YOLO
Leisure and Technology plc

20 March 2019

YOLO Leisure and Technology plc
("YOLO" or the "Company")

Final Results

A year of consolidation for the investment company and continued support for its investee businesses and their founders.

YOLO Leisure and Technology plc (AIM: YOLO), the AIM-quoted company focusing on opportunities in the technology and leisure sectors, announces its audited Final Results for the year-ended 30 September 2018.

During the period the Company continued its targeted investment strategy with management focused on creating value by investing in existing and new opportunities.

Financial Highlights

- YOLO consolidated and subdivided its share capital into one new ordinary share of 0.01p each ("New 0.01p Ordinary Share") and one new A deferred share of 9.99p each ("New Deferred Share") in YOLO in exchange for every 10 existing ordinary shares of 1p each ("Existing Ordinary Shares"). Following completion of the share capital reorganisation, the total issued ordinary share capital of the Company was 44,132,276 New 0.01p Ordinary Shares.
- Total comprehensive expenses for the year £1,105,214 (2016: Income £726,153)
- Unrealised losses on investments of £841,489 (2016: gains £657,935)
- Realised gains on disposal of investments of Nil (2017: £270,559)
- As at 30 September 2018 gross assets were £3,441,504 (2017: £4,558,402)
- Net fair value investments held was £3,083,995 (2017: £3,875,483)
- Total net assets of £3,408,811 (2017: £4,514,025), representing 7.72p per share (2017: 10.23p)
- Cash at the bank at the year end was £270,524 (2017: £619,939)

Investment Highlights

- TVPlayer's platform continues to grow and attract new investment. It has over 3.2 million users and 50,000 paying subscribers. In January 2018 the company raised £1.24 in convertible loan notes from A&E Networks of which YOLO took up £50,000 and a further £2m in November 2018 from AMC Networks Inc. Due to economic uncertainty further funding is proving difficult and the company is exploring all options including a trade sale or a listing.
- Simplestream continues to grow steadily with services now being delivered in US, Africa and the Far East. New partners signed up during the year include NOVA (a telco in Iceland) and Blue Ant Media (a global production company headquartered in North America). In November 2018 the company launched its new sports video platform with AVOD/SVOD and PPV models out of the box so that any league, channel or federation can now generate revenue.
- Magic Media Works developed and test launched its new TV infomercial shows across mainstream TV in the UK and the USA, in partnership with specialist infomercial content providers, to enable a scaling of the business in these markets.

Post-period highlights

- Magic Media Works completed a further fundraise of £0.9m on 5 December 2018 to enable it to launch its Christmas 2018 TV campaign for the ROXI home music entertainment product which was broadcast on ITV2, ITV3, ITVBe, Film4, SyFy, GOLD, National Geographic, 5Select, 5USA, Fox and

Talking Pictures. The largest investor in the round was private investor and Saracens Rugby Club owner Nigel Wray, who is also the largest investor in YOLO. Magic Media´s founder CEO Rob Lewis, Henrik Holmark (the previous CFO of Pandora Jewellery) and Endeavour Ventures also participated directly in the round.

- On 5 February 2019, YOLO successfully raised £300,000 before costs via a placing ("Placing") of 8,000,000 new ordinary shares of 0.01p each with new and existing investors at an issue price of 3.75p per share. On same date, the Company invested £100,000 in Sparkledun Ltd ("Sparkledun") in equity to acquire 3.41% of its issued share capital. Sparkledun through its trading subsidiary, Fast to Fibre Limited ("Fast to Fibre"), has rights to exploit and further develop a technology solution utilising a unique patented process for the extraction of the inner core of telecoms and power cables, allowing the insertion of fibre optic without the need for excavation or other disruptive techniques.

Simon Robinson, CEO of YOLO Leisure & Technology plc, said:
"Throughout the past year we continued to work in active and collaborative partnership with our investee company founders and other board members to deliver and fulfil their business plans and visions.

We are focusing on early stage investments where we can use our board's experience and connections to accelerate the growth of investee companies, so that they have the potential to list on a public market as a possible alternative to future venture capital investment. We will continue to actively explore the most innovative and creative strategies to optimise value for shareholders through our status as an AIM investment vehicle. We will continue to support our portfolio of entrepreneurial technology businesses, whilst actively pursuing new and exciting opportunities."

"We would like to thank our shareholders and advisors for continuing to show support in the board and its vision."

Annual Report and Accounts
The Company's Annual Report and Accounts for the year to 30 September 2018 will be posted to shareholders shortly.

The announcement contains information which, prior to its disclosure, was inside information for the purposes of the Market Abuse Regulation.

For further information, please contact:

YOLO Leisure and Technology plc www.yoloplc.com
Simon Robinson simon.robinson@yoloplc.com

Cairn Financial Advisers LLP
Sandy Jamieson, Liam Murray +44 20 7213 0880

Peterhouse Capital Limited *Sole broker*
Eran Zucker / Lucy Williams + 44 20 7469 0930

Walbrook PR Ltd +44 20 7933 8787 or yolo@walbrookpr.com
Paul McManus/Sam Allen +44 7980 541 893/+44 7884 664 686

Notes to editors

YOLO Leisure and Technology plc (www.yoloplc.com)

YOLO Leisure and Technology plc aims to focus on opportunities in the technology, leisure and media sectors. The Company's investing policy is that the Company will invest in businesses which have some or all of the following characteristics:

- strong management with a proven track record;
- ready for investment without the need for material re-structuring by the Company;
- generating positive cash flows or imminently likely to do so;
- via an injection of new finances or specialist management, the Company can enhance the prospects and therefore the future value of the investment;
- able to benefit from the directors' existing network of contacts; and
- the potential to deliver significant returns for the Company.

Chairman's Statement

I am pleased to present the annual report and financial statements for YOLO Leisure and Technology plc ("YOLO" or the "Company"), covering our financial year ended 30 September 2018. As an AIM listed investment business our strategy has been to invest into early stage companies with entrepreneurial founders that are passionate about innovative a customer experiences in their specific sector and by doing so maximise value for shareholders.

Throughout the year we have continued to work closely, patiently and in collaborative partnership with our investee company founders and other board members to deliver and fulfil their business plans and potential. We recognise that establishing early stage companies has both its challenges and potential for shareholder upside and we remain passionately supportive and resourceful to assist them in their pursuit of success and realisation of their vision.

Additionally we have continued to seek out further investment prospects consistent with our investment strategy and which have the potential to create value for our shareholders. However we were unable to identify suitable prospects that met our investment criteria in the year ended September 2018.

Financial Review

Total comprehensive loss for the year was £1,105,214 (2017: income £726,153). Unrealised loss on investments were £841,489 (2017: gain £657,935) and realised gains on disposal of investments were £nil (2017: £270,559). Cash at the bank at the year-end was £270,524 (2017: £619,939).

During the year, the Company consolidated and subdivided its share capital which resulted in YOLO shareholders receiving one new ordinary share of 0.01p each ("New 0.01p Ordinary Share") and one new A deferred share of 9.99p each ("New Deferred Share") in YOLO in exchange for every 10 existing ordinary shares of 1p each ("Existing Ordinary Shares").

As at 30 September 2018, gross assets were £3,441,505 (2017: £4,558,402) and the net fair value of investments held was £3,083,995 (2017: £3,875,483). Total net assets were £3,408,811 (2017: £4,514,025) which represents 7.72 (2017: 10.23) pence per share.

Simplestream Limited

Simplestream is a leading provider of software as a service (SaaS) based video streaming solutions. The company is a market leader for its Live2VOD and Hybrid TV solutions. Clients include; News Corporation (Ball Ball), A&E Networks, AMC Networks, Sony Traceplay, QVC TV, Box Nation, Little Dot Studios and At The Races amongst others.

Simplestream's cloud based Media Manager platform provides broadcasters and rights owners with an end-to-end technology services eco-system, with a full range of multi-platform TV and video distribution products including: low latency online simulcasts of TV channels, real-time sports highlights clipping, broadcaster catch-up services, social video syndication and subscriber management services.

Simplestream's technology platform also provides multi-channel, multi-territory frontend templated applications for a complete range of connected devices including mobiles, tablets, connected TVs and fast growing over the top (OTT) platforms such as Amazon Fire TV, Apple TV and Roku. In the UK, Simplestream's "Hybrid TV" solution is used by leading broadcasters to power "catchup" services on Freeview, Freesat, YouView and EETV.

Simplestream now delivers services across Europe, the US, Africa and the Far East with further international expansion planned for 2019. New partners signed up during the year include NOVA (a telco in Iceland) and Blue Ant Media (a global production company headquartered in North America).

In November 2018 Simplestream launched its Sport Video Platform. The new platform includes low latency streaming, live event management, automated generation of video highlights and data integrations for real-time match, league and player stats, plus immersive HTML5 based applications that can sit across any device. The Sports Video Platform comes with AVOD/SVOD and PPV models out of the box, so that any league, channel or federation can now generate revenue whilst at the same time learn about their customers through valuable, real time return path data – something that traditional methods of TV delivery are unable to deliver.

Yolo holds 9,943 shares in Simplestream, which represents 6.34% on a fully diluted basis.

TVPlayer Limited

TVPlayer is a complete next generation pay TV platform that now offers comparable functionality to traditional pay TV services (including live, catch-up, on demand, and pay per view). The business offers entry-level pay TV services to the increasing number of households who consume media via the internet in preference to traditional television methods.

TVPlayer operates a freemium proposition providing value-based pay TV subscriptions, without a contract, focused on entertainment, documentary and lifestyle shows (which are under-represented viewing groups in a market often dominated by movies and sport). The company has already seen over 5m downloads of its app and is the third largest independent TV platform in the UK. TVPlayer has 2m monthly active users on the freemium model and has achieved over 50,000 paying subscribers who subscribe to packs ranging from £6.99 to £9.99 per month. The business is evaluating the most effective way to monetise its freemium and paid subscriber models including the introduction of Pay Per View events.

TVPlayer is a fully licensed TV service for viewers in the United Kingdom and has successfully negotiated and implemented licensing deals with all major broadcasters including public service broadcasters the BBC, ITV, Channel 4 and Five, and pay TV providers, A+E, Discovery, FOX, Turner, NBC and UKTV. Subscribers can watch TV anytime, anywhere with live streaming, start-over, catch up and network recording supported across many channels on all major devices including Smart TV, mobile, tablet, desktop, Apple TV, Amazon Fire TV and Roku. TVPlayer is also ITV's official online partner for ITV Box Office, a pay-per-view service that includes the World Boxing Super Series.

In January 2018, TVPlayer raised £1.24m in convertible loan notes of which YOLO took up £50,000 of the notes and A&E Networks took up £1m. In November 2018 TVPlayer announced a Series A £8m fundraise to be led by AMC Networks Inc investing £2m via a convertible loan note. However, due to economic uncertainty in the financial markets, funding is proving difficult to secure and TVPlayer is exploring all options including a trade sale or a listing.

YOLO holds 11,067 shares in TVPlayer which represents 3.28% on a fully diluted basis.

Gfinity plc

Gfinity is a world-leading esports solutions provider. During the year 2018, Gfinity signed an exclusive digital broadcast agreement with Facebook Inc; acquired RealSM, a fan-oriented digital sports media platform, and CEVO, an American based provider of technology and services to the eSports market and Gfinity achieved live viewership for season 3 of 12.5 million people, with a further 4.9 million viewing ancillary content.

YOLO holds 400,000 shares in Gfinity which represents 0.1% on a fully diluted basis.

AudioBoom plc

AudioBoom is one of the world's leading spoken-word audio or podcasting platforms for hosting, distributing and monetising content that enables the creation, broadcast and syndication of audio content across multiple networks and geographies. AudioBoom completed a fundraise of £4.5m during the year and has announced a number of partnerships with Spotify, Formula 1 podcast, a number of international advertising sales partnership extending its reach into Australia, New Zealand, India and Canada.

Yolo holds 5,340,000 shares in AudioBoom which represents 0.45% on a fully diluted basis.

Magic Media Works Ltd

Magic Media Works is a music entertainment technology business. The company's mission is to bring families together, through shared music entertainment experiences, making every home a connected home.

ROXI, which launched in the UK and US markets in late 2017, is an easy way for friends and families to enjoy music together, with a two minute set-up, tens of millions of songs pre-loaded, voice search and many unique bonus entertainment features, all in one competitively-priced music entertainment hub.

Offering unlimited music, karaoke-style singing, global radio access, an ambient sound machine and ROXI's unique music trivia game, Name That Tune, ROXI is highly differentiated and popular with its target market of older, family consumers. The company has global rights agreements with the major labels (Universal Music Group, Sony Music Group, Warner Music Group) and major independents including Merlin Music, providing customers with one year's access to a premium music catalogue of over twenty nine million music tracks.

In addition to effortless media discovery and consumption, ROXI's vision is to create experiences that bring people together around music, and support activity beyond simply listening to music, with a clearly differentiated software and hardware offering. ROXI has built a multi-territory media platform with localisation available for language, search, catalogue and playlist curation.

On 7 December 2017, YOLO made a strategic decision not to invest additional capital into Magic and instead, as the largest shareholder, agreed to release some of its shares in Magic and its right to acquire additional shares in Magic to new investors in order to assist Magic in completing a fundraise and so help it to achieve its goals and potential. Henrik Holmark, previously the CFO of Pandora Jewellery(CPH: PNDORA), invested £650,000 in the fund raise and joined the Magic board as a non-executive director.

During the year 2018, Magic Media developed and test launched its new TV infomercial shows across mainstream TV in the UK and the USA, in partnership with specialist infomercial content providers, to enable a scaling of the business in these markets.

Magic Media completed a further fundraise of £0.9m on 5 December 2018 to enable it to launch its Christmas 2018 TV campaign for the ROXI home music entertainment product which was broadcast on ITV2, ITV3, ITVBe, Film4, SyFy, GOLD, National Geographic, 5Select, 5USA, Fox and Talking Pictures.

The largest investor in the round was private investor and Saracens Rugby Club owner Nigel Wray, who is also the largest investor in YOLO. Magic Media´s founder CEO Rob Lewis, Henrik Holmark (the previous CFO of Pandora Jewellery) and Endeavour Ventures also participated directly in the round.

As part of this round YOLO and the majority of other loan note holders agreed to extend the longstop date for repayment to 19 November 2023, and to waive their rights to the historic and future interest payments due on the loan notes. YOLO holds 1,646,682 shares which represents 15.8% of the fully diluted share capital. YOLO also holds £500,000 of convertible loan notes.

Share reorganisation

During the year 2018, the Company consolidated and subdivided its share capital which resulted in YOLO shareholders receiving one new ordinary share of 0.01p each ("New 0.01p Ordinary Share") and one new A deferred share of 9.99p each ("New Deferred Share") in YOLO in exchange for every 10 existing ordinary shares of 1p each ("Existing Ordinary Shares"). Following completion of the share capital reorganisation, the total issued ordinary share capital of the Company is now 44,132,276 New 0.01p Ordinary Shares.

Post Year End Fund Raise and Investment

On 5 February 2019, YOLO successfully raised £300,000 before costs via a placing ("Placing") of 8,000,000 new ordinary shares of 0.01p each with new and existing investors at an issue price of 3.75p per share ("Placing Shares"). Under the Placing each Placee received one warrant for every four Placing Shares subscribed for as part of the Placing. The warrants are exercisable at 5.00p per share at any time for a period of three years from the date of Admission of the Placing Shares. Following completion of the Placing, the total issued ordinary share capital of the Company was 52,132,276 New 0.01p Ordinary Shares.

On same date, the Company invested £100,000 in Sparkledun Ltd ("Sparkledun") in equity to acquire 3.41% of its issued share capital. Sparkledun through its trading subsidiary, Fast to Fibre Limited ("Fast to Fibre"), has rights to exploit and further develope a technology solution utilising a unique patented process for the extraction of the inner core of telecoms and power cables, allowing the insertion of fibre optic without the need for excavation or other disruptive techniques.

The Fast to Fibre commercial proposition is to reduce the cost of fibre optic deployment particularly in difficult to access areas such as urban and city centres, thereby increasing the pace of adoption in line with government targets around the world to provide ultra-fast internet access.

Fast to Fibre has successfully completed several trials in a variety of different geographical locations and complex situations and is progressing a number of major commercial opportunities.

Investment Strategy

Our vision is to be a successful and profitable investment company focusing on technology, travel, leisure and media businesses. We will achieve this by identifying early stage or turnaround opportunities that require investment and or have the potential for a reverse takeover. We will invest into businesses with content and delivery capability that engage customers, monetise the user experience and have potential to scale.

The Company's investing policy is to invest into businesses which have some or all of the following characteristics:

- strong management with a proven track record;
- ready for investment without the need for material re-structuring by the Company;
- generating positive cash flows or imminently likely to do so;
- via an injection of new finances or specialist management, the Company can enhance the prospects and therefore the future value of the investment;
- able to benefit from the directors' existing network of contacts; and
- the potential to deliver significant returns for the Company.

Whilst the directors will be principally focused on making an investment in private businesses, they would not rule out investment in listed businesses if this presents, in their judgment, the best opportunity for shareholders.

The Company intends to be an active investor in situations where the Company can make a clear contribution to the progress and development of the investment. In respect of other, more substantial investment opportunities, the directors expect that the Company will be more of a passive investor.

The directors believe that their broad collective experience together with their extensive network of contacts will assist them in the identification, evaluation and funding of appropriate investment opportunities. When necessary, other external professionals will be engaged to assist in the due diligence on prospective targets and their management teams.

There will be no limit on the number of projects into which the Company may invest, and the Company's financial resources may be invested in a number of propositions or in just one investment, which may be deemed to be a reverse takeover pursuant to Rule 14 of the AIM Rules. Where the Company builds a portfolio of related assets it is possible that there may be cross-holdings between such assets. The Company does not currently intend to fund any investments with debt or other borrowings but may do so if appropriate.

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The Company's primary objective is that of securing for the shareholders the best possible value consistent with achieving, over time, both capital growth and income for shareholders through developing profitability coupled with dividend payments on a sustainable basis.

Outlook

We will continue to pursue and evaluate opportunities that meet our investment criteria. The board has evaluated a number of potential investments during the year and continues to look at opportunities in the technology, travel, leisure and media sectors and will only make investments in those projects that the board believes has the potential to create value for shareholders.

I would like to thank our shareholders and advisors for continuing to show support in the board and its vision.

Simon Robinson
Chairman
Date: 19 March 2019

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 SEPTEMBER 2018

	Notes	2018 £	2017 £
Other income	2	20,250	36,596
Administrative expenses		(284,028)	(272,662)
Realised gain on disposal		-	270,559
Unrealised (losses) / gains on remeasurement to fair value	9	(841,489)	657,935
OPERATING (LOSS) / PROFIT BEFORE FINANCING ACTIVITIES		(1,105,267)	692,428
Finance income	3	53	33,725
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAX	4	(1,105,214)	726,153
Tax charge	7	-	-
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAX		(1,105,214)	726,153
(LOSS)/PROFIT FOR THE YEAR ATTRIBUTABLE TO EQUITY SHAREHOLDERS		(1,105,214)	726,153
TOTAL COMPREHENSIVE (EXPENSES)/INCOME ATTRIBUTABLE TO:			
Equity holders of the Company		(1,105,214)	726,153
(Loss)/Profit per share (pence per share)			
Basic	8	(2.50)p	1.75p
Diluted		(2.50)p	1.75p

STATEMENT OF FINANCIAL POSITION

FOR THE YEAR ENDED 30 SEPTEMBER 2018

	Notes	2018 £	2017 £
ASSETS			
Non-current assets			
Investments	9	3,083,995	3,875,483
		3,083,995	3,875,483
Current assets			
Trade and other receivables	10	86,986	62,980
Cash and cash equivalents		270,524	619,939
		357,510	682,919
TOTAL ASSETS		3,441,504	4,558,402
EQUITY AND LIABILITIES			
Current liabilities			
Trade and other payables	11	32,693	44,377
Total liabilities		32,693	44,377
Equity			
Share capital	12	5,206,954	5,206,954
Share premium account		7,574,273	7,574,273
Retained earnings		(9,372,416)	(8,267,202)
Total equity attributable to equity shareholders of the parent		3,408,811	4,514,025
TOTAL EQUITY AND LIABILITIES		3,441,504	4,558,402

The financial statements were approved and authorised for issue by the board of directors on 19 March 2019 and were signed below on its behalf by

Simon Robinson
Chairman

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2018

Share	Share Premium	Retained

	capital £	Account £	Earnings £	Total £
At 1 October 2016	2,582,954	7,617,273	(8,993,355)	1,206,872
Total comprehensive income for the year			726,153	726,153
Transactions with owners				
Shares issued	2,624,000			2,624,000
Cost of new issue		(43,000)		(43,000)
At 1 October 2017	5,206,954	7,574,273	(8,267,202)	4,514,025
Total comprehensive expense for the year			(1,105,214)	(1,105,215)
At 30 September 2018	5,206,954	7,574,273	(9,372,416)	3,408,811

Share capital

Represents the par value of shares in issue.

Share premium

Represents amounts subscribed for share capital in excess of its nominal value, net of directly attributable issue costs.

Retained earnings

Represents accumulated losses to date.

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 SEPTEMBER 2018

	2018 £	2017 £
Operating activities		
(Loss) / Profit for the year	(1,105,214)	726,153
Adjustments for:		
(Increase) in trade and other receivables	(24,006)	(45,766)
(Increase) in trade and other payables	(11,684)	(32,639)
Net finance cost / (income)	53	33,725
Unrealised losses / (gains) on remeasurement to fair value	841,489	(657,935)
Realised (gains) on disposal of investments	-	(270,559)
Net cash used in activities	(299,362)	(247,021)

Investing activities		
Payments to acquire investments	(50,000)	(2,265,087)
Receipts from disposal of investments	-	445,360
Net finance income	(53)	(33,725)
Net cash used in investing activities	(50,053)	(1,853,452)
Financing activities		
Net proceeds from issue of shares	-	2,581,000
Net cash generated from financing activities	-	2,581,000
Net (decrease)/increase in cash and cash equivalents	(349,415)	480,527
Cash and cash equivalents at the start of the year	619,939	139,412
Cash and cash equivalents at the end of the year	270,524	619,939
Cash and cash equivalents consist of:		
Cash and cash equivalents	270,524	619,939

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2018

1. ACCOUNTING POLICIES

1.1 Basis of preparation

The financial statements have been prepared in accordance with EU endorsed International Accounting Standards and International Financial Reporting Standards (collectively "IFRS") and the requirements of the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements are presented in sterling and have been prepared on the historical cost basis, except where IFRS requires an alternative treatment. The principal variations from historical cost relate to financial instruments (IAS 39).

The Company is a public listed company, quoted on AIM and is incorporated and domiciled in the UK.

Adoption of international accounting standards

Standards adopted early by the Company

Certain new standards, amendments and interpretations to existing standards have been published that are mandatory for later accounting periods and which have not been adopted early. There were no new standards, amendments or interpretations that are expected to have a material impact on the Company.

1.2 Going Concern

The Company had net assets of £3,408,811 as at 30 September 2018 (2017 net assets £4,514,025) and generated a loss before tax of £1,105,214 (2017 profit before tax: £726,153) in the reporting period.

Having considered all known costs, the board is of the opinion that there are sufficient funds available to continue as a going concern for the foreseeable future. The board is also planning to raise additional funds to continue to carry out its investment strategy as opportunities arise.

In light of this and after taking into account all information that could reasonably be expected to be available, the directors are confident that the Company will remain in operational existence for the foreseeable future and that the going concern basis of preparation is appropriate to the Company's financial statements.

1.3 Revenue

Revenue is recognised when revenue and associated costs can be measured reliably and future economic benefits are probable. Revenue is measured at fair value of consideration received or receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales related taxes.

1.4 Interest income

Interest income is accrued on a time apportioned basis, by reference to the principal outstanding and at the effective interest rate applicable.

1.5 Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from accounting profit as reported in the Statement of Comprehensive Income because it excludes items of income or expense that are taxable or deductible in other years and further excludes items that are never taxable or deductible. The Company's liability to current tax is measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

1.5 Taxation (continued)

Such assets and liabilities are not recognised if the temporary difference arises from goodwill or if the initial liabilities in a transaction that affect either the taxable profit or the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

1.6 Financial instruments

Financial assets and financial liabilities are recognised on the balance sheet when the Company has become a party to the contractual provisions of the instrument.

Investments

Equity investments are initially recognised at cost, being the consideration paid. All investments are classified at fair value through profit or loss and measured at fair value with changes in their fair value recognised in the Statement of Comprehensive Income in the year in which they arise. In respect of unquoted investments (Level 3) fair value is determined by reference to a variety of valuation techniques. In respect of quoted or listed investments (Level 1) the value is based on the closing mid-market price recorded by the relevant market.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short term deposits with maturities of three months or less. Bank overdrafts also form part of net cash and cash equivalents for the purposes of the cash flow statement.

Trade and other receivables

Trade and other non-interest bearing receivables are initially recognised at cost and are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective and probable evidence that it is uncertain if the amount due can be collected. Movement in the provision charged or credited in the period is recognised in the income statement.

The Company discounts some of its trade receivables. The accounting policy is to continue to recognise the trade receivables within current assets and to record cash advances as borrowings within current liabilities.

Trade and other payables

Trade and other payables are not interest bearing and are initially recognised at cost and are subsequently measured at amortised cost using the effective interest method.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

1.7 Share based payments

The Company issues equity-settled and cash-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value at the date of grant by reference to the fair value of the equity instruments granted. The fair value determined at the grant date of equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of the number of instruments that will eventually vest with a corresponding adjustment to equity. Fair value is measured by use of a Black Scholes model. The expected life use in the model has been adjusted based on management's best estimates, for the effect of non-transferability, exercise restrictions, and behavioral considerations.

Non-vesting and market vesting conditions are taken into account when estimating the fair value of the option at grant date. Service and non-market vesting conditions are taken into account by adjusting the number of options expected to vest at each reporting date.

1.8 Standards in issue but not yet effective

New standards and interpretations currently in issue but not effective, based on EU mandatory effective dates, for accounting periods commencing on or after 1st October 2018 are:

- IFRS 9 Financial Instruments (EU effective date 1st January 2018)
- IFRS 15 Revenues from Contracts with Customers (EU effective date 1st January 2018)
- IFRS 16 Leases (EU effective date 1st January 2019)
- Amendments to IAS 7 Statement of Cashflows (effective for accounting periods beginning on or after 1st January 2018)
- Amendments to IAS 16 Property, Plant and Equipment (effective for accounting periods beginning on or after 1st January 2018)
- Amendments to IAS 34 Interim Financial Reporting (effective for accounting periods on or after 1st January 2018)
- Amendments to IAS 38 Intangible Assets (effective for accounting periods beginning on or after 1st January 2018)

The Company is in the process of assessing the impact of these new standards and interpretations on its financial reporting but has as yet not adopted any before the effective date

1.9 Critical accounting judgements and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience, internal controls, advice from external experts and other factors, including expectations of future events that are believed to be reasonable under circumstances. . The following estimates are considered integral to the Company:

Investment valuation

The Company has a number of level 3 investments whereby their valuation is determined in whole or in part using valuation techniques based on assumptions that are not supported by prices from observable market transactions in the same instrument and not based on available observable data.

Management regularly review the valuation of the investments against both the ongoing results of the businesses and the price at which any further investment into the business has taken place.

2. OTHER INCOME

	2018 £	2017 £
Management fees	20,250	36,596

3. FINANCE INCOME

	2018 £	2017 £
Bank and other interest (paid) / received	53	(189)
Other interest receivable		33,914
	53	33,725

4. (LOSS) / PROFITFOR THE YEAR BEFORE TAX

	2018 £	2017 £
(Loss) / Profit for the year is stated after charging:		
Auditors’ remuneration		
- audit services	12,500	11,850
- non-audit services	3,100	2,975

5. DIRECTORS' EMOLUMENTS

	2018 £	2017 £
Aggregate emoluments including benefits in kind, by director, are as follows:-		
Simon Robinson	50,000	50,000
Sohail Bhatti	56,431	55,681
Sean Nicolson	-	-
Aggregate emoluments	106,431	105,681

No director benefitted from any increase in the value of warrants during the year. No director exercised share warrants in the year.

The number of directors for whom retirement benefits are accruing under defined contribution schemes was Nil (2017: Nil). The total contributions payable during the year amounted to £ Nil (2017: £ Nil).

No warrants were awarded to directors for services during the year. Warrants held at the end of the year are detailed below

	2017 Number	2017 Number
Simon Robinson - exercise price 13p, expires 31October 2019	980,000	980,000
Sohail Bhatti	-	-
Sean Nicolson	-	-
	980,000	980,000

6. STAFF COSTS

	2018 Number	2017 Number
The average monthly number of employees (including directors) during the year was		
Administration	2	2

	£	£
Employment costs		
Wages and salaries	100,000	100,000
Social security costs	9,300	8,863
	109,300	108,863

7. TAXATION

		2018	2017
		£	£
7(a)	**Current year tax**		
	UK corporation tax (note 7(b))	-	-
7(b)	**Factors affecting the tax charge for the year**		
	Profit/(loss) on ordinary activities before taxation	(1,105,214)	726,153
	Profit/(loss) on ordinary activities before taxation multiplied by the main rate of UK corporation tax 19% (2017: 20%)	(209,990)	141,590
	Effects of:		
	Non deductible expenses	159,883	(128,263)
	Non taxable income		(52,755)
	Chargeable gain		25,055
	Deferred tax not recognised	50,107	14,373
	Carried forward management expenses	-	
	Current tax charge	-	-

8. (LOSS) / PROFIT PER SHARE

The calculations of loss per share are based on the following losses and number of shares.

	2018		2017	
	Basic	**Diluted**	**Basic**	**Diluted**
(Loss) / Profit for the financial year	(1,105,214)	(1,105,214)	726,153	726,153
Weighted average number of shares for basic and diluted loss per share	44,132,276	44,132,276	41,4,72,331	41,472,3,3 1

9. INVESTMENTS

	Level 1	Level 3	Total
	£	£	£
Held at fair value			
At 1 October 2017	264,855	3,610,628	3,875,483
Additions during the year		50,000	50,000
Revaluation	(104,810)	(736,678)	(841,488)
At 30 September 2018	160,045	2,923,950	3,083,995
Net book value			
At 30 September 2018	160,045	2,923,950	3,083,995
At 30 September 2017	264,855	3,610,628	3,875,483

Investments are measured at fair value. The directors consider that the carrying amount of investments approximates to their fair value.

Level 1 reflects financial instruments quoted in an active market.

All unquoted investments are Level 3 in the fair value hierarchy, being financial instruments whose fair value is determined in whole or in part using valuation techniques based on assumptions that are not supported by prices from observable market transactions in the same instrument and not based on available observable market data.

The Company acquired the following investments during the year:

On 2 January 2018 the Company made an investment of £50,000 in TVPlayer convertible loan note ("Note"). The Note carries an interest rate of 8% and is convertible on listing, sale or anytime after 31 December 2018.

10. TRADE AND OTHER RECEIVABLES

	2018	2017
	£	£
Trade receivables	36,000	20,100
Prepayments and accrued income	13,660	5,990
Other receivables	37,326	36,890
	86,986	62,980

The directors consider the carrying value of trade receivables to equal their fair value. No interest is charged on receivables.

11. TRADE AND OTHER PAYABLES

	2018	2017
	£	£
Other taxes and social security costs	10,157	7,857
Accruals and deferred income	22,536	36,520
	32,693	44,377

The directors consider the carrying value of trade payables to equal their fair value.

12. SHARE CAPITAL

	2018	2017
	£	£
Issued and fully paid		
As at 1 October 2017	5,206,954	2,582,954
Issue of Nil (2017: 262,400,000) Ordinary shares of 1p each	-	2,624,000
At 30 September 2018	5,206,954	5,206,954

The Company has the following classes of share capital

Ordinary shares 44,132,276 (2017: 441,322,758 of 1p) shares of 0.01p each	4,413	4,413,228
A deferred shares (44,132,276 shares of 9.99p each)	4,408,815	-
Deferred shares (8,819,181 shares of 9p each)	793,726	793,726
	5,206,954	5,206,954

Share transaction history

During the 2018 financial year the following share transactions took place.

On 28 March 2018 the Company:

1. Consolidated its 441,322,758 ordinary shares of 1p into 44,132,276 ordinary shares of 10p
2. Ordinary shares were then sub-divided and re-designated 44,132,276 ordinary shares of 0.01p each and 44,132,276 A deferred shares of 9.99p.

The ordinary shares have full voting rights, priority dividend rights and priority in the case of winding up.

The deferred shares of 9p each have no voting rights and shareholders are not entitled to any dividend, and only receive the nominal amount paid up on their share after there has been a distributed £1,000,000 to the holders of the ordinary shares. The deferred shares shall not entitle the holders thereof to any further or other right of participation in the assets of the Company.

The A deferred shares have no voting rights and shareholders are not entitled to any dividend, Holders of A deferred shares shall be entitled to the amount paid up or credited as paid up on the A deferred shares to be paid out of the assets of the Company available for distribution among the members, after payment, to the holders of deferred Shares of the amounts paid up thereon. The holders of the A deferred shares shall not be entitled to any other or further right to participate in the assets of the Company.

Warrants

During the year no warrants were granted.

	Warrant Number	**Exercise price pence**	**Expiry Date**
As at 1 October 2017			
	305,985	13p	15/07/2019
	800,000	18p	27/01/2018
	5,980,000	13p	31/10/2019
	7,085,985		
Lapsed	(800,000)	18p	27/01/2018
	6,285,985		

As at 30 September 2018	305,985	13p	15/07/2019
	5,980,000	13p	31/10/2019
	6,285,985		

13. FINANCIAL INSTRUMENTS

The Company's financial instruments comprise cash and various items such as trade receivables and trade payables that arise directly from its operations.

Categories of fair values of financial assets and liabilities

Set up below is a comparison by category of the carrying amounts and fair values of the Company's financial instruments:

	2018 £	2017 £
Financial assets		
Cash and cash equivalents	270,524	619,939
Trade receivables	36,000	20,100
Other receivables	37,326	36,890
Total financial assets	343,850	676,929
Non-financial assets		
Prepayments and accrued income	13,660	5,991
Other receivables		
TOTAL ASSETS	357,510	682,920
Financial liabilities		
Financial liabilities measured at amortised cost:		
Accruals	22,536	29,614
	22,536	29,614
Non-financial liabilities		
Other payables	10,157	14,765
TOTAL LIABILITIES	32,693	44,379

The fair value of the Company's financial assets and liabilities are considered by the directors not to be materially different from their carrying values in the statement of financial position, as such no fair value hierarchy analysis has been produced.

It is and has been throughout the period under review, the Company's policy that no trading in financial derivatives shall be undertaken.

The main risks arising from the Company's financial instruments are interest rate movements, liquidity risk, and credit risk. The directors do not consider there to be significant exposure to market or price risk.

Interest rate risk

It is the Company's policy to regularly review the Company's exposure to interest rate risk.

Financial assets

The Company's exposure to interest rate risk currently applies only to the interest received on cash deposits which is based on the NatWest base rate. The Company's floating rate cash balances at the yearend were £115,465 (2017: £115,412).

Liquidity risk

The principal risk to which the Company is exposed is liquidity risk. The nature of the Company's activities means it finances its operations through retained earnings and the issue of new shares to investors. The principal cash requirements are in relation to the Company's investing policy and meeting working capital requirements. The Company seeks to manage liquidity through planning, forecasting, and careful cash management.

Credit risk

The Company carries out credit checks on potential customers and monitors and chases debts that are overdue to mitigate their credit risk.

Capital management

The Company's main objective when managing capital is to protect returns to shareholders by ensuring the Company will continue to invest and trade profitably in the foreseeable future. The Company also aims to maximise its capital structure of equity so as to minimise its cost of capital. The Company expects its current and projected capital resources to be sufficient to cover its existing liabilities.

The Company has not made any changes to its capital management during the year.

14. ULTIMATE CONTROLLING PARTY

The Company is admitted to AIM and there is no individual controlling party. The Directors' Report provides details of those shareholders with an individual holding exceeding 3% of issued share capital.

15. RELATED PARTY DISCLOSURES

Apart from directors' remuneration shown in Note 5 there were no other transactions falling within the scope of IAS 24 Related Party Disclosures.

16. Post Balance Sheet Events

On 5 February 2019, YOLO successfully raised £300,000 before costs via a placing ("Placing") of 8,000,000 new ordinary shares of 0.01p each with new and existing investors at an issue price of 3.75p per share ("Placing Shares"). Under the Placing each Placee received one warrant for every four Placing Shares subscribed for as part of the Placing. The warrants are exercisable at 5.00p per share at any time for a period of three years from the date of Admission of the Placing Shares.

On the same date, the Company invested £100,000 in Sparkledun Ltd ("Sparkledun") in equity to acquire 3.41% of its issued share capital. Sparkledun through its trading subsidiary, Fast to Fibre Limited ("Fast to Fibre"), has rights to exploit and has further developed a technology solution utilising a unique patented process for the extraction of the inner core of telecoms and power cables, allowing the insertion of fibre optic without the need for excavation or other disruptive techniques.

The Fast to Fibre commercial proposition is to reduce the cost of fibre optic deployment particularly in difficult to access areas such as urban and city centres, thereby increasing the pace of adoption in line with government targets around the world to provide ultra-fast internet access.

Fast to Fibre has successfully completed several trials in a variety of different geographical locations and complex situations and is progressing a number of major commercial opportunities.