)	23
Total other comprehensive income	(95)	23
Total comprehensive income for the year attributable to shareholders of the parent	1,523	(202)

The accompanying accounting policies and notes on pages 28 to 61 form an integral part of these financial statements.

Consolidated balance sheet

	Notes	**30 June 2021 £'000**	30 June 2020 £'000
Assets			
Non-current assets			
Property, plant and equipment	9	239	365
Goodwill	10	870	1,002
Intangible assets	11	1,562	1,428
Trade and other receivables	14	110	-
		2,781	2,795
Current assets			
Trade and other receivables	14	546	574
Cash and cash equivalents		1,939	915
		2,485	1,489
Total assets		5,266	4,284
Equity and liabilities			
Equity			
Issued capital	19	52	51
Share premium		223	167
Share based payment reserve		343	367
Foreign exchange reserve		210	305
Retained earnings		2,295	610
		3,123	1,500
Non-current liabilities			
Borrowing – bank loans	16	54	144
Borrowing – lease liabilities	16	87	94
		141	238
Current liabilities			
Trade and other payables	18	1,886	2,278
Borrowing – bank loans	16	13	80
Borrowing – lease liabilities	16	103	188
		2,002	2,546
Total liabilities		2,143	2,784
Total equity and liabilities		5,266	4,284

The financial statements on pages 21 to 61 were authorised for issue by the Board of Directors on 9 November 2021 and were signed on its behalf by:

Clement Chambers
CEO
Company number: 02374988

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 profit of £1,126,000 (2020: £7,000).

The accompanying accounting policies and notes on pages 28 to 61 form an integral part of these financial statements.

Company balance sheet	Note	At 30 June 2021 £'000	At 30 June 2020 £'000
Assets			
Non-current assets			
Property, plant and equipment	9	64	88
Intangible assets	11	382	322
Trade and other receivables	14	108	-
Investments	12	2,276	2,276
		2,830	2,686
Current assets			
Trade and other receivables	14	709	1,064
Cash and cash equivalents		1,650	509
		2,359	1,573
Total assets		5,189	4,259
Equity and liabilities			
Equity			
Called up share capital	19	52	51
Share premium account		223	167
Share based payment reserve		343	367
Retained earnings		2,311	1,118
		2,929	1,703
Non-current liabilities			
Borrowings - bank loans	16	54	39
Deferred tax		104	-
		158	39
Current liabilities			
Trade and other payables	18	2,089	2,506
Borrowings - bank loans	16	13	11
		2,102	2,517
Total liabilities		2,260	2,556
Total equity and liabilities		5,189	4,259

The financial statements on pages 21 to 61 were authorised for issue by the Board of Directors on 9 November 2021 and were signed on its behalf:

Clement Chambers
CEO
Company number: 02374988

The accompanying accounting policies and notes on pages 28 to 61 form an integral part of these financial statements.

Consolidated statement of changes in equity

	Share capital	Share premium	Share based payment reserve	Foreign exchange reserve	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000	£'000
At 1 July 2019	51	167	367	282	835	1,702
Loss for the period after tax	-	-	-	-	(225)	(225)
Other comprehensive income						
Exchange differences on translation of foreign operations	-	-	-	23	-	23
Total other comprehensive income	-	-	-	23	-	23
Total comprehensive income	-	-	-	23	(225)	(202)
At 30 June 2020	**51**	**167**	**367**	**305**	**610**	**1,500**
Transactions with equity shareholders:						
Share issues	1	56	-	-	-	57
Transfer on exercise	-	-	(67)	-	67	-
	1	56	(67)	-	67	57
Reprice share options			43	-	-	43
Profit for the year after tax	-	-	-	-	1,618	1,618
Other comprehensive income						
Exchange differences on translation of foreign operations	-	-	-	(95)	-	(95)
Total other comprehensive income	-	-	-	(95)	-	(95)
Total comprehensive income	-	-	-	(95)	1,618	1,523
At 30 June 2021	**52**	**223**	**343**	**210**	**2,295**	**3,123**

The accompanying accounting policies and notes on pages 28 to 61 form an integral part of these financial statements.

Company statement of changes in equity

	Share capital	Share premium	Share based payment reserve	Retained earnings	Total equity
	£'000	£'000	£'000	£'000	£'000
At 1 July 2019	51	167	367	1,111	1,696
Profit for the period after tax	-	-	-	7	7
Total comprehensive income for the year	-	-	-	7	7
At 30 June 2020	**51**	**167**	**367**	**1,118**	**1,703**
Transactions with equity shareholders:					
Share issues	1	56	-	-	57
Transfer on exercise	-	-	(67)	67	-
	1	56	(67)	67	57
Reprice share options	-	-	43	-	43
Profit for the year after tax	-	-	-	1,126	1,126
Total comprehensive income for the year	-	-	-	1,126	1,126
At 30 June 2021	**52**	**223**	**343**	**2,311**	**2,929**

The accompanying accounting policies and notes on pages 28 to 61 form an integral part of these financial statements.

Consolidated cash flow statement

	Notes	**12 months to 30 June 2021 £'000**	12 months to 30 June 2020 £'000
Cash flows from operating activities			
Profit for the year		1,618	(225)
Taxation		(10)	(124)
Net finance income in the income statement	6	22	29
Depreciation of property, plant & equipment	9	167	177
Amortisation of intangible assets	11	251	296
Forgiveness of US loan		(174)	-
Loss on disposal of PPE		-	2
Share based payments - options/warrants	20	43	-
(Increase)/decrease in trade and other receivables		(72)	227
Decrease in trade and other payables		(392)	(278)
Net cash generated by continuing operations		1,453	104
Income tax receivable		-	124
Net cash generated by operating activities		1,453	228
Cash flows from financing activities			
Issue of share capital		57	-
Drawdown loans		17	224
Repay lease liability		(92)	-
Lease interest paid		(19)	-
Other interest paid		(3)	(29)
Net cash generated by financing activities		(40)	195
Cash flows from investing activities			
Payments for property, plant and equipment	9	(39)	(117)
Purchase of intangibles	11	(385)	(277)
Net cash used by investing activities		(424)	(394)
Net increase in cash and cash equivalents		989	29
Exchange differences		35	(1)
Net increase in cash and cash equivalents		1,024	28
Cash and cash equivalents at the start of the period		915	887
Cash and cash equivalents at the end of the period		1,939	915

The accompanying accounting policies and notes on pages 28 to 61 form an integral part of these financial statements.

Company cash flow statement

	Notes	**12 months to 30 June 2021 £'000**	12 months to 30 June 2020 £'000
Cash flows from operating activities			
Profit for the period		1,126	7
Taxation		104	(100)
Net finance expense in the income statement		3	6
Depreciation of property, plant & equipment	9	63	74
Amortisation of intangibles	11	234	259
Share based payments – options/warrants	20	43	-
Decrease/(increase) in trade and other receivables		247	(189)
Increase in trade and other payables		(417)	(135)
Net cash generated by operating activities		1,403	(78)
Income tax payable		-	100
Net cash generated by operating activities		1,403	22
Cash flows from financing activities			
Issue of share capital		57	-
Drawdown loans		17	50
Interest paid		(3)	(6)
Net cash generated by financing activities		71	44
Cash flows from investing activities			
Payments for property, plant and equipment	9	(39)	(36)
Purchase of intangibles	11	(294)	(182)
Net cash used by investing activities		(333)	(218)
Net increase/(decrease) in cash and cash equivalents		1,141	(152)
Cash and cash equivalents at the start of the period		509	661
Cash and cash equivalents at the end of the period		1,650	509

The accompanying accounting policies and notes on pages 28 to 61 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, N A Data Inc, MJAC InvestorsHub International Conferences Ltd and Cupid Bay Limited.

The Company is a public limited company which is quoted on the AIM of the London Stock Exchange and is incorporated and domiciled in the UK. The address of the registered office is Suite 28, Essex Business 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 2021 ADVFN Plc has provided a guarantee in respect of all liabilities due by its subsidiary companies Cupid Bay Limited (Company No. 04001650) and MJAC InvestorsHub International Conferences Ltd (Company No. 11000464) 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 2021. They have been prepared under applicable law and International Accounting Standards (IAS) in conformity with the requirements of the Companies Act 2006 as at 30 June 2021. The consolidated and company financial statements have been prepared under the historical cost convention and are presented in Sterling rounded to the nearest thousand (£'000) except where indicated otherwise.

The subsidiary companies Cupid Bay Limited and MJAC InvestorsHub International Conferences Ltd 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 are pleased to report that the Group's profit is in line with the expectations announced earlier in the year. The Directors have prepared a detailed forecast of future trading and cash flows for at least two years after the accounts are approved plus an additional 2 years at no additional growth. At 30 June 2021 the Group's cash balances amounted to £1,939,000 and forecasts indicate that this balance will be maintained over the next twelve to eighteen months. The directors have given due consideration to the two subsidiaries for whom ADVFN Plc has given guarantees under the audit exemption rules and do not consider this will affect the Group's risk position. Accordingly, the Directors have prepared these financial statements on the going concern basis.

Standards and amendments to existing standards adopted in these accounts

IAS 1 Presentation of Financial Statements and IAS 8 Accounting policies, Changes in Accounting Estimates and Errors (Amendment – Definition of Material)
Interest Rate Benchmark Reform – IBOR 'phase 2' (Amendments to IFRS 7)
IFRS 3 Business Combinations (Amendment – Definition of Business)
Revised Conceptual Framework for Financial Reporting
COVID-19 Related Rent Concessions (Amendments to IFRS 16)

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company in the 30 June 2021 financial statements

Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37)
Property Plant and Equipment: Proceeds before intended use. (Amendments to IAS 16)
Annual improvements to IFRS Standards 2018-2020
References to Conceptual Framework (Amendments to IFRS 3)
Classification of liabilities as Current or Non-current (Amendments to IAS 1)
IFRS 17 - Insurance Contracts
Amendments to IFRS 17 - Insurance Contracts; and Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4 Insurance Contracts)
Disclosure of Accounting Policies (Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements)
Definition of Accounting Estimates (Amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors)
Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12 Income Taxes)

The Directors continue to monitor developments in the accounting standards they see as relevant but do not believe that these changes will significantly impact the Group.

Consolidation
The Group's financial statements consolidate those of the parent company and all of its subsidiaries drawn up to 30 June 2021. The parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. 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:

- The fair value of the consideration transferred
- The fair value or, alternatively, the share of net assets of the non-controlling interest in the acquiree
- 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.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

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 revenues of the group are now accounted for under the new standard IFRS 15 'Revenue from contracts with customers' and reported as follows:

- Subscriptions – both monthly and annual subscriptions are offered and the price for the subscription is quoted on the website. Revenue for annual subscriptions is deferred on a time basis with equal monthly transfers to the income statement to allocate the recognition across the period of service provision.
- Events – revenue from events is recognised at the time of the event. The price of access to the event as a hirer of stand space is subject to a written contract and agreed prior to access to the event. Visitors to the event are advised of the entrance fee and both are required to make payment prior to access to the event There are no circumstances when the early payment of entrance or stand fees are entirely non-refundable.
- Advertising – fees for advertising are recognised when the service obligations are fulfilled and are subject to agreement by a written contract which includes pricing. Where there are multiple obligations amounts specific to that obligation are transferred to the income statement.

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.

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.

Government grants

The Directors have taken advantage of the short-term finance offered under the Business Bounce Back loan scheme and its US equivalent. As part of the UK loans the first 12 months of the interest charges have been reimbursed by the UK Government. This has been treated as a government grant where the receipt has been offset against the expense in the same period and the remainder deferred if already received. The US loan was drawn down on the basis that the loan would be over a period of 2 years, however, this loan has now been 'forgiven' by the US Government and has been treated as a grant and utilised immediately,

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

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 five 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.

- 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
Right of use lease assets	The earlier of the end of the useful life of the asset or the end of the lease term

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Intangible assets (continued)

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
On initial recognition, the Group classifies its financial assets as either financial assets at fair value through profit or loss, at amortised cost or fair value through comprehensive income, as appropriate. The classification depends on the purpose for which the financial assets were acquired. At the reporting year-end the financial assets of the Group were all classified as loans or receivables.

Trade receivables
These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise principally through the provision of goods and services to customers but also incorporate other types of contractual monetary assets.

They are initially recognised at fair value and measured subsequent to initial recognition at amortised cost using the effective interest method, less any impairment loss.

The Group's financial assets comprise trade receivables, other receivables (excluding prepayments) and cash and cash equivalents.

Trade and other receivables - impairment
The group applies an expected credit loss model to calculate the impairment losses on its trade receivables. The group applies the simplified approach to providing for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables. Trade receivables at the balance sheet date have been put into groups based on days past the due date for payment and an expected loss percentage has been applied to each group to generate the expected credit loss provision for each group and a total expected credit loss provision has thus been calculated.

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

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.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

Leases

The Group previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to the ownership of the underlying asset to the Group.

The Group is a lessee of office premises and, under IFRS 16, where the Group had recognised a lease as an operating lease and payments made under the lease were recognised in profit or loss on a straight-line basis over the term of the lease, the Group now recognises a right-of-use asset and a lease liability for most leases i.e. these leases are on-balance sheet.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date
- amounts expected to be payable under a residual value guarantee, and
- the exercise price under a purchase option that the group is reasonably certain to exercise, lease payments in an optional renewal period if the group is reasonably certain to exercise such an option to extend and penalties for early termination of a lease unless the group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the group's estimate of the amount expected to be payable under a residual value guarantee or if the group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The group presents right-of-use assets in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

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.

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.

Dividends
On 5 July 2021 the Board announced that it intends that ADVFN will recommend a maiden dividend of £391,730 amounting to approximately 1.5p pence per ordinary share, based on the current issued share capital of 26,115,319 ordinary shares. The actual amount per ordinary share will be finalised subject to the shares in issue on the record date and is for the 2021 financial year only,

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

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.
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. 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. The amount of the capitalisation is based on estimates to judge the percentage of the time relevant staff spend on projects as specific timesheets are not maintained. 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.
c) The application of IFRS 15 - *Revenue from contracts with customers* requires an assessment of the elements of the contract to separate potentially bundled services requiring different treatment, the recognition of revenue at the point of performance obligations and the assessment of the correct amount of revenue for each of those obligations.

Sources of estimation uncertainty
a) Determining whether goodwill and other intangible assets are impaired requires an estimation of the value in use of the cash generating unit to which the goodwill and intangibles have been allocated. The carrying value of the investments are also assessed. The value in use calculations require 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.

Notes to the financial statements (continued)

Summary of significant accounting policies (continued)

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.

Three 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, financial conference events and other internet services not related to financial information. Segment information can be analysed as follows for the reporting period under review:

2021	Provision of financial information £'000	Other £'000	Total £'000
Revenue from external customers	9,020	39	9,059
Depreciation and amortisation	(408)	(21)	(429)
Other operating expenses	(6,763)	(403)	(7,166)
Other operating income	162	-	162
Segment operating (loss)/profit	2,011	(385)	1,626
Interest income	-	-	-
Interest expense	(21)	(1)	(22)
Segment assets	4,451	815	5,266
Segment liabilities	(2,113)	(30)	(2,143)
Purchases of non-current assets	424	-	424

2020	**Provision of financial information £'000**	**Other £'000**	**Total £'000**
Revenue from external customers	7,034	35	7,069
Depreciation and amortisation	(426)	(41)	(467)
Other operating expenses	(6,482)	(440)	(6,922)
Segment operating (loss)/profit	126	(446)	(320)
Interest income	-	-	-
Interest expense	29	-	29
Segment assets	3,671	613	4,284
Segment liabilities	(2,755)	(29)	(2,784)
Purchases of non-current assets	581	95	676

Revenue recognition per IFRS 15

	Point in time £'000	Over time £'000	Total £'000
Revenue during 2020	3,715	3,354	7,069
Revenue during 2021	5,266	3,793	9,059

Notes to the financial statements (continued)

Segmental analysis (continued)

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 2021	**Non-current assets 2021**	Revenue 2020	Non-current assets 2020
UK (domicile)	3,655	1,734	3,111	1,515
USA	5,240	1,047	3,746	1,280
Other	164	-	212	-
	9,059	2,781	7,069	2,795

Revenues are allocated to the country in which the customer resides. During both 2021 and 2020 no single customer accounted for more than 10% of the Group's total revenues.

4. Operating loss

Operating profit/(loss) has been arrived at after charging:	**2021 £'000**	2020 £'000
Foreign exchange loss	50	(4)
Depreciation and amortisation:		
Depreciation of property, plant and equipment:		
Depreciation on owned property, plant and equipment	167	177
Amortisation of intangible assets	251	296
Employee costs (Note 5)	3,612	3,151
Lease payments on land and buildings (Note 21)	100	87
Audit and non-audit services:		
Fees payable to the company's auditor for the audit of the Group's annual accounts	38	34
For the audit of the company's subsidiaries pursuant to legislation	-	-
Fees payable to the Company's auditor and its associates for other services:		
All other assurance services	-	-
All non-audit services not covered above	-	-
Taxation compliance services	-	-

Remuneration of key senior management for Group and Company

	2021 £'000	2020 £'000
Key senior management comprises only directors		
Salary and fees	1,328	723
Benefits in kind	-	-
Annual bonus	40	-
Share based payments	43	-
Post employment benefits - defined contribution pension plans	72	72
	1,483	795
Highest paid director		
Salary and fees	440	235
Benefits in kind	-	-
Annual bonus	15	-
Share based payments	15	-
Post employment benefits - defined contribution pension plans	36	36
	506	271

Details of the directors' emoluments, together with other related information, are set out in the Remuneration Report on page 14.

Notes to the financial statements (continued)

5. Employees

GROUP

	2021	2020
	£'000	£'000
Employee costs (including directors):		
Wages and salaries	3,169	2,811
Social security costs	280	229
Pension costs	120	111
Share based payments	43	-
	3,612	3,151

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

Development	9	9
Sales and Administration	29	43
	38	52

COMPANY

	2021	2020
	£'000	£'000
Employee costs (including directors):		
Wages and salaries	2,036	1,678
Social security costs	198	168
Pension	118	109
Share based payments	43	-
	2,395	1,955

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

Development	4	5
Sales and Administration	16	26
	20	31

Details of the directors' emoluments, together with other related information, are set out in the Remuneration Report on page 14.

Notes to the financial statements (continued)

6. Finance income and expense

GROUP

	2021 £'000	2020 £'000
Finance expense		
Lease interest	19	26
Bank interest	3	3

7. Income tax expense

GROUP

	2021 £'000	2020 £'000
Current Tax:		
UK corporation tax on profits for the year	(10)	(21)
Adjustments in respect of prior periods	-	(103)
Total current taxation	(10)	(124)
Deferred tax		
Origination and reversal of timing differences	303	-
Carried forward losses (DTA)	(303)	-
Effect of rate change	-	-
Taxation	(10)	(124)

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:

	2021 £'000	2020 £'000
Profit before tax	1,608	(349)
Profit before tax multiplied by the respective standard rate of corporation tax applicable in the UK (19.00%) (2020: 19.00%)	306	(66)
Effects of:		
Non-deductible expenses	(13)	16
Capital allowances	(9)	-
Carried forward losses utilised against profits	(165)	-
Enhanced Research & Development expenditure	(96)	(69)
Overseas tax rates	-	108
Surrender of tax losses for R & D tax credit	14	31
Adjustments in respect of prior periods	-	(103)
Current year R&D tax credit	(11)	(24)
Effect of difference in tax rates	6	4
Consolidation adjustments – no tax effect	(42)	(29)
Deferred tax – prior period adjustment	-	-
Deferred tax – difference between opening and current year tax rates	-	-
Movements in unrecognised deferred tax	-	8
Tax credit for the year	(10)	(124)

Notes to the financial statements (continued)

8. Profit per share

	12 months to 30 June 2021 £'000	12 months to 30 June 2020 £'000
Profit/(loss) for the year attributable to equity shareholders	1,618	(225)
Total loss per share – basic and diluted		
Basic	6.28p	(0.88 p)
Diluted	5.97p	(0.88 p)
	Shares	Shares
Weighted average number of shares in issue for the year	25,773,739	25,703,845
Dilutive effect of options	1,336,807	-
Weighted average shares for diluted earnings per share	27,110,546	25,703,845

Where a loss has been recorded for the year the diluted loss per share does not differ from the basic loss per share. Where a profit has been recorded but the average share price for the year remains under the exercise price the existence of options is not normally dilutive. However whilst the average exercise price of all outstanding options is above the average share price there are a number of options which are not. Under these circumstances those options where the exercise price is below the average share price are treated as dilutive.

9. Property, plant and equipment

GROUP

	Leasehold property improvements £'000	**Computer equipment £'000**	**Office equipment £'000**	**Right of use lease assets £'000**	**Total £'000**
Cost					
At 1 July 2019	48	1,489	342	-	1,879
Additions	-	36	14	349	399
Disposal	-	(1,161)	(58)	-	(1,219)
At 30 June 2020	48	364	298	349	1,059
Additions	-	39	-	-	39
FX difference	-	-	(28)	-	(28)
At 30 June 2021	48	403	270	349	1,070
Depreciation					
At 1 July 2019	48	1,363	323	-	1,734
Disposal	-	(1,161)	(56)	-	(1,217)
Charge for the year	-	74	26	77	177
At 30 June 2020	48	276	293	77	694
Charge for the year	-	63	3	101	167
FX difference	-	-	(30)	-	(30)
At 30 June 2021	48	339	266	178	831
Net book value					
At 30 June 2021	-	64	4	171	239
At 30 June 2020	-	88	5	272	365

Charge over assets

A fixed and floating charge is held by Barclays Bank which covers all the property and undertakings of the company against the provision of any loan, debenture or other bank liability.

Notes to the financial statements (continued)

Property, plant and equipment (continued)

COMPANY

	Leasehold property improvements £'000	Computer equipment £'000	Office equipment £'000	Total £'000
Cost				
At 1 July 2019	48	1,484	106	1,638
Additions	-	36	-	36
Disposals	-	(1,161)	-	(1,161)
At 30 June 2020	48	359	106	513
Additions	-	39	-	39
Disposals	-	-	-	-
At 30 June 2021	48	398	106	552
Depreciation				
At 1 July 2019	48	1,358	106	1,512
Charge for the year	-	74	-	74
Disposals	-	(1,161)	-	(1,161)
At 30 June 2020	48	271	106	425
Charge for the year	-	63	-	63
Disposals	-	-	-	
At 30 June 2021	48	334	106	488
Net book value				
At 30 June 2021	-	64	-	64
At 30 June 2020	-	88	-	88

10. Goodwill

GROUP

	£'000
At 1 July 2020	1,002
Exchange differences	(132)
At 30 June 2021	870

The goodwill carried in the balance sheet is attributable to InvestorsHub.com Inc.

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 three years ending 30 June 2023 and extended by another 2 years without growth. This 5 year forecast is then extended to perpetuity.

A discount rate of 10% has been used for this exercise based on the estimated likely rate of debt financing for the company. The key assumptions utilised within the forecast model relate to the level of future sales. Increases have been estimated at between 0% and 5%. The closing exchange rate of $1.42/£ has been used (2020: $1.23/£). The value in use calculations indicate that InvestorsHub.com Inc. has a recoverable amount of £7,634,000 compared to an investment by ADVFN of £1,651,000 and a goodwill carrying value of £870,000. Cash flows would have to reduce by 78.4% to bring the value in use down to ADVFN's investment value, which the Directors do not regard as a reasonably possible scenario. As a result no impairment will be made.

Notes to the financial statements (continued)

11. Other intangible assets

GROUP

	Licences	Brands & subscriber lists	Website development costs	Mobile application	Software	Total
	£'000	£'000	£'000	£'000	£'000	£'000
Cost or valuation						
At 1 July 2019	162	2,129	2,767	10	291	5,359
Disposals	-	-	(768)	-	-	(768)
Additions	-	-	182	-	95	277
At 30 June 2020	162	2,129	2,181	10	386	4,868
Disposals	-	-	-	-	-	-
Additions	-	-	294	-	91	385
At 30 June 2021	162	2,129	2,475	10	477	5,253
Amortisation						
At 1 July 2019	162	2,129	1,570	10	41	3,912
Disposals	-	-	(768)	-	-	(768)
Charge for the year	-	-	274	-	22	296
At 30 June 2020	162	2,129	1,076	10	63	3,440
Disposals	-	-	-	-	-	-
Charge for the year	-	-	232	-	19	251
At 30 June 2021	162	2,129	1,308	10	82	3,691
Net book value						
At 30 June 2021	-	-	1,167	-	395	1,562
At 30 June 2020	-	-	1,105	-	323	1,428

All additions are internally generated by capitalisation of development work on websites and software projects.

The directors are satisfied that no indication of impairment exists in respect of these assets.

Notes to the financial statements (continued)

Other intangible assets (continued)

COMPANY

	Licenses £'000	Mobile application £'000	Website development £'000	Total £'000
Cost				
At 1 July 2019	100	10	2,354	2,464
Additions	-	-	182	182
Disposals	-	-	(768)	(768)
At 30 June 2020	100	10	1,768	1,878
Additions	-	-	294	294
Disposals	-	-	-	-
At 30 June 2021	100	10	2,062	2,172
Amortisation				
At 1 July 2019	80	10	1,975	2,065
Charge for the year	10	-	249	259
Disposals	-	-	(768)	(768)
At 30 June 2020	90	10	1,456	1,556
Charge for the year	10	-	224	234
Disposals	-	-	-	-
At 30 June 2021	100	10	1,680	1,790
Net book value				
At 30 June 2021	-	-	382	382
At 30 June 2020	10	-	312	322

All additions are internally generated by capitalisation of development work on websites.

The directors are satisfied that no indication of impairment exists in respect of these assets.

Notes to the financial statements (continued)

12. Subsidiary companies consolidated in these accounts

COMPANY

	Subsidiaries £'000
At 1 July 2020	2,276
Impairment	-
30 June 2021	2,276

	Country of incorporation	% interest in ordinary shares 30 June 2021	Principal activity	Registered address
Cupid Bay Limited	England & Wales	100.00	Internet dating web site	Ongar Business Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA
Fotothing Limited	England & Wales	100.00	Dormant	As Cupid Bay Limited
NA Data Inc.	USA	100.00	Office services	P.O. Box 780 Harrisonville Mo. 64701
InvestorsHub.com Inc.	USA	100.00	Financial information web site	As NA Data Inc.
ADVFN Brazil Limited	England & Wales	100.00	Dormant	As Cupid Bay Limited
E O Management Limited	England & Wales	100.00	Dormant	As Cupid Bay Limited
Throgmorton Street Capital Limited	England & Wales	100.00	Dormant	As Cupid Bay Limited
Advessel Limited	England & Wales	100.00	Dormant	As Cupid Bay Limited
All IPO Plc	England & Wales	100.00	Brokerage and software development	As Cupid Bay Limited
Writer Pub Limited	England & Wales	100.00	Dormant	As Cupid Bay Limited
MJAC InvestorsHub International Conferences Ltd	England & Wales	100.00	Dormant	As Cupid Bay Limited

The subsidiary companies Cupid Bay Limited and MJAC InvestorsHub International Conferences Ltd are exempt from audit under s479A of the Companies Act 2006.

Notes to the financial statements (continued)

13. Deferred tax

GROUP

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 & software costs	US temporary differences	UK tax losses	**Total**
	£'000	£'000	£'000	£'000	**£'000**
At 30 June 2019	80	(238)	(80)	238	-
Credit/(charge) to profit or loss	-	(33)	-	33	**-**
Charge to other comprehensive income	-	-	-	-	**-**
At 30 June 2020	80	(271)	(80)	271	-
Credit/(charge) to profit or loss	(80)	(32)	80	32	**-**
Charge to other comprehensive income	-	-	-	-	**-**
At 30 June 2021	-	(303)		303	**-**

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 £nil 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:

	2021	2020
	£'000	£'000
Deferred tax liabilities		
- Website development & software costs	(303)	(271)
- US temporary differences	80	(80)
Deferred tax assets		
- Intangible assets	(80)	80
- UK tax losses	303	271
	-	-

At the balance sheet date the Group had unused tax losses of £5,175,000 (2020: £6,418,000) available for offset against future profits. The Group has surrendered losses of £867,000 against the taxable profits for the year. A deferred tax asset has been recognised in respect of £1,212,000 (2020: £1,428,000) 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 £3,963,000 (2020: £4,990,000) due to the unpredictability of future profit streams. Substantially all of the losses may be carried forward indefinitely.

COMPANY

The Deferred Tax Liability in the ADVFN company is due to the temporary difference between the accounting base and tax base for the Intangible – Website development, temporary difference £ 384,000 and deferred tax liability £96,000 and Computer Equipment, temporary difference £33,000 and deferred tax liability £ 8,000.

Notes to the financial statements (continued)

14. Trade and other receivables

GROUP

	2021 £'000	2020 £'000
Non-current assets		
Other receivables	110	-
Current assets		
Trade receivables - gross	416	336
Less: provision for impairment – expected loss	(10)	(12)
Less: provision for impairment - specific	(7)	(17)
Trade receivables - net	399	307
Prepayments and accrued income	132	131
Other receivables	5	112
Recoverable corporation tax	10	24
Total trade and other receivables	546	574

The ageing of trade receivables is as follows:

	2021 £'000	2020 £'000
Not past due and not impaired	325	235
Past due but not impaired	84	84
Past due and fully impaired	7	17
Trade receivables - gross	416	336
Not past due and not impaired	325	235
Past due but not impaired:		
Up to 30 days	5	18
31 to 60 days	57	17
61 to 90 days	2	18
Over 90 days	20	31
	84	84
Receivables not impaired	409	319
Past due but fully impaired	7	17
Less impairment provision	(17)	(29)
Trade receivables - net	399	307

Provision for impairment:

	2021 £'000	2020 £'000
Opening	29	102
Movement in the year	(12)	(73)
Closing	17	29

The Directors consider that the carrying amount of trade and other receivables in both the Group and Company is approximately equal to their fair value.

Notes to the financial statements (continued)

COMPANY

	2021 £'000	2020 £'000
Non-current assets		
Other receivables	108	-
Current assets		
Trade receivables - gross	180	182
Less: provision for impairment – expected loss	(6)	(5)
Less: provision for impairment - specific	(5)	(6)
Trade receivables - net	169	171
Prepayments and accrued income	102	99
Other receivables	-	109
Recoverable corporation tax	-	12
Amounts owed by Group undertakings	438	673
Total trade and other receivables	709	1,064

The ageing of trade receivables is as follows:

	2021 £'000	2020 £'000
Not past due and not impaired	120	135
Past due but not impaired	55	41
Past due and fully impaired	5	6
Trade receivables - gross	180	182
Not past due and not impaired	120	135
Past due but not impaired:		
Up to 30 days	2	15
31 to 60 days	37	8
61 to 90 days	2	11
Over 90 days	14	7
	55	41
Receivables not impaired	175	176
Past due and fully impaired	5	6
Less impairment provision	(11)	(11)
Trade receivables - net	169	171

Provision for impairment:

	2021 £'000	2020 £'000
Opening	11	13
Movement in the year	-	(2)
Closing	11	11

The Directors consider that the carrying amount of trade and other receivables in both the Group and Company is approximately equal to their fair value.

Notes to the financial statements (continued)

15. Credit quality of financial assets

Under IFRS 9 Financial Instruments the allowance account for doubtful debts is calculated using an Expected Credit Loss (ECL) model which takes a view on the lifetime expected credit loss to be suffered by the current receivables. On that basis the allocation to the allowance account for receivables at 30 June 2021 is calculated using the percentage credit loss expectations shown.

GROUP
As of 30 June 2021, trade receivables of £84,000 (2020: £84,000) were past due but not impaired (see note 14). These relate to a number of independent customers for whom there is no recent history of default.

Expected credit loss provision	**2021**			2020
	£'000	**%**	**£'000**	£'000
Not past due	325	1.00	3	235
Not more than 3 months	64	5.00	3	53
More than 3 months but not more than 6 months	11	15.00	2	3
More than 6 months but not more than 1 year	9	25.00	2	28
More than 1 year	-	50.00	-	-
	409		10	319

Impaired receivables allowance account

Specific provision	**2021** **£'000**	2020 £'000
At 1 July	17	32
Utilised during the year	(26)	(46)
Created during the year	16	31
At 30 June	7	17

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

	2021 **£'000**	2020 £'000
Sterling	104	133
Euro	1	39
US dollar	294	135
	399	307

Notes to the financial statements (continued)

Credit quality of financial assets (continued)

COMPANY
As of 30 June 2021, trade receivables of £55,000 (2020: £41,000) were past due but not impaired (see note 14). These relate to a number of independent customers for whom there is no recent history of default.

Expected credit loss provision	**2021**			2020
	£'000	**%**	**£'000**	£'000
Not past due	120	1.00	1	135
Not more than 3 months	41	5.00	2	33
More than 3 months but not more than 6 months	10	15.00	2	(5)
More than 6 months but not more than 1 year	4	25.00	1	13
More than 1 year	-	50.00	-	-
	175		6	176

Impaired receivables allowance account

Specific provision	**2021** **£'000**	2020 £'000
At 1 July	6	3
Utilised during the year	(16)	(6)
Created during the year	15	9
At 30 June	5	6

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

	2021 **£'000**	2020 £'000
Sterling	104	132
Euro	1	7
US dollar	64	32
	169	171

Notes to the financial statements (continued)

16. Interest bearing borrowings

Bank loans
As a result of the COVID-19 pandemic the Directors considered it prudent to take further steps to ensure that short term cashflow did not present a problem for the Group. Short term finance offered under the Business Bounce Back loan scheme and the US equivalent has provided an additional layer of protection whilst the economy rides out the effects of the pandemic. The US loan was drawn down on the basis that the loan would be over 2 years at 1% interest with a payment free period. However, this loan has now been 'forgiven' by the US Government and has become a grant, The UK loan is charged at 2.5% over 6 years with an interest and payment free period for the first 12 months.

Lease liabilities
The carrying value of the lease liabilities is included in the borrowing classification. There are no leases carried in the Company. For further details please see Note 21

GROUP

	2021	2020
	£'000	£'000
Non-current		
Bank loans	54	144
Lease liability	87	94
	141	238
Brought forward	238	-
Cash flows	(106)	230
Interest and fees	9	8
As at 30 June	141	238
Current		
Bank loans	13	80
Lease liability	103	188
	116	268
Brought forward	268	-
Cash flows	(160)	255
Interest and fees	8	13
As at 30 June	116	268

Notes to the financial statements (continued)

Interest bearing borrowings (continued)

COMPANY

	2021 £'000	2020 £'000
Non-current		
Bank loans	54	39
		39
Brought forward	39	-
Cash flows	15	39
Interest and fees	-	-
As at 30 June	54	39
Current		
Bank loans	13	11
		11
Brought forward	11	-
Cash flows	2	11
Interest and fees	-	-
As at 30 June	13	11

Changes in liabilities arising from financing activities

GROUP

	2020 £'000	**Cash flows**	**Loan forgiven**	**2021 £'000**
Long term borrowing	224	17	(174)	67
Lease liabilities	282	(92)	-	190

COMPANY

	2020 £'000	**Cash flows**	**New leases**	**2021 £'000**
Long term borrowing	50	17	-	67

Notes to the financial statements (continued)

17. Financial instruments

GROUP

Categories of financial instrument	**2021 £'000**	2020 £'000
Non-current		
Trade and other receivables – at amortised cost	110	-
Current		
Trade and other receivables - at amortised cost	404	419
Trade and other receivables – non-financial assets	142	155
	546	574
Cash and cash equivalents	1,939	915
Financial assets	2,343	1,334
Non-current		
Borrowings	141	238
Current		
Borrowings	116	268
Trade and other payables – at amortised cost	1,002	1,412
Trade and other payables – non-financial liabilities	884	866
	1,886	2,278
Financial liabilities	1,118	1,680

COMPANY

Categories of financial instrument	**2021 £'000**	2020 £'000
Non-current		
Trade and other receivables – at amortised cost	108	-
Current		
Trade and other receivables – at amortised cost	607	953
Trade and other receivables – non-financial assets	102	111
	709	1,064
Cash and cash equivalents	1,650	509
Financial assets	2,257	1,462
Non-current		
Borrowings	54	39
Current		
Borrowings	13	11
Trade and other payables – at amortised cost	1,310	1,716
Trade and other payables – non financial liabilities	779	790
	2,089	2,506
Financial liabilities	1,323	1,766

Notes to the financial statements (continued)

18. Trade and other payables

GROUP

	2021 £'000	2020 £'000
Trade payables	811	1,126
Social security and other taxes	179	138
Accrued expenses and deferred income	874	915
Other payables	22	-
Amounts owed to related parties	-	99
	1,886	2,278

COMPANY

	2021 £'000	2020 £'000
Trade payables	790	1,107
Other tax and social security	160	123
Accruals and deferred income	765	825
Other payables	16	11
Amounts owed to related parties	-	99
Amounts owed to Group undertakings	358	341
	2,089	2,506

19. Share capital

GROUP AND COMPANY

	Shares	£'000
Issued, called up and fully paid Ordinary shares of £0.002 each		
At 30 June 2020	25,703,845	51
Share issues	411,473	1
At 30 June 2021	26,115,319	52

Shares issued

On 29 April 2021 Mr Clement Chambers exercised options over 411,473 shares at an exercise price of 14.00p per share.

Share price

The market value of the shares at 30 June 2021 was 65.50p (2020; 16.00p). The range during the year was 11.50p to 75.50p (2020; 12.00p to 31.00p). Shareholders are entitled to one vote per Ordinary share held and dividends will be apportioned and paid proportionately to the amounts paid up on the Ordinary shares held.

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/warrants 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:

	2021 WAEP	
	Number	**Price (£)**
Outstanding at the beginning of the year	2,162,946	0.7740
Repriced during the year	(1,222,946)	0.7740
	1,222,946	0.1400
Granted during the year	-	-
Exercised during the year	(411,473)	0.1400
Expired during the year	-	-
Outstanding at the year end	1,751,473	0.4100
Exercisable at the year end	1,751,473	0.4100

	2020 WAEP	
	Number	Price (£)
Outstanding at the beginning of the year	2,162,946	0.7740
Granted during the year	-	-
Exercised during the year	-	-
Expired during the year	-	-
Outstanding at the year end	2,162,946	0.7740
Exercisable at the year end	2,162,946	0.7740

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 (£)		**2021**		2020	
			Share options	**Remaining life**	Share options	Remaining life
10 year expiry						
31 December 2022	0.1400	Options	80,000	2	140,000	3
31 December 2022	0.1400	Options	80,000	2	140,000	3
31 December 2022	0.1400	Options	120,000	2	180,000	3
31 December 2022	0.1400	Options	31,473	2	62,946	3
12 December 2024	0.1400	Options	500,000	4	-	-
12 December 2024	0.7950	Options	500,000	4	1,200,000	5
24 November 2027	0.4750	Options	50,000	6	50,000	7
24 November 2027	1.0000	Options	50,000	6	50,000	7
7 year expiry						
12 December 2024	0.4375	Options	220,000	4	220,000	5
12 December 2024	0.3125	Options	120,000	4	120,000	5
			1,751,473	6	2,162,946	8

The total expense recognised during the year by the Group, for all schemes, was £ 43,000 (2020: £ Nil) as a result of the repricing of certain options.

Notes to the financial statements (continued)

21. Lease commitments

Property, plant and equipment comprises owned and leased assets.

GROUP

	2021	2020
	£'000	£'000
Property, plant and equipment - owned	58	97
Right-of-use assets except for investment property	172	272
	230	369
Right-of-use assets		
The group leases office buildings:		
Balance at 1 July	272	302
Additions in the year	-	47
Depreciation charge for the year	(100)	(77)
Balance at 30 June	172	272
Lease Liability		
Maturity analysis – contractual discounted cash flows		
Within one year	103	94
Two to five years	87	188
Over five years	-	-
Total lease liabilities at 30 June	190	282

	2021	2020
	£'000	£'000
Lease liabilities per the statement of financial position		
As at 30 June		
Current	103	94
Non-current	87	188
	190	282
Amounts recognised in profit or loss		
Interest on lease liabilities	18	21
Amounts recognized in the statement of cashflows		
Total cash outflow for leases	100	87

Notes to the financial statements (continued)

Lease commitments (continued)

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

Land & buildings	**2021**	2020
	£'000	£'000
Within one year	113	266
Two to five years	90	48
Over five years	-	-
	203	314

When measuring lease liabilities, the Group discounted lease payments using its incremental borrowing rate at 1 July 2021. The weighted average rate applied is 7.5%.

COMPANY

At the reporting date ADVFN Plc company does not carry any reportable leases. This results from:

- The closure of the Throgmorton Street offices during early 2020
- Taking the exemption under IFRS 16 for the Ongar premises which allows all leases of less than 12 months to be excluded.

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

Land & buildings	**2021**	2020
	£'000	£'000
Within one year	-	9
Two to five years	-	-
Over five years	-	-
	-	9

During the year to 30 June 2021 the Company did not renew leases on office premises.

Notes to the financial statements (continued)

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 currently hedge any transactions and therefore there are no open forward contracts. 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:

	2021		2020	
	Assets	**Liabilities**	Assets	Liabilities
	£'000	**£'000**	£'000	£'000
US Dollars	1,802	450	1,854	736
Euros	51	19	52	85
Yen	14	-	18	-
Other	-	2	-	15
	1,867	471	1,924	836

COMPANY

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

	2021		2020	
	Assets	**Liabilities**	Assets	Liabilities
	£'000	**£'000**	£'000	£'000
US Dollars	337	133	108	177
Euros	51	19	27	85
Yen	14	-	11	-
Other	-	2	-	16
	402	154	146	278

Notes to the financial statements (continued)

Financial risk management (continued)

Foreign exchange risk (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: ±£148,000 (2020: ±£106,000).
Company: ±£41,000 (2020: ±£58,000).

Interest rate risk
The Group carries borrowings which are at fixed interest rates and as a result the directors consider that there is no significant interest rate risk.

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: £2,453,000 (2020: £1,488,000).
Company: £2,365,000 (2020: £886,000).

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. The receivables are due from companies whose credit performance is constantly monitored and, if an amount becomes overdue, immediate action is taken to obtain payment. The population of clients is diverse and this ensures no concentration of risk with any specific customer. A default is assumed and actioned when the Directors believe it will not be possible to obtain payment for the service supplied. This is not generally measured exclusively on the overdue period but judged on the basis of prior experience and the dialogue with the customer that follows the recognition of an overdue payment. For additional information on receivables see note 15.

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.

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:

Notes to the financial statements (continued)

Financial risk management (continued)

Liquidity risk (continued)

GROUP

2021	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	811	-	-	-
Accruals	168	-	-	-
Other payables	22	-	-	-
Amounts owed to related parties	-			

2020	**Within 1 year £'000**	**One to two years £'000**	**Two to five years £'000**	**Over five years £'000**
Borrowing (including lease liabilities)	201	321	31	-
Trade payables	1,126	-	-	-
Accruals	209	-	-	-
Other payables	-	-	-	-
Amounts owed to related parties	99	-	-	-

COMPANY

2021	Within 1 year £'000	One to two years £'000	Two to five years £'000	Over five years £'000
Trade payables	790	-	-	-
Accruals	146	-	-	-
Other payables	16	-	-	-
Amounts owed to related parties	-	-	-	-
Amounts owed to Group undertakings	358	-	-	-

2020	**Within 1 year £'000**	**One to two years £'000**	**Two to five years £'000**	**Over five years £'000**
Borrowing	11	11	31	-
Trade payables	1,107	-	-	-
Accruals	158	-	-	-
Other payables	11	-	-	-
Amounts owed to related parties	99	-	-	-
Amounts owed to Group undertakings	341	-	-	-

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 £275,000 (see page 22).

Whilst the Group has not yet paid a dividend it is part of the capital strategy to provide returns for shareholders and benefits for other members and the first dividend has been announced for payment in respect of the financial year to 30 June 2021. The Group continues to plan for 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. Capital commitments

GROUP AND COMPANY

At 30 June 2021 neither the Group nor the Company had any capital commitments (2020: £nil).

24. Related party transactions

GROUP

Online Blockchain Plc is related by virtue of having common directors, M J Hodges, C H Chambers and J B Mullins and as Online Blockchain Plc holds approximately 17.64% of the shares in the Company. Advertising recharges were paid to Online Blockchain Plc Group amounting to £53,000 (2020: £75,000). Online Blockchain Plc was owed £Nil (2020: £99,000) by ADVFN Plc at the balance sheet date.

Clement Chambers' sons, Oscar and Barney, worked as a consultant for ADVFN on software projects during the year. Their invoices for the year amounted to a total of £59,000 (2020: £52,000).

The remuneration paid to Directors is disclosed on page 14 of the Directors' Report; there were no other related party transactions. Transactions with related parties were carried out on an arm's length basis.

COMPANY

Online Blockchain Plc is related by virtue of having common directors, M J Hodges, C H Chambers and J B Mullins and as Online Blockchain Plc holds approximately 17.64% of the shares in the company. Advertising recharges were paid to Online Blockchain Plc Group amounting to £53,000 (2020: £75,000). Online Blockchain Plc was owed £Nil (2020: £99,000) by ADVFN Plc at the balance sheet date.

Clement Chambers' sons, Oscar and Barney, worked as a consultant for ADVFN on software projects during the year. Their invoices for the year amounted to a total of £59,000 (2020: £52,000).

The remuneration paid to Directors is disclosed on page 14 of the Directors' Report; there were no other related party transactions. Transactions with related parties were carried out on an arm's length basis.

25. Events after the balance sheet date

On 5 July 2021 the Directors proposed a dividend amounting to £391,730 which is at the rate of approximately 1.5 pence per share. There are no other events of significance to report occurring after the balance sheet date.

26. Accounts

Copies of these accounts are available from the Company's registered office at Suite 28, Essex Business 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

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of ADVFN plc will be held in the Conference Room, Essex Technology Centre, The Gables, Fyfield Road, Ongar, Essex, CM5 0GA on the 23rd December 2021 at 10.00 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 2021.

2 To re-elect Mr J Mullins as a director of the Company, who will retire by rotation in accordance with the Company's Articles of Association and offers himself for re-election.

3 To re-elect Mr T Spiller OBE as a Non Executive director of the Company, who will retire by rotation in accordance with the Company's Articles of Association and offers himself for re-election.

4 To authorise the directors to appoint auditors for the Company to hold office until the next Annual General Meeting and to authorise the directors to fix their remuneration.

5 To approve the Directors' recommendation to pay a final dividend on the Ordinary Shares of 1.5p pence per Ordinary Share be made for the financial year ended 30th June 2021 payable on 24th January 2022 to shareholders on the register at the close of business on 24th December 2021.

Special Business

6 To consider, and if thought fit, to pass the following as an ordinary resolution:-
That the directors of the Company (the "**Directors**") be and are hereby authorised generally and unconditionally pursuant to and for the purposes of Section 551 of the Companies Act 2006 (the "**Act**") to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £ 2,963,462 provided that this authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2022 save that the Company may make an offer or agreement before the expiry of this authority which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights pursuant thereto as if the authority conferred hereby had not expired, such authority to be in substitution for any existing authorities conferred on the Directors pursuant to Section 80 of the Companies Act 1985.

7 To consider, and if thought fit, to pass the following as special resolution:-
That, conditional on the passing of resolution 6 above, the Directors be and are hereby generally empowered pursuant to Section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) pursuant to the authority conferred by resolution 6 above as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be in substitution for any previous powers conferred on the Directors pursuant to Section 95 of the Companies Act 1985 and shall be limited to:
(a) allotments of equity securities where such securities have been offered (whether by way of a rights issue, open offer or otherwise) to holders of ordinary shares made in proportion (or as nearly as may be) to their existing holdings of ordinary shares in the Company subject to the Directors having a right to make such exclusions or other arrangements in connection with such offering as they may deem necessary or expedient:-
(i) to deal with equity securities representing fractional entitlements; and
(ii) to deal with legal or practical problems under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory; and
(b) other allotments (otherwise than pursuant to sub-paragraph (a) above) of equity securities for cash up to an aggregate nominal amount equal to £ 2,963,462 and such authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2022 save that the Company may make an offer or agreement before the expiry of this power which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities pursuant thereto as if the power conferred hereby had not expired.

Registered Office:
Suite 28,
Essex Technology Centre
The Gables, Fyfield Road
Ongar
Essex
CM5 0GA

By order of the Board
J Mullins
CFO

9th November 2021

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.

6. 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, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands, B62 8HD no later than 10.00 a.m. on 21st December 2021. 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.

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

8. 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 21st December 2021 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.

ADVFN PLC

EXPLANATORY NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING ("AGM") OF ADVFN PLC (THE "COMPANY")
At the AGM, 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 2021 together with the report of the auditors on those accounts be received and adopted.

Resolution 2 – Re-election of Mr J Mullins as a director of the Company
An ordinary resolution will be proposed to re-elect Mr. J Mullins, who is retiring and, being eligible, offers himself for re-election as a director of the Company.

Resolution 3 – Re-election of Mr T Spiller as a Non-Executive director of the Company
An ordinary resolution will be proposed to re-elect Mr T Spiller OBE, who is retiring and, being eligible, offers himself for re-election as a director of the Company.

Resolution 4 – Re-appointment of auditors
An ordinary resolution will be proposed that the directors appoint auditors for the Company to hold office until the conclusion of the next annual general meeting of the Company and that their remuneration be fixed by the directors of the Company (the "**Directors**") from time to time.

Resolution 5 – Re- The payment of a final dividend
An ordinary resolution will be proposed to approve the Directors' recommendation that the payment of a final dividend on the Ordinary Shares of 1.5p pence per Ordinary Share be made for the financial year ended 30th June 2021 on 24th January 2022 to shareholders on the register at the close of business on 24th December 2021

Special Business

Resolution 6 – Authority to allot relevant securities
An ordinary resolution will be proposed giving the Directors authority pursuant to section 551 of the Companies Act 2006 (the "**2006 Act**") to exercise all powers of the Company to allot shares or grant rights to subscribe for or to convert any security into shares up to a maximum aggregate nominal amount of £ 2,963,462 to such persons at such times and upon such terms and conditions as the Directors may determine (subject always to the articles of association of the Company). Such authority will, unless renewed, varied or revoked, expire at the conclusion of the Annual General Meeting of the Company to be held in 2022.

Resolution 7 – Authority to disapply pre-emption rights
Subject to the passing of resolution 6, a special resolution will be proposed to empower the Directors to allot equity securities pursuant to the authority conferred by resolution 6 as if the pre-emption rights set out in section 561(1) of the 2006 Act did not apply, in respect of the following matters:
(a) the allotment of equity securities in connection with an offer of such securities by way of a rights issue or other issues pro rata to existing entitlements to holders of relevant equity securities in proportion (as nearly as may be) to the respective amounts of equity securities held by them but subject to such exclusions or other arrangements as the directors may deem necessary or expedient to deal with equity securities which represent fractional entitlements or legal or practical difficulties under the laws of any territory or the requirements of any regulatory body, stock exchange or other authority in any jurisdiction; and (b) the allotment (otherwise than pursuant to paragraph (a) above) of equity securities up to a maximum aggregate nominal amount of £ 2,963,462. Such authority will, unless renewed, varied or revoked, expire at the conclusion of the Annual General Meeting of the Company to be held in 2022.

ADVFN PLC

FORM OF PROXY
To:
The Directors
ADVFN PLC (the Company)
c/o Neville Registrars Limited
Neville House
Steelpark Road
Halesowen
West Midlands
B62 8HD

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 Annual General Meeting of the Company to be held on 23rd December 2021 at 10.00 a.m. 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 2021	☐	☐	☐
2. To re-elect Mr J Mullins as a director of the Company	☐	☐	☐
3. To re-elect Mr T Spiller OBE as a Non Executive director of the Company	☐	☐	☐
4. To appoint Auditors for the Company	☐	☐	☐
5. To approve the payment of a final dividend	☐	☐	☐
Special Business			
6. To authorise the directors to allot shares or grant rights pursuant to section 551 of the Companies Act 2006 (the "**2006 Act**")	☐	☐	☐
7. To authorise the Directors to allot equity securities pursuant to the authority conferred by resolution 6 as if the pre-emption rights set out in section 561(1) of the 2006.	☐	☐	☐

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 revoking your proxy appointment to Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands, B62 8HD. 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
RZTE-YRRG-ETSK

NR 1

Neville Registrars Limited
Neville House
Steelpark Road
Halesowen
B62 8HD

THIRD FOLD

FIRST FOLD