Company Registration No 6324278

Perform Group Limited

Quarterly Financial Report

Nine and three months ended 30 September 2015

PERFORM GROUP LIMITED
QUARTERLY FINANCIAL REPORT

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PERFORM GROUP LIMITED
QUARTERLY FINANCIAL REPORT

DISCLAIMER

This document is for information purposes only and does not constitute an offer to sell or the solicitation of an offer to buy securities in Perform Group Limited or any of its subsidiaries (collectively the “Group”). Furthermore it does not constitute a recommendation by Perform Group Limited or any other party to sell or buy securities in any member of the Group or any other securities. All forward looking statements attributable to Perform Group Limited or persons acting on their behalf are qualified in their entirety by these cautionary statements.

PERFORM GROUP LIMITED
QUARTERLY FINANCIAL REPORT

INTRODUCTION

On 16 November 2015, Perform Group Financing plc (the “Issuer”), a wholly-owned subsidiary of Perform Group Limited (the “Parent” and, together with its subsidiaries, “Perform” or the “Group”), issued £175.0 million aggregate principal amount of 8.5% senior secured notes due 2020 (the “Notes”). On the same date, certain members of the Group entered into a new £50.0 million multi-currency senior secured revolving credit facility (the “RCF”) (together with the issuance of the Notes, the “Refinancing Transactions”).

The purpose of the Refinancing Transactions was to, amongst other things, fund the launch of its OTT Business (as defined in the Group’s offering memorandum dated 11 November 2015 (the “Offering Memorandum”)) (the “OTT Business Cash Investment”), repay the amounts drawn under, and terminate, the Group’s Existing Revolving Credit Facility (as defined in the Offering Memorandum) (the “Old RCF”) and to fund contractual commitments to pay contingent consideration in respect of certain of the Group’s acquisitions.

The Notes and the RCF are or will be (a) guaranteed on a senior secured basis by the Parent and certain of its subsidiaries (the “Guarantors”) and (b) secured on the first-ranking basis by security interests granted over certain assets of the Parent and the Guarantors, each as further described in the Offering Memorandum.

All of the Group’s subsidiaries with the exception of the OTT Business constitute the “Restricted Group”, which is subject to the covenants and restrictions contained in the indenture governing the Notes (the “Indenture”). The OTT Business constitutes the “Unrestricted Group”, which is not directly subject to the covenants under the Indenture. The amount of the OTT Business Cash Investment, and certain other activities in relation to the OTT Business are, therefore, outside of the Restricted Group for the purposes of the Indenture, but is reflected in the balance sheet of the Group.

The Parent is required under the Indenture to provide to holders of the Notes quarterly and annual financial statements covering its consolidated financial condition, and results of operations accompanied by a discussion and analysis of those results. This report represents the first of these quarterly reports.

The condensed consolidated financial statements contained within this report set out the financial condition and results of the Group, which comprises both the Restricted and Unrestricted Groups. A dis-aggregation of the Group between the Restricted and Unrestricted Groups is set out in note 17. Management’s discussion and analysis of the financial condition and results of operations of the Restricted Group is set out below.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF THE FINANCIAL CONDITION AND RESULTS OF OPERATIONS OF THE RESTRICTED GROUP FOR THE THREE MONTHS ENDED 30 SEPTEMBER 2015

PERFORM GROUP LIMITED
QUARTERLY FINANCIAL REPORT

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (RESTRICTED GROUP)

Overview
Perform Group Limited is pleased to announce its results for the quarter ended 30 September 2015.

Perform is a global market leader in the commercialisation of multimedia sports content across multiple Internet-enabled digital platforms. Perform uses proprietary content collection, production and distribution capabilities, alongside industry-leading digital products, to generate revenue through a mix of licensing content, media (display- and video-based advertising and sponsorship), subscription and, to a lesser extent, technology and production service fees. Perform's portfolio of digital sports media rights serves as the basis for the content portions of its media business. Perform seeks to leverage long-standing relationships with rights owners to acquire rights to a broad portfolio of sporting leagues, tournaments and events with differing schedules to drive its business.

Commentary on results
The following discussion of the Restricted Group's financial condition and results of operations should be read in conjunction with the unaudited condensed consolidated financial statements and the related notes, in particular the disaggregation of the Group's total financial condition and results between the Restricted and Unrestricted Group set out in note 17.

Income Statement

	3 month period ended			LTM
	30 September 2015 £m	30 September 2014 £m	Movement £m	30 September 2015 £m
Revenue	**63.6**	**63.2**	**0.4**	**254.1**
Cost of sales	**(31.3)**	(31.2)	(0.1)	(133.2)
Gross profit	**32.3**	**32.0**	**0.3**	**120.9**
Administrative expenses	**(25.7)**	(22.8)	(2.9)	(106.5)
Group operating profit	**6.6**	**9.2**	**(2.6)**	**14.4**
Analysed as:				
Adjusted EBITDA	**14.3**	**14.9**	**(0.6)**	**48.4**
Exceptional items	**(1.5)**	(0.7)	(0.8)	(7.5)
Share-based payments	**(1.3)**	(1.1)	(0.2)	(5.2)
EBITDA	**11.5**	13.1	(1.6)	35.7
Amortisation and depreciation	**(3.5)**	(2.3)	(1.2)	(15.1)
Acquisition-related amortisation	**(1.4)**	(1.6)	0.2	(6.2)
Group operating profit	**6.6**	**9.2**	**(2.6)**	**14.4**
Net finance costs	**(2.5)**	(1.9)	(0.6)	(7.8)
Group profit before tax	**4.1**	**7.3**	**(3.2)**	**6.6**
Tax charge	**(2.2)**	(2.7)	0.5	(7.4)
Group profit/(loss) after tax	**1.9**	**4.6**	**(2.7)**	**(0.8)**

PERFORM GROUP LIMITED
MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (RESTRICTED GROUP)

Revenue

	3 month period ended			LTM
	30 September 2015 £m	30 September 2014 £m	Movement £m	30 September 2015 £m
Content	41.7	38.8	2.9	159.3
Media	16.1	18.0	(1.9)	69.4
Other	5.8	6.4	(0.6)	25.4
	63.6	**63.2**	**0.4**	**254.1**

Revenue increased by £0.4 million to £63.6 million for the three month period ended 30 September 2015 ("Q3 2015") from £63.2 million for the three month period ended 30 September 2014 ("Q3 2014").

Content revenue increased by £2.9 million to £41.7 million (Q3 2014: £38.8 million) due to contractual inflationary increases to Watch&Bet contracts, additional Runningball events and new Opta customers.

Media revenue decreased by £1.9 million to £16.1 million (Q3 2014: £18.0 million) principally due to the positive impact of advertising revenues from the FIFA 2014 World Cup in Q3 2014. The Group is also seeing a softening of demand, principally in the US advertising sector in H2 2015.

Other revenues decreased £0.6 million to £5.8 million (Q3 2014: £6.4 million) due to the continued wind-down of the Group's non-strategic third party subscription and technology business.

Gross profit
Gross profit increased £0.3 million to £32.3 million (Q3 2014: £32.0 million) due to the £0.4 million increase in revenues offset by a £0.1 million increase in cost of sales. Gross margin remained in line in both Q3 2015 and Q3 2014.

Administrative expenses
Administrative expenses increased £2.9 million to £25.7 million (Q3 2014: £22.8 million) due to an increase in staff costs, technical costs and other overheads (£0.9 million), exceptional items (£0.8 million), share based payments (£0.2 million) and amortisation and depreciation (£1 million).

Staff costs, technical costs and overheads increased 5% (£0.9 million) to support the revenue increases explained above.

Exceptional items increased £0.8 million to £1.5 million (Q3 2014: £0.7 million) due to the re-measurement of deferred consideration (due in respect of the Group's Turkish business, Mackolik, following a better than expected performance in Q3 2015) (£2.8 million increase to £2.9 million (Q3 2014: £0.1 million)) offset by a (i) foreign exchange revaluation of that deferred consideration (£1.1 million increase to £1.8 million (Q3 2014: £0.7 million)) and (ii) a reduction in other exceptional costs of £0.8 million to £0.4 million (Q3 2014: £1.4 million) predominantly due to the Group's 2014 cost reduction and restructuring program.

Operating profit
Operating profit decreased £2.6 million to £6.6 million (Q3 2014: £9.2 million) due to the increase in gross profit (£0.3 million) offset by the increase in administration expenses (£2.9 million).

Net finance costs
Net finance costs increased £0.6 million to £2.5 million (Q3 2014: £1.9 million) due to an increase in interest and related costs (£0.2 million), an increase in the revaluation of the Group's foreign exchange hedge (£0.3 million) and an increase in the accretion of deferred consideration (£0.3 million) which were offset by the non-recurrence of the write-off in Q3 2014 of the remaining capitalised arrangement fees (£0.6 million) relating to the Group's previous term loan and facilities.

Taxation
Taxation decreased by £0.5 million to £2.2 million (Q3 2014: £2.7 million) due to the £3.2 million decrease in profit before tax and the split of profits between different jurisdictions in the three month periods.

Group profit after tax
Profit after tax decreased £2.7 million to £1.9 million (Q3 2014: £4.6 million) due to the decrease in operating profit (£2.6 million), the increase in net finance costs (£0.6 million) offset by a reduction in the tax charge of £0.5 million.

Cashflow

	3 month period ended			LTM
	30 September 2015 £m	30 September 2014 £m	Movement £m	30 September 2015 £m
Adjusted EBITDA	**14.3**	**14.9**	**(0.6)**	48.4
Movements in working capital	(6.8)	(16.8)	10.0	(8.1)
Corporation tax payments	(0.8)	(0.2)	(0.6)	(4.5)
Cash inflow/(outflow) from operating activities (pre exceptional items)	**6.7**	**(2.1)**	**8.8**	**35.8**
Exceptional items	(0.6)	(2.1)	1.5	(14.2)
Cash inflow/(outflow) from operating activities (post exceptional items)	**6.1**	**(4.2)**	**10.3**	**21.6**
Capital expenditure	(4.9)	(5.1)	0.2	(22.0)
Acquisition of subsidiaries	-	0.2	(0.2)	(7.8)
Investment income	0.1	0.2	(0.1)	0.2
Cash outflow from investing activities	**(4.8)**	**(4.7)**	**(0.1)**	**(29.6)**
Pre-funding of Unrestricted Group	(7.9)	-	(7.9)	(12.9)
Dividends paid to non-controlling interests	-	-	-	(1.4)
Acquisitions of non-controlling interests	-	-	-	(30.9)
Borrowings and drawdowns	-	-	-	47.3
Repayments	-	(39.8)	39.8	-
Interest and fees	(0.8)	(1.6)	0.8	(3.1)
Cash (outflow)/inflow from financing activities	**(8.7)**	**(41.4)**	**32.7**	**(1.0)**
Net (decrease)/increase in cash	**(7.4)**	**(50.3)**	**42.9**	**(9.0)**
Cash at start of period	27.4	79.7	(52.3)	29.7
Effect of foreign currency exchange rates	**(0.3)**	0.3	(0.6)	(1.0)
Cash at end of period	**19.7**	**29.7**	(10.0)	19.7

Cash inflow/(outflow) from operating activities (after exceptional items)
Cash inflows from operating activities increased £10.3 million to £6.1 million (Q3 2014: £4.2 million outflow) primarily due to a £10.0 million improvement in working capital (due to a catch up of creditor payments in Q3 2014) offset by a £0.6 million decrease in Adjusted EBITDA of £14.3 million (Q3 2014: £14.9 million), £0.6 million greater corporation tax payments of £0.8 million (Q3 2014: £0.2 million) and £1.5 million lower exceptional payments of £0.6 million (Q3 2014: £2.1 million)

Investing activities
Cash outflow from investing activities increased £0.1 million to £4.8 million (Q3 2014: £4.7 million).

Financing activities
Cash outflow from financing activities decreased £32.7 million to £8.7 million (Q3 2014: £41.4 million) due to the £39.8 million repayment in Q3 2014 of the Group's previous term loan and facilities and £0.8 million decrease in interest and fees to £0.8 million (Q3 2014: £1.6 million) due to the repayment of the previous term loan and facilities in Q3 2014. These amounts were offset by £7.9 million of pre-funding for the OTT business in the current period.

Debt and liquidity
As at 30 September 2015 the Group held cash of £19.7 million and had net borrowings of £46.5 million (representing gross borrowings of £47.7 million offset by £1.2 million of unamortised arrangement fees). Subsequent to the balance sheet date, in October 2015, the Group drew down a further £25.0 million from the Old RCF. In November 2015 the Group completed its Refinancing Transaction and used part of the proceeds of £171.5 million from the issuance of the Notes to repay the total gross borrowings of £72.7 million under the Old RCF. The remaining proceeds will be used to (a) pay fees relating to the Refinancing Transaction of approximately £8.0 million and (b) provide funds to the Unrestricted Group for future use (£78.1 million).

The following table illustrates the pro-forma effect of the foregoing transactions on the Group's cash and gross borrowings as at 30 September 2015.

	Cash £m	Gross borrowings £m	Capitalised fees £m	Net debt £m	x LTM Adjusted EBITDA £m
30 September 2015	19.7	(47.7)	1.2	(26.8)	
Old RCF draw to pre-fund deferred consideration	25.0	(25.0)	-	-	
Issuance of Notes (less original issue discount)	171.5	(175.0)	3.5	-	
Repayment of Old RCF	(72.7)	72.7	(1.2)	(1.2)	
Fees and expenses relating to Re-financing Transactions	(8.0)	-	8.0	-	
M&A earn-outs	(29.0)	-	-	(29.0)	
OTT funding	(78.1)	-	-	(78.1)	
Pro-forma cash and borrowings at 30 September 2015	**28.4**	**(175.0)**	**11.5**	**(135.1)**	**2.8**

PERFORM GROUP LIMITED
QUARTERLY CONSOLIDATED FINANCIAL STATEMENTS OF THE TOTAL GROUP
FOR THE THREE AND NINE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

PERFORM GROUP LIMITED
CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE NINE AND THREE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

		9 months to		3 months to	
	Notes	**30 September 2015 £'000**	30 September 2014 £'000	**30 September 2015 £'000**	30 September 2014 £'000
Revenue		**186,198**	182,067	**63,552**	63,239
Cost of sales		**(100,701)**	(95,118)	**(31,283)**	(31,238)
Gross profit		**85,497**	86,949	**32,269**	32,001
Administrative expenses		**(80,209)**	(81,083)	**(27,795)**	(22,810)
Group operating profit		**5,288**	5,866	**4,474**	9,191
Investment income	4	**149**	432	**58**	155
Finance income	5	**-**	2,035	**(77)**	169
Finance costs	6	**(6,782)**	(5,178)	**(2,479)**	(2,177)
Group (loss)/profit before tax		**(1,345)**	3,155	**1,976**	7,338
Taxation charge	7	**(3,362)**	(1,731)	**(1,737)**	(2,772)
Group (loss)/profit for the period after tax		**(4,707)**	1,424	**239**	4,566
Group (loss)/profit for the period attributable to:					
Owners of the Parent		**(7,095)**	2,582	**(507)**	6,296
Non-controlling interests		**2,388**	(1,158)	**746**	(1,730)
		(4,707)	1,424	**239**	4,566

PERFORM GROUP LIMITED
CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE NINE AND THREE MONTHS ENDED 30 SEPTEMBER 2015 (UNAUDITED)

	9 months to		**3 months to**	
	30 September 2015 £'000	30 September 2014 £'000	**30 September 2015 £'000**	30 September 2014 £'000
Group (loss)/profit for the period	**(4,707)**	1,424	**239**	4,566
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating goodwill and acquisition intangibles held in foreign currencies	**(9,008)**	(6,358)	**5,699**	(1,607)
Exchange differences on translating foreign operations	**(5,469)**	(1,203)	**(1,464)**	311
Total comprehensive (loss)/income for the period	**(19,184)**	(6,137)	**4,474**	3,270
Total comprehensive (loss)/income for the period attributable to:				
Owners of the Parent	**(21,572)**	(4,979)	**3,728**	5,000
Non-controlling interest	**2,388**	(1,158)	**746**	(1,730)

PERFORM GROUP LIMITED
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
AS AT 30 SEPTEMBER 2015 (UNAUDITED)

	Issued share capital £'000	Share premium £'000	Merger relief reserve £'000	Capital redemption reserve £'000	Profit and loss account £'000	FX reserve £'000	Other reserve £'000	Total to owners of the Parent £'000	Non-controlling interests £'000	Total equity £'000
At 1 January 2014	**7,299**	**68,323**	**93,533**	**38,342**	**37,553**	**(1,086)**	**48,117**	**292,081**	**3,497**	**295,578**
Profit/(loss) for the period	-	-	-	-	2,582	-	-	2,582	(1,158)	1,424
FX on translating foreign operations	-	-	-	-	-	(1,203)	-	(1,203)	-	(1,203)
FX on translating goodwill and acquisition intangibles	-	-	-	-	-	(6,358)	-	(6,358)	-	(6,358)
Total comprehensive income/(loss)	**-**	**-**	**-**	**-**	**2,582**	**(7,561)**	**-**	**(4,979)**	**(1,158)**	**(6,137)**
Credit to equity for share-based payments	-	-	-	-	2,460	-	-	2,460	-	2,460
Deferred tax on share-based payment	-	-	-	-	(11)	-	-	(11)	-	(11)
Dividends paid by non-wholly owned subsidiaries	-	-	-	-	-	-	1,867	1,867	(1,867)	-
Share capital issued	20	-	-	-	-	-	-	20	-	20
At 30 September 2014	**7,319**	**68,323**	**93,533**	**38,342**	**42,584**	**(8,647)**	**49,984**	**291,438**	**472**	**291,910**
At 1 January 2015	**7,356**	**68,323**	**93,533**	**38,342**	**41,348**	**(8,594)**	**49,993**	**290,301**	**4,230**	**294,531**
(Loss)/profit for the period	-	-	-	-	(7,095)	-	-	(7,095)	2,388	(4,707)
FX on translating foreign operations	-	-	-	-	-	(5,469)	-	(5,469)	-	(5,469)
FX on translating goodwill and acquisition intangibles	**-**	**-**	**-**	**-**	**-**	(9,008)	**-**	(9,008)	**-**	(9,008)
Total comprehensive (loss)/income	**-**	**-**	**-**	**-**	**(7,095)**	**(14,477)**	**-**	**(21,572)**	**2,388**	**(19,184)**
Payment of dividends to non-controlling interest	-	-	-	-	-	-	1,394	1,394	(1,394)	-
Non-controlling interest acquired (see note 9)	-	-	-	-	(19,494)	-	(7,222)	(26,716)	(2,085)	(28,801)
At 30 September 2015	**7,356**	**68,323**	**93,533**	**38,342**	**14,759**	**(23,071)**	**44,165**	**243,407**	**3,139**	**246,546**

PERFORM GROUP LIMITED
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2015 (UNAUDITED)

	Notes	30 September 2015 £'000	31 December 2014 £'000	30 September 2014 £'000
Non-current assets				
Goodwill	9	**188,572**	195,546	194,264
Acquisition intangibles	9	**55,458**	61,975	65,155
Other intangible assets		**23,365**	19,808	18,031
Property, plant and equipment		**11,772**	11,621	9,059
Deferred tax asset		**10,286**	7,389	12,696
		289,453	296,339	299,205
Current assets				
Trade and other receivables		**89,309**	74,374	73,415
Cash and cash equivalents	10	**19,663**	36,246	29,643
		108,972	110,620	103,058
Total assets		**398,425**	406,959	402,263
Current liabilities				
Trade and other payables		**(53,961)**	(55,604)	(46,718)
Current acquisition-related financial liabilities	12	**(29,026)**	(10,038)	(17,306)
Current tax liabilities		**(8,258)**	(4,881)	(6,833)
		(91,245)	(70,523)	(70,857)
Net current assets		**17,727**	40,097	32,201
Non-current liabilities				
Non-current acquisition-related financial liabilities	12	**-**	(24,581)	(21,513)
Non-current borrowings	10	**(46,525)**	(1,840)	(1,772)
Deferred tax liability		**(14,109)**	(15,484)	(16,211)
		(60,634)	(41,905)	(39,496)
Total liabilities		**(151,879)**	(112,428)	(110,353)
Net assets		**246,546**	294,531	291,910
Equity				
Called up share capital	11	**7,356**	7,356	7,319
Share premium		**68,323**	68,323	68,323
Merger relief reserve		**93,533**	93,533	93,533
Capital redemption reserve		**38,342**	38,342	38,342
Retained earnings		**14,759**	41,348	42,584
Foreign exchange reserve		**(23,071)**	(8,594)	(8,647)
Other reserve		**44,165**	49,993	49,984
Equity attributable to owners of the Parent		**243,407**	290,301	291,438
Non-controlling interest		**3,139**	4,230	472
Total equity		**246,546**	294,531	291,910

PERFORM GROUP LIMITED
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE NINE AND THREE MONTHS ENDED 30 SEPTEMBER (UNAUDITED)

	9 months to		3 months to	
	30 September 2015 £'000	30 September 2014 £'000	**30 September 2015 £'000**	30 September 2014 £'000
Operating activities				
Group operating profit	**5,288**	5,866	**4,474**	9,191
Increase in trade and other receivables	**(14,616)**	(8,567)	**(8,381)**	(4,270)
Decrease in trade and other payables	**(9,133)**	(11,911)	**(2,730)**	(12,552)
Depreciation and amortisation (including acquisition intangible amortisation)	**15,626**	13,637	**4,943**	3,903
Employee share-based payment	**3,355**	2,723	**1,353**	1,097
Exceptional items	**2,985**	8,284	**1,483**	694
Corporation tax payments	**(3,721)**	(2,688)	**(805)**	(195)
Cash (outflow)/inflow from operating activities (prior to exceptional items)	**(216)**	7,344	**337**	(2,132)
Payments in respect of exceptional items	**(4,364)**	(7,535)	**(596)**	(2,070)
Cash outflow from operating activities (after exceptional items)	**(4,580)**	(191)	**(259)**	(4,202)
Investing activities				
Purchases of property, plant and equipment	**(5,086)**	(5,276)	**(2,539)**	(1,698)
Purchases of intangible assets	**(11,709)**	(8,184)	**(3,807)**	(3,330)
Acquisition of subsidiaries (net of cash acquired)	**(7,818)**	(6,723)	**-**	173
Investment income	**149**	432	**58**	155
Cash outflow from investing activities	**(24,464)**	(19,751)	**(6,288)**	(4,700)
Financing activities				
Dividend paid to non-controlling interests	**(1,394)**	(971)	**-**	-
Acquisition of non-controlling interests	**(30,896)**	(3,214)	**-**	-
Borrowings (net of bank fees and costs)	**47,283**	62	**-**	-
Borrowings capital repayments	**-**	(45,580)	**-**	(39,797)
Interest, bank fees and related charges	**(1,230)**	(1,338)	**(825)**	(1,642)
Cash inflow/(outflow) from financing activities	**13,763**	(51,041)	**(825)**	(41,439)
Net decrease in cash and cash equivalents in the period (all continuing operations)	**(15,281)**	(70,983)	**(7,372)**	(50,341)
Cash and cash equivalents at start of period	**36,246**	100,993	**27,357**	79,712
Effect of foreign currency exchange rates	**(1,302)**	(367)	**(322)**	272
Cash and cash equivalents at end of period	**19,663**	29,643	**19,663**	29,643

PERFORM GROUP LIMITED
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE NINE AND THREE MONTHS ENDED 30 SEPTEMBER (UNAUDITED)

1. General Information

These condensed consolidated financial statements for the nine and three months ended 30 September 2015 and 30 September 2014 do not constitute statutory accounts as defined in section 434 of the Companies Act 2006. A copy of the statutory accounts for the year to December 2014 has been delivered to the Registrar of Companies. The auditor reported on those accounts: their report was unqualified, did not draw attention to any matters by way of emphasis and did not contain a statement under section 498 (2) or (3) of the Companies Act 2006.

2. Accounting policies

Basis of preparation
The annual financial statements of Perform Group Limited are prepared in accordance with IFRS as adopted by the European Union and as issued by the International Accounting Standards Board (IASB). The condensed set of consolidated financial statements included in this financial report has been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting", as adopted by the European Union.

Significant accounting policies
The accounting policies applied by the Group in this condensed set of consolidated financial statements are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2014.

New and Revised IFRSs in issue but not yet effective
At the date of authorisation of the financial statements, certain new standards, amendments and interpretations to existing standards have been published by the IASB but are not yet effective and have also not yet been adopted by the EU.

At the date of authorisation of these financial statements, the Group has not applied the following new and revised IFRSs that have been issued but are not yet effective and had not yet been adopted by the EU:

IFRS 9	*Financial Instruments*
IFRS 15	*Revenue from Contracts with Customers*

The directors expect that IFRS 9 may impact both the measurement and disclosures of financial instruments and IFRS 15 may have an impact on revenue recognition and related disclosures. Beyond the information above, it is not practicable to provide a reasonable estimate of the effect of IFRS9 and IFRS 15 until a detailed review has been completed.

Going concern
This condensed set of consolidated financial statements includes a summary of the Group's financial position and its cash flow. The Directors believe the Group is well placed to manage its business risks successfully. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group should be able to continue in operational existence for the foreseeable future, a period of not less than 12 months from the date of this report. Accordingly, they continue to adopt the going concern basis in preparing this condensed set of consolidated financial statements.

3. Exceptional items

	9 months to		**3 months to**	
	30 September 2015 £'000	30 September 2014 £'000	**30 September 2015 £'000**	30 September 2014 £'000
Costs in relation to the Group's acquisition and corporate activities and bid defence	**694**	1,210	**209**	-
Costs in relation to restructuring activities	**1,055**	4,325	**91**	1,241
FX revaluation of acquisition-related financial liability	**(6,067)**	(1,611)	**(1,837)**	(690)
Remeasurement of acquisition-related financial liability	**7,136**	74	**2,924**	74
Costs in relation to Opta management incentive on acquisition	**-**	3,750	**-**	-
Other	**167**	536	**96**	69
Total exceptional items	**2,985**	8,284	**1,483**	694

Exceptional items of £3.0 million were recognised in the nine months to 30 September 2015 ("9M 2015") (nine months to 30 September 2014 ("9M 2014"): £8.3 million). These relate to the re-measurement of deferred consideration (due in respect of Mackolik following a better than expected performance during 2015) of £7.1 million (9M 2014: £0.1 million); costs in relation to the Group's acquisition and corporate activities of £0.7 million – primarily relating to the acquisition of the non-controlling interests in Perform Sporting News, Activaweb and other corporate activity (9M 2014: £1.2 million); costs in relation to restructuring activities of £1.1 million (9M 2014: £4.3 million) and other items of £0.2 million (9M 2014: £0.5 million) and were offset by a foreign exchange revaluation of deferred consideration of £6.1 million (credit) (9M 2014: £1.6 million (credit)). In addition in 2014 there was an exceptional charge of £3.8 million relating to the Opta management incentive linked to the Group's 2013 acquisition of Opta. The payment, of £7.3 million, to satisfy the Opta management incentive was made in October 2014. There are no further charges or payments due.

Exceptional items of £1.5 million were recognised in the three months to 30 September 2015 ("Q3 2015") (three months to 30 September 2014 ("Q3 2014"): £0.7 million). These related to the re-measurement of deferred consideration (due in respect of Mackolik following a better than expected performance during Q3 2015) of £2.9 million (Q3 2014: £0.1 million); costs in relation to the Group's acquisition and corporate activities of £0.2 million – primarily relating to the completion of activities relating to previous non-controlling interests and other corporate activity (Q3 2014: £nil) and other items of £0.1 million (Q3 2014: £0.1 million) and were offset by a foreign exchange revaluation of deferred consideration of £1.8 million (credit) (Q3 2014: £0.7 million (credit)). In addition in Q3 2014 there were exceptional charges of £1.2 million relating to the Group's 2014 cost reduction programme.

4. Investment income

	9 months to		3 months to	
	30 September 2015 £'000	30 September 2014 £'000	**30 September 2015 £'000**	30 September 2014 £'000
Interest received	**149**	432	**58**	155
Total investment income	**149**	432	**58**	155

5. Finance income

	9 months to		3 months to	
	30 September 2015 £'000	30 September 2014 £'000	**30 September 2015 £'000**	30 September 2014 £'000
Exceptional foreign exchange gain on debt facility	**-**	2,035	**(77)**	169
Total finance income	**-**	2,035	**(77)**	169

Portions of the Group's previous term loan and facilities were denominated in foreign currency. During Q3 and 9M 2014 the revaluation of the Euro denominated elements of the Group's previous term loan and facilities resulted in a gain of £0.2 million and £2.0 million respectively. During the six months to 30 June 2015 the Group recognised a similar £0.1 million gain on revaluation. However in Q3 2015 the revaluation resulted in a £0.1 million loss and accordingly the £0.1 million recognised in the six months to 30 June 2015 was reversed.

6. Finance costs

	9 months to		3 months to	
	30 September 2015 £'000	**30 September 2014 £'000**	**30 September 2015 £'000**	**30 September 2014 £'000**
Interest, bank fees and related charges	**1,564**	1,338	**622**	428
Accretion of deferred consideration	**2,541**	2,641	**1,083**	763
Exceptional finance costs				
- Revaluation of foreign exchange hedge	**2,187**	589	**744**	376
- Accelerated unwind of capitalised arrangement fees	**-**	610	**-**	610
- Foreign exchange loss on debt facility	**490**	-	**30**	-
Total finance costs	**6,782**	5,178	**2,479**	2,177

Finance costs of £6.8 million were recognised in 9M 2015 (9M 2014: £5.2 million). These relate to bank fees, interest and commitment and related fees due on the Group's Old RCF and previous term loan and facilities of £1.6 million (9M 2014: £1.3 million); accretion of deferred consideration of £2.5 million (9M 2014: £2.6 million); the revaluation of the Group's foreign exchange hedge (forward purchasing 48 million Turkish Lira to part fund the acquisition of the remaining 49% of Mackolik in 2016) of £2.2 million (9M 2014: £0.6 million) and the loss on the US dollar denominated portion of the Group's RCF of £0.5 million. In addition in YTD 2014 the unamortised arrangement fees of £0.6 million of the Group's previous term loan and facility were written off.

Finance costs of £2.5 million were recognised in Q3 2015 (Q3 2014: £2.2 million). These related to bank fees, interest and commitment and related fees due on the Group's Old RCF and previous term loan and facilities of £0.6 million (Q3 2014: £0.4 million); accretion of deferred consideration of £1.1 million (Q3 2014: £0.8 million); the revaluation of the Group's foreign exchange hedge (forward purchasing 48 million Turkish Lira to part fund the acquisition of the remaining 49% of Mackolik in 2016) of £0.7 million (Q3 2014: £0.4 million). In addition, in Q3 2014 the unamortised arrangement fees of £0.6 million of the Group's previous term loan and facility were written off.

7. Taxation

The Group's effective tax rate is expected to be 51% for the full year to 31 December 2015 (2014: 63%). The rate applied in these condensed set of consolidated financial statements differs from the expected full year rate due to the different split of profits between different jurisdictions in Q3 and 9M 2015.

8. Seasonal fluctuations

The Group's combined revenues are subject to some seasonal fluctuations and, in line with many fast growing businesses, revenues in the second half of the year are typically higher than in the first half of the year. Within the Media revenue category Q1 is typically the poorest performing quarter and Q4 the best performing quarter with many advertising budgets back-weighted to Q4.

9. Acquisitions

Perform Sporting News

On 20 March 2015, the Group acquired the remaining 35% interest in Perform Sporting News Limited, taking its holding to 100%. The consideration paid for this 35% interest was $40 million plus $6 million primarily in relation to dividends and repayment of the original shareholder loan. The consideration for the remaining 35% has been accounted for directly within the profit and loss reserve. In addition, the remaining balances associated with Perform Sporting News contained within the non-controlling interest and other reserves have been re-cycled to the profit and loss reserve.

Activaweb SAS

On 26 February 2014 the Group acquired 51% of Activaweb for initial consideration of €7.1 million with a commitment to acquire the remaining 49% in 2015 and 2016. Management concluded at the date of the acquisition that the Group has returns associated with an ownership interest over the remaining 49% shares and therefore accounted for this transaction as a 100% acquisition.

On 15 June 2015, the Group acquired the remaining 49% of Activaweb SAS, taking its holding to 100%. The consideration paid for the 49% interest was €4.9 million.

As the original share purchase was treated as 100% acquisition, the consideration paid for the final 49% share was offset against deferred consideration.

9. Acquisitions (continued)

The following table sets out identifiable assets and liabilities acquired at the acquisition date. No amendments were subsequently made to these values which have now been finalised.

	Fair value to the Group £'000
Non-current assets	
Intangible assets	**2,652**
Current assets	
Trade and other receivables	**531**
Cash and cash equivalents	**67**
Total assets	**3,250**
Current liabilities	
Trade and other payables	**(611)**
Deferred tax liability	**(44)**
Non-current liabilities	
Deferred tax liability	**(834)**
Total liabilities	**(1,489)**
Net assets acquired	**1,761**
Fair value of consideration	**(9,626)**
Goodwill arising	**(7,865)**

Fair value adjustments relate primarily to the following:

- Recognition of an intangible asset for customer relationships valued at £1.7 million using an excess-earnings method. The intangible asset relationships will be amortised over seven years.
- Recognition of an intangible asset for the domain name and trademark of the acquired websites, valued at £0.9 million to be amortised over 20 years.
- Deferred tax liabilities in relation to the recognised acquisition intangibles totalling £0.9 million which will be amortised over the corresponding period set out above.

The goodwill arising on the acquisition of Activaweb is largely attributable to the anticipated synergies created by the highly complementary business activities. None of this goodwill is deductible for tax purposes.

Acquisition-related costs (included in administrative expenses) amount to £0.4 million.

The Group's results for the period to 30 September 2014 included post acquisition revenue of £1.5 million and a profit after tax of £1 million. Had the acquisition occurred on 1 January 2014 it would have contributed revenue and statutory profit after tax for the period of approximately £1.9 million and £1.3 million respectively.

Activaweb's performance in 2014 resulted in the second tranche payment due in 2015 resulting in the overall consideration cap being reached. Accordingly, the Group decided to acquire the remaining 49% in one transaction and on 15 June 2015 paid €4.9 million and took its ownership in Activaweb to 100%.

10. Net (debt)/funds

	30 September 2015 £'000	31 December 2014 £'000	30 September 2014 £'000
Cash and cash equivalents	**19,663**	36,246	29,643
Non-current borrowings	**(46,525)**	(1,840)	(1,772)
Net (debt)/funds	**(26,862)**	34,406	27,871

The arrangement fee for the Old RCF is £1.7 million. The fees are being amortised to the Income Statement over the length of the loan. The carrying value of these fees at 30 September 2015 is £1.2 million. The carrying balance of the current facility amounts provided above are net of arrangement fees (recorded within other receivables) paid to the banks and professional fees in order to obtain the facility. Gross borrowings are £47.7 million at 30 September 2015.

Refer to note 16 for an explanation of the Refinancing Transaction in November 2015 which resulted in the full repayment and termination of the Old RCF.

11. Share capital

Issued and fully paid	**30 September 2015 £'000**	31 December 2014 £'000	30 September 2014 £'000
Ordinary shares of 2 and 7/9ths pence each	**7,356**	7,356	7,319

Issued and fully paid	**30 September 2015 000**	31 December 2014 000	30 September 2014 000
Ordinary shares of 2 and 7/9ths pence each	**264,813**	264,813	263,491

In June 2014, 720,000 new ordinary 2 and 7/9ths pence shares were issued to the Group's Employee Benefit Trust, who then issued the shares to the Group's employees in order to vest the 2011 performance share plan, which reached its maturity date in June 2014.

On 20 November 2014, 1,322,018 new ordinary 2 and 7/9ths pence shares were issued to the Group's Employee Benefit Trust in order to vest the Group's historic performance share plans, triggered by the offer for Perform Group Limited by Access Industries.

The Group's Employee Benefit Trust no longer holds any shares of the Group (31 December 2014 – nil).

12. Deferred consideration and associated acquisition-related liabilities

The following table summarises and reconciles acquisition related deferred consideration recorded in the financial statements (and includes the Group's estimated future dividend payments to the owners of the non-controlling interest in Mackolik):

	At 1 January 2015 £'000	Recognised on acquisition or re-measured £'000	Unwind of discount applied to FV initial liability £'000	Service related charge £'000	Payment £'000	FX £'000	**At 30 September 2015 £'000**	Due in < 1 year £'000	Due in > 1 year £'000
Mackolik	**22,614**	7,772	2,060	20	(1,394)	(5,215)	**25,857**	25,857	-
Spox	**1,158**	(498)	-	-	(690)	30	**-**	-	-
Voetbalzone	**7,108**	(138)	342	-	(3,637)	(506)	**3,169**	3,169	-
Activaweb	**3,739**	-	119	-	(3,482)	(376)	**-**	-	-
	34,619	**7,136**	**2,521**	**20**	**(9,203)**	**(6,067)**	**29,026**	29,026	**-**

Comparative information:

	At 1 January 2014 £'000	Recognised on acquisition or re-measured £'000	Unwind of discount applied to FV initial liability £'000	Service related charge £'000	Payment £'000	FX £'000	**At 31 Dec 2014 £'000**	Due in < 1 year £'000	Due in > 1 year £'000
Mackolik	**22,400**	(177)	2,298	44	(1,144)	(807)	**22,614**	1,512	21,102
WatchandTrade	**3,214**	-	-	-	(3,214)	-	**-**	-	-
Spox	**1,121**	-	112	-	-	(75)	**1,158**	1,158	-
Opta	**3,500**	-	-	3,750	(7,250)	-	**-**	-	-
Voetbalzone	**5,231**	1,713	1,206	-	(706)	(336)	**7,108**	3,890	3,218
Activaweb	**-**	3,526	407	**-**	**-**	(194)	**3,739**	3,478	261
	35,466	**5,062**	**4,023**	**3,794**	**(12,314)**	**(1,412)**	**34,619**	**10,038**	**24,581**

	At 1 January 2014 £'000	Recognised on acquisition or re-measured £'000	Unwind of discount applied to FV initial liability £'000	Service related charge £'000	Payment £'000	FX £'000	**At 30 September 2014 £'000**	Due in < 1 year £'000	Due in > 1 year £'000
Mackolik	**22,400**	-	1,722	33	(1,144)	(1,040)	**21,971**	1,514	20,457
WatchandTrade	**3,214**	-	-	-	(3,214)	-	**-**	-	-
Spox	**1,121**	-	84	-	-	(30)	**1,175**	1,175	-
Opta	**3,500**	-	-	3,750	-	-	**7,250**	7,250	-
Voetbalzone	**5,231**	74	519	-	(710)	(337)	**4,777**	3,890	887
Activaweb	**-**	3,567	283	-	-	(204)	**3,646**	3,477	169
	35,466	**3,641**	**2,608**	**3,783**	**(5,068)**	**(1,611)**	**38,819**	**17,306**	**21,513**

The tables above exclude the options to acquire the remaining 35% of Perform Media Sales Japan KK (up to a maximum of £12 million in 2017).

12. Deferred consideration and associated acquisition-related liabilities (continued)

Financial instruments fair value disclosure

Financial instruments that are measured at fair value in the interim financial statements require disclosure of fair value measurements by level based on the following fair value measurement hierarchy:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and
- Level 3 – inputs for the asset or liability that are not based on observable market date (that is, unobservable inputs).

The fair values of financial assets and liabilities are based on quoted market prices where available. Where the market value is not available, the Group has estimated relevant fair values on the basis of publicly available information from outside sources or on the basis of discounted cash flow models where appropriate.

The Group only holds financial instruments categorised as Level 2 or Level 3 financial instruments. There have been no transfers of assets or liabilities between levels of the fair value hierarchy during the year.

The Level 2 financial instruments held relate to cash and cash equivalents, current borrowings, trade and other receivables and trade and other payables. The directors consider that the carrying amount of these financial instruments approximates fair value.

The only Level 3 financial instruments held by the Group during the year are for acquisition-related financial liabilities. Fair values have been derived by discounting estimated future cash flows.

12. Deferred consideration and associated acquisition-related liabilities (continued)

The table below is a reconciliation of the Level 3 fair value measurements for the period ended 30 September 2015 and the comparative period:

	Acquisition-related financial liabilities £'000
At 1 January 2014	**35,466**
Recognised on acquisition	3,567
Re-measured	74
Unwind of discount	2,608
Service related charge	3,783
Payment	(5,068)
Foreign exchange	(1,611)
At 30 September 2014	**38,819**
At 1 January 2015	**34,619**
Recognised on acquisition	-
Re-measured	7,136
Unwind of discount	2,541
Service related charge	-
Payment	(9,203)
Foreign exchange	(6,067)
At 30 September 2015	**29,026**

13. Share-based payments

During 9M and Q3 2015 a charge of £3.4 million (YTD 2014: £2.7 million) and £1.4 million (Q3 2014: £1.1 million) respectively were incurred relating to the Group's share-based payment schemes.

13. Share-based payments (continued)

Performance share plan (PSP)

In June 2014, 672,226 of the Group's 2011 performance share plan vested. The total value of the shares awarded (calculated with reference to the fair value of each share at grant) was £1.7 million. The cumulative Income Statement charge in respect of these schemes (calculated with reference to the fair value of each share at grant) was £1.4 million at 31 December 2013. As a result, in accordance with IFRS 2, a final charge of £0.3 million was charged to the P&L in the year to 31 December 2014 in respect of this plan. Of this total amount £0.3 million and £nil were charged in 9M and Q3 2014 respectively.

The Group's change of control resulted in the vesting or partial vesting of the Group's 2012, 2013 and 2014 performance share plans in October 2014. The number of shares vested under each plan was calculated based on the number of shares awarded (as adjusted for bad leavers for whose share awards had lapsed) multiplied by a time pro-rating and an assessment of the performance criteria. The shares that vested were settled by the issue of new Perform shares. Access Industries' offer applied to the shares that were awarded to the participants. The total value of the shares awarded (calculated with reference to the fair value of each share at grant) was £5.0 million. The cumulative P&L charge in respect of these schemes (calculated with reference to the fair value of each share at grant) as at 31 December 2013 was £1.6 million. As a result, in accordance with IFRS 2, a final charge of £3.4 million was charged to the Income Statement in the year to 31 December 2014 in respect of these vested 2012, 2013 and 2014 plans. Of the total 2014 amount, £2.4 million and £0.7 million was charged during 9M and Q3 2014 respectively.

In order to ensure appropriate retention arrangements are in place following the takeover it has been agreed, with regards to the 2013 and 2014 plans, that the Group will make cash payment equal to the difference the Award holders received on vesting of their awards (with reference to the £2.60 price paid per share by Access), and what they would have received on full vesting of their awards (also calculated at £2.60 per share). Accordingly, after accounting for leavers, 50% of the April 2013 awards, 83% of the 2014 awards would be converted into replacement cash awards. These cash awards will be paid, subject to the participants continued employment and the meeting of financial performance criteria, on or around, the same date that the unvested portions of the PSP awards would otherwise have come to maturity, being April 2016 for the 2013 awards and April 2017 for the 2014 awards.

The amount of the cash awards will be determined by the level of business performance against revenue and EBITDA targets. Accordingly the total value of these awards was calculated as £7.2 million and this is being spread over the vesting period. As such charges of £2.5 million and £0.8 million have been recognised in respect of these cash replacement awards for the nine and three month periods to 30 September 2015.

Furthermore, the Group has put in place a long term cash-based scheme in April 2015 that will vest in April 2018. The amount of the payment will be determined by the level of business performance against revenue and EBITDA targets over the three years and the cost of the scheme will be spread over the vest period. As such charges of £0.9 million and £0.6 million have been recognised in respect of these schemes in 9M and Q3 2015 respectively.

14. Contingent liabilities

There were no contingent liabilities at 30 September 2015 (30 September 2014: nil).

15. Related parties

There have been no material changes in the related party transactions described in the last annual report aside from those disclosed elsewhere in this interim statement.

16. Post balance sheet events

On 16 November 2015, Perform Group Financing plc, a wholly owned subsidiary of Perform Group Limited, issued £175.0 million aggregate principal amount of 8.5% senior secured notes due 2020. On the same date, certain members of the Group entered into a new multi-currency revolving credit facility of £50.0 million (the "RCF") (and together with the Issuance of the Notes, the "Refinancing Transactions").

The purpose of the Refinancing Transactions was to, amongst other things, fund the launch of the OTT Business (as defined in the Group's Offering Memorandum dated 11 November 2015 (the "Offering Memorandum")), repay the amounts drawn under, and terminate, the Old RCF and to fund contractual commitments to pay contingent consideration in respect of certain of the Group's historic acquisitions.

17. Disaggregation of the restricted and unrestricted groups

A disaggregation of the Group's results and financial condition between the Restricted and Unrestricted Group – for the nine and three month period ended, and as at, 30 September 2015 is set out in the following tables.

Income Statement	9 months to 30 September 2015			9 months to 30 September 2014
	Restricted Group £'000	**Unrestricted Group £'000**	**Total Group £'000**	Total Group £'000
Revenue	**186,198**	**-**	**186,198**	182,067
Cost of sales	**(100,694)**	**(7)**	**(100,701)**	(95,118)
Gross profit/(loss)	**85,504**	**(7)**	**85,497**	86,949
Administrative expenses	**(77,225)**	**(2,984)**	**(80,209)**	(81,083)
Group operating profit/(loss)	**8,279**	**(2,991)**	**5,288**	5,866
Investment income	**149**	**-**	**149**	432
Finance income	**-**	**-**	**-**	2,035
Finance costs	**(6,782)**	**-**	**(6,782)**	(5,178)
Group profit/(loss) before tax	**1,646**	**(2,991)**	**(1,345)**	3,155
Taxation (charge)/credit	**(3,990)**	**628**	**(3,362)**	(1,731)
Group (loss)/profit after tax	**(2,344)**	**(2,363)**	**(4,707)**	1,424

Adjusted EBITDA	**30,245**	**(2,991)**	**27,254**	30,510
Exceptional items	**(2,985)**	**-**	**(2,985)**	(8,284)
Share-based payments	**(3,355)**	**-**	**(3,355)**	(2,723)
EBITDA	**23,905**	**(2,991)**	**20,914**	19,503
Amortisation and depreciation	**(11,143)**	**-**	**(11,143)**	(8,527)
Acquisition-related amortisation	**(4,483)**	**-**	**(4,483)**	(5,110)
Group operating profit/(loss)	**8,279**	**(2,991)**	**5,288**	5,866

17. Disaggregation of the restricted and unrestricted groups (continued)

Income Statement	3 months to 30 September 2015			3 months to 30 September 2014
	Restricted Group £'000	**Unrestricted Group £'000**	**Total Group £'000**	Total Group £'000
Revenue	**63,552**	**-**	**63,552**	63,239
Cost of sales	**(31,276)**	**(7)**	**(31,283)**	(31,238)
Gross profit/(loss)	**32,276**	**(7)**	**32,269**	32,001
Administrative expenses	**(25,714)**	**(2,081)**	**(27,795)**	(22,810)
Group operating profit/(loss)	**6,562**	**(2,088)**	**4,474**	9,191
Investment income	**58**	**-**	**58**	155
Finance income	**(77)**	**-**	**(77)**	169
Finance costs	**(2,479)**	**-**	**(2,479)**	(2,177)
Group profit/(loss) before tax	**4,064**	**(2,088)**	**1,976**	7,338
Taxation (charge)/credit	**(2,165)**	**428**	**(1,737)**	(2,772)
Group profit/(loss) after tax	**1,899**	**(1,660)**	**239**	4,566

Adjusted EBITDA	**14,341**	**(2,088)**	**12,253**	14,885
Exceptional items	**(1,483)**	**-**	**(1,483)**	(694)
Share-based payments	**(1,353)**	**-**	**(1,353)**	(1,097)
EBITDA	**11,505**	**(2,088)**	**9,417**	13,094
Amortisation and depreciation	**(3,485)**	**-**	**(3,485)**	(2,267)
Acquisition-related amortisation	**(1,458)**	**-**	**(1,458)**	(1,636)
Group operating profit/(loss)	**6,562**	**(2,088)**	**4,474**	9,191

17. Disaggregation of the restricted and unrestricted groups (continued)

Balance Sheet	As at 30 September 2015				As at 31 December 2014
	Restricted Group £'000	Unrestricted Group £'000	Elimination £'000	Total Group £'000	Total Group £'000
Non-current assets					
Goodwill	**188,572**	**-**	**-**	**188,572**	195,546
Acquisition intangibles	**55,458**	**-**	**-**	**55,458**	61,975
Other intangible assets	**21,883**	**1,482**	**-**	**23,365**	19,808
Property, plant and equipment	**11,771**	**1**	**-**	**11,772**	11,621
Deferred tax asset	**9,658**	**628**	**-**	**10,286**	7,389
	287,342	**2,111**	**-**	**289,453**	296,339
Current assets					
Trade and other receivables	**78,575**	**10,734**	**-**	**89,309**	74,374
Receivable from Unrestricted Group	**12,907**	**-**	**(12,907)**	-	-
Cash and cash equivalents	**19,663**	**-**	**-**	**19,663**	36,246
	111,145	**10,734**	**(12,907)**	**108,972**	110,620
Total assets	**398,487**	**12,845**	**(12,907)**	**398,425**	406,959
Current liabilities					
Trade and other payables	**(51,660)**	**(2,301)**	**-**	**(53,962)**	(55,604)
Payable to Restricted Group	**-**	**(12,907)**	**12,907**	-	-
Current acquisition-related financial liabilities	**(29,026)**	**-**	**-**	**(29,026)**	(10,038)
Current tax liabilities	**(8,258)**	**-**	**-**	**(8,258)**	(4,881)
	(88,944)	**(15,208)**	**12,907**	**(91,245)**	(70,523)
Net current assets	**22,201**	**(4,474)**	**-**	**17,727**	40,097
Non-current liabilities					
Non-current acquisition-related financial liabilities	**-**	**-**	**-**	**-**	(24,581)
Non-current borrowings	**(46,525)**	**-**	**-**	**(46,525)**	(1,840)
Deferred tax liability	**(14,109)**	**-**	**-**	**(14,109)**	(15,484)
	(60,634)	**-**	**-**	**(60,634)**	(41,905)
Total liabilities	**(149,578)**	**(15,208)**	**12,907**	**(151,879)**	(112,428)
Net assets	**248,909**	**(2,363)**	**-**	**246,546**	294,531
Equity					
Called up share capital	**7,356**	**-**	**-**	**7,356**	7,356
Share premium	**68,323**	**-**	**-**	**68,323**	68,323
Merger relief reserve	**93,533**	**-**	**-**	**93,533**	93,533
Capital redemption reserve	**38,342**	**-**	**-**	**38,342**	38,342
Retained earnings	**17,122**	**(2,363)**	**-**	**14,759**	41,348
Foreign exchange reserve	**(23,071)**	**-**	**-**	**(23,071)**	(8,594)
Other reserve	**44,165**	**-**	**-**	**44,165**	49,993
Equity attributable to owners of the Parent	**245,770**	**(2,363)**	**-**	**243,407**	290,301
Non-controlling interest	**3,139**	**-**	**-**	**3,139**	4,230
Total equity	**248,909**	**(2,363)**	**-**	**246,546**	294,531

PERFORM GROUP LIMITED
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE NINE AND THREE MONTHS ENDED 30 SEPTEMBER (UNAUDITED)

17. Disaggregation of the restricted and unrestricted groups (continued)

Cash Flows	**9 months to 30 September 2015**			9 months to 30 September 2014
	Restricted Group £'000	**Unrestricted Group £'000**	**Total Group £'000**	Total Group £'000
Operating activities				
Group operating profit	**8,279**	**(2,991)**	**5,288**	5,866
Increase in trade and other receivables	**(5,645)**	**(10,734)**	**(16,379)**	(8,567)
(Decrease)/increase in trade and other payables	**(9,670)**	**2,300**	**(7,370)**	(11,911)
Depreciation and amortisation (including acquisition intangible amortisation)	**15,626**	**-**	**15,626**	13,637
Employee share-based payment	**3,355**	**-**	**3,355**	2,723
Exceptional items	**2,985**	**-**	**2,985**	8,284
Corporation tax payments	**(3,721)**	**-**	**(3,721)**	(2,688)
Cash inflow/(outflow) from operating activities (prior to exceptional items)	**11,209**	**(11,425)**	**(216)**	7,344
Payments in respect of exceptional items	**(4,364)**	**-**	**(4,364)**	(7,535)
Cash inflow/(outflow) operating activities (after exceptional items)	**6,845**	**(11,425)**	**(4,580)**	(191)
Investing activities				
Purchases of property, plant and equipment	**(5,086)**	**-**	**(5,086)**	(5,276)
Purchases of intangible assets	**(10,227)**	**(1,482)**	**(11,709)**	(8,184)
Acquisition of subsidiaries (net of cash acquired)	**(7,818)**	**-**	**(7,818)**	(6,723)
Investment income	**149**	**-**	**149**	432
Cash outflow from investing activities	**(22,982)**	**(1,482)**	**(24,464)**	(19,751)
Financing activities				
Dividend paid to non-controlling interests	**(1,394)**	**-**	**(1,394)**	(971)
Acquisition of non-controlling interests	**(30,896)**	**-**	**(30,896)**	(3,214)
Prefunding of the Unrestricted Group	**(12,907)**	**12,907**	**-**	-
Borrowings (net of bank fees and costs)	**47,283**	**-**	**47,283**	62
Borrowings capital repayments	**-**	**-**	**-**	(45,580)
Interest, bank fees and related charges	**(1,230)**	**-**	**(1,230)**	(1,338)
Cash inflow/(outflow) from financing activities	**856**	**12,907**	**13,763**	(51,041)
Net decrease in cash and cash equivalents in the period (all continuing operations)	**(15,281)**	**-**	**(15,281)**	(70,983)
Cash and cash equivalents at start of period	**36,246**	**-**	**36,246**	100,993
Effect of foreign currency exchange rates	**(1,302)**	**-**	**(1,302)**	(367)
Cash and cash equivalents at end of period	**19,663**	**-**	**19,663**	29,643

17. Disaggregation of the restricted and unrestricted groups (continued)

Cash Flows	**3 months to 30 September 2015**			3 months to 30 September 2014
	Restricted Group £'000	**Unrestricted Group £'000**	**Total Group £'000**	Total Group £'000
Operating activities				
Group operating profit	**6,562**	**(2,088)**	**4,474**	9,191
Increase in trade and other receivables	**(3,694)**	**(6,450)**	**(10,144)**	(4,270)
(Decrease)/increase in trade and other payables	**(3,063)**	**2,096**	**(967)**	(12,552)
Depreciation and amortisation (including acquisition intangible amortisation)	**4,943**	**-**	**4,943**	3,903
Employee share-based payment	**1,353**	**-**	**1,353**	1,097
Exceptional items	**1,483**	**-**	**1,483**	694
Corporation tax payments	**(805)**	**-**	**(805)**	(195)
Cash inflow/(outflow) from operating activities (prior to exceptional items)	**6,779**	**(6,442)**	**337**	(2,132)
Payments in respect of exceptional items	**(596)**	**-**	**(596)**	(2,070)
Cash inflow/(outflow) operating activities (after exceptional items)	**6,183**	**(6,442)**	**(259)**	(4,202)
Investing activities				
Purchases of property, plant and equipment	**(2,539)**	**-**	**(2,539)**	(1,698)
Purchases of intangible assets	**(2,333)**	**(1,474)**	**(3,807)**	(3,330)
Acquisition of subsidiaries (net of cash acquired)	**-**	**-**	**-**	173
Investment income	**58**	**-**	**58**	155
Cash outflow from investing activities	**(4,814)**	**(1,474)**	**(6,288)**	(4,700)
Financing activities				
Dividend paid to non-controlling interests	**-**	**-**	**-**	-
Acquisition of non-controlling interests	**-**	**-**	**-**	-
Prefunding of the Unrestricted Group	**(7,916)**	**7,916**	**-**	-
Borrowings (net of bank fees and costs)	**-**	**-**	**-**	-
Borrowings capital repayments	**-**	**-**	**-**	(39,797)
Interest, bank fees and related charges	**(825)**	**-**	**(825)**	(1,642)
Cash (outflow)/inflow from financing activities	**(8,741)**	**7,916**	**(825)**	(41,439)
Net decrease in cash and cash equivalents in the period (all continuing operations)	**(7,372)**	**-**	**(7,372)**	(50,341)
Cash and cash equivalents at start of period	**27,357**	**-**	**27,357**	79,712
Effect of foreign currency exchange rates	**(322)**	**-**	**(322)**	272
Cash and cash equivalents at end of period	**19,663**	**-**	**19,663**	29,643