Company No. 01688454

Rathbone Trust Company Limited

Report and financial statements for the year ended 31 December 2013

Contents

Strategic report

This strategic report has been prepared to provide a balanced picture of Rathbone Trust Company Limited's ("the Company") business and prospects, without prejudicing the confidential nature of commercially sensitive information.

It contains certain forward-looking statements, which are made by the directors in good faith based on the information available to them at the time of their approval of these financial statements. Statements contained within the strategic report should be treated with some caution due to the inherent uncertainties (including but not limited to those arising from economic, regulatory and business risk factors) underlying any such forward-looking statements. The strategic report has been prepared by the Company to provide information to its shareholder, Rathbone Brothers Plc ("Rathbones"), and should not be relied upon by any other party or for any other purpose.

Principal activity

The principal activity of the Company during the year was the provision of trust, company management and taxation services. There has been no significant change in the Company's principal activity in the year under review.

Results and financial highlights

As shown in the Company's statement of comprehensive income on page 6, the Company has generated a loss before tax of £206,662 (2012: £157,631). The results for the year reflect limited growth in income and the impact of rising costs. No interim dividend was paid during the year (2012: nil). The directors do not recommend a final dividend (2012: nil).

The Rathbones group remains committed to investing in the business and in particular placing greater emphasis on broadening the family office services.

The Company's balance sheet on page 8 shows that net assets have decreased by £94,799 from the prior year. Details of the amounts owed to the Company's parent company and fellow Group companies are shown in note 15 to the financial statements.

Key performance indicators

	2013	2012
Chargeable time recovery rate[1]	**98%**	97%
Margin[2]	**(3.9)%**	(3.0)%

1 Amounts billed as a percentage of the value of time charged
2 Loss before tax divided by revenue

Principal risks and uncertainties

Competition risk

The Company operates in a competitive market and therefore, there is a risk of loss of existing clients or failure to gain new clients due to:

- poor performance or service;
- failure to respond to changes in the marketplace;
- inadequate investment in marketing or distribution; and
- loss of professional staff.

To mitigate this risk, we:

- continue to invest in the people and resources required to ensure the business remains robust, flexible and capable of meeting a variety of needs;
- continuously monitor developments in the market place in which we operate and invest in enhancing or broadening the services offered where we believe it will contribute to growth in earnings;
- invest in recruiting high quality staff and ensure that remuneration packages remain appropriate, and support their training and development needs; and
- regularly review, and update if necessary, contracts of employment for fee earning staff.

Reputational risk

The Company has a reputation as a high quality provider of trust and tax services. There is a risk that significant damage to reputation could lead to loss of existing clients and failure to gain new clients.

Reputational risk arises principally from poor performance or service. This risk is mitigated by our continuing emphasis on preserving and building on our established culture of seeking the highest possible professional and ethical standards.

Technology risk

The continuing delivery of high quality services to clients is to a large extent dependent on a robust and flexible IT infrastructure. Failure of IT strategy or implementation would have an adverse impact on the business.

IT infrastructure is given a high priority. There are a number of business-led IT steering committees in place but overall responsibility for strategy rests with the Group IT Steering Committee. IT projects are reviewed by the Group IT steering committee on a monthly basis and formal documented procedures exist for approving IT changes or developments.

The Company has duplicated its core system at two sites and they can be accessed from its disaster recovery sites.

Approved by the board on 19 February 2014 and signed on its behalf:

Richard Loader
Company Secretary
1 Curzon Street
London
W1J 5FB

Directors' report

The directors present their report and audited financial statements for the year ended 31 December 2013 for Rathbone Trust Company Limited.

Directors and their interests

The directors serving at the year end, all of whom have served throughout the year, were as follows:

I M Buckley (Chairman)	A D Pomfret
L J Cousins	A Richmond
K J Custis	T F Smith
R P Lanyon	P I Taylor
B R Newbigging	A J Warren

Company Secretary: R E Loader

On 10 February 2014, R P Lanyon resigned from the board and M J Wakefield was appointed to the board.

None of the directors had any interest in the shares of the Company at any time during the year.

Going concern

The directors confirm that they are satisfied that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

In forming their view, the directors have considered the Company's prospects for a period exceeding twelve months from the date the financial statements are approved.

Equality and diversity

Rathbones is an equal opportunities employer and it is our policy to ensure that all job applicants and employees are treated fairly and on merit regardless of their race, gender, marital status, age, disability, religious belief or sexual orientation.

It is our policy and practice to give full and fair consideration to applications for employment by disabled people. If employees become disabled during their service with Rathbones, wherever practical, arrangements and adjustments are made to continue their employment and training.

Employees

All Rathbone Group staff are employed by Rathbone Brothers Plc, the Company's ultimate parent undertaking. The parent company operates share-based payment incentive schemes and defined benefit pension schemes for the benefit of its employees. The associated charges to profit or loss that relate to employees that provide services to the Company are recharged to the Company by its parent and are disclosed within operating expenses. The full disclosures relating to the share-based payments and defined benefit pension schemes are available in the Rathbones Brothers Plc report and accounts for the year ended 31 December 2013.

Statement of directors' responsibilities in respect of the strategic report, directors' report and financial statements

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with IFRSs as adopted by the EU and applicable law.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office.

Approved by the Board on 19 February 2014 and signed on its behalf:

Richard Loader
Company Secretary
1 Curzon Street
London
W1J 5FB

Independent auditor's report to the members of Rathbone Trust Company Limited

We have audited the financial statements of Rathbone Trust Company Limited for the year ended 31 December 2013 set out on pages 6 to 25. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2013 and of its loss for the year then ended;
- have been properly prepared in accordance with IFRS as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the strategic report and directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Richard Faulkner

Richard Faulkner (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants

15 Canada Square
London
E14 5GL

19 February 2014

Statement of comprehensive income
for the year ended 31 December 2013

	Note	2013 £	2012 £
Revenue	4	**5,329,027**	5,274,365
Gross profit		**5,329,027**	5,274,365
Operating expenses	5	**(5,501,939)**	(5,382,474)
Operating loss		**(172,912)**	(108,109)
Finance income	8	**2**	166
Finance expenses		**(33,752)**	(49,688)
Loss before tax		**(206,662)**	(157,631)
Taxation	9	**111,863**	76,038
Loss after tax		**(94,799)**	(81,593)
Loss for the year attributable to equity holders of the Company		**(94,799)**	(81,593)
Other comprehensive income for the year		-	-
Total comprehensive expense for the year attributable to the equity holders of the Company		**(94,799)**	(81,593)

All the above amounts relate to continuing operations.

The accompanying notes on pages 10 to 25 form an integral part of the financial statements.

Statement of changes in equity

for the year ended 31 December 2013

	Share capital £	Retained earnings £	Total equity £
At 1 January 2012	250,000	1,980,124	2,230,124
Total comprehensive expense for the year	-	(81,593)	(81,593)
At 1 January 2013	**250,000**	**1,898,531**	**2,148,531**
Total comprehensive expense for the year	-	**(94,799)**	**(94,799)**
At 31 December 2013	**250,000**	**1,803,732**	**2,053,732**

The accompanying notes on pages 10 to 25 form an integral part of the financial statements.

Balance sheet
as at 31 December 2013

	Note	2013 £	2012 £
Non-current assets			
Investment property	10	-	751,747
Intangible assets	11	**1,954,426**	1,954,426
Investments in subsidiary undertakings	12	**200**	200
		1,954,626	2,706,373
Current assets			
Trade and other receivables	13	**3,912,319**	6,749,900
Current tax assets		**50,110**	37,772
Cash and cash equivalents		**79,504**	90,692
Assets held for sale	14	**717,500**	-
		4,759,433	6,878,364
Total assets		**6,714,059**	9,584,737
Current liabilities			
Trade and other payables	15	**(4,510,327)**	(7,219,624)
Provisions	16	**(150,000)**	(216,582)
		(4,660,327)	(7,436,206)
Net current assets		**99,106**	(557,842)
Total liabilities		**(4,660,327)**	(7,436,206)
Net assets		**2,053,732**	2,148,531
Equity			
Share capital	17	**250,000**	250,000
Retained earnings		**1,803,732**	1,898,531
Total equity		**2,053,732**	2,148,531

The financial statements were approved by the Board of directors and authorised for issue on 19 February 2014. They were signed on its behalf by:

I M Buckley
Director

A J Warren
Director

Company registered number: 01688454

The accompanying notes on pages 10 to 25 form an integral part of the financial statements.

Statement of cash flows

for the year ended 31 December 2013

	Note	2013 £	2012 £
Cash flows from operating activities			
Loss before tax		**(206,662)**	(157,631)
Finance income	8	**(2)**	(166)
Finance expenses		**33,752**	49,688
Impairment losses on trade and other receivables	13	**14,385**	34,968
Net charge for provisions	16	**6,600**	20,000
		(151,927)	(53,141)
Changes in operating assets and liabilities:			
- net decrease/(increase) in trade and other receivables		**2,857,443**	(76,874)
- net (decrease)/increase in trade and other payables		**(2,743,049)**	2,258,112
- net decrease in borrowings		**-**	(1,351,781)
- net decrease in provisions	16	**(73,182)**	(107,200)
Cash (used in)/generated from operations		**(110,715)**	669,116
Tax received		**99,525**	114,748
Net cash (outflow)/inflow from operating activities		**(11,190)**	783,864
Cash flows from investing activities			
Acquisition of investment property	10	**-**	(732,724)
Interest received	8	**2**	166
Net cash generated from/(used in) investing activities		**2**	(732,558)
Net (decrease)/increase in cash and cash equivalents		**(11,188)**	51,306
Cash and cash equivalents at the beginning of the year		**90,692**	39,386
Cash and cash equivalents at the end of the year	22	**79,504**	90,692

The accompanying notes on pages 10 to 25 form an integral part of the financial statements.

Notes to the financial statements

1. Reporting entity

Rathbone Trust Company Limited ("the Company") is a company incorporated and domiciled in England and Wales under the Companies Act. The address of the Company's registered office is 1 Curzon Street, London, W1J 5FB. The nature of the Company's operations and its principal activities are set out in the strategic report on page 1.

2. Basis of preparation and principal accounting policies

Statement of compliance

The Company financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU.

Developments in reporting standards and interpretations

Standards affecting the reported results or the financial position

In the current year, there have been no new or revised standards and interpretations that have been adopted and which have had a significant impact on the amounts reported in these financial statements.

Standards not affecting the reported results or the financial position

The following new standards have been adopted in the current year. Their adoption has not had any significant impact on the amounts reported in these financial statements but may impact the accounting for future transactions and arrangements:

- IFRS 10 *'Consolidated Financial Statements'*
- IFRS 13 *'Fair Value Measurements'*

New standards and interpretations

A number of new standards, amendments to standards and interpretations, are effective for annual periods beginning after 1 January 2013, and have not been applied in preparing these financial statements. None of these is expected to have a significant effect on the financial statements of the Company, except for IFRS 9 *'Financial Instruments'*. The effective date of this standard is yet to be confirmed.

IFRS 9 *'Financial Instruments'* could change the classification and measurement of financial assets. The Company does not plan to adopt this standard early and the extent of the impact has not been determined. IFRS 9 *'Financial Instruments'* has not yet been adopted by the EU.

Basis of preparation

The Company has prepared the financial statements on the going concern basis

The Company has taken advantage of the exemption allowed by Section 400 of the Companies Act 2006 and has not prepared consolidated financial statements as it is a wholly owned subsidiary undertaking of Rathbone Brothers Plc, a company registered in England and Wales. Rathbone Brothers Plc is the parent undertaking of the smallest and largest Group to consolidate these financial statements. Copies of the Group financial statements may be obtained from the Company Secretary, Rathbone Brothers Plc, 1 Curzon Street, London W1J 5FB. These financial statements present information about the Company as a single entity only.

Basis of measurement

The financial statements have been prepared on the historical cost basis, except for certain assets that are measured at fair value (see 'Investment property' and 'Assets held for sale').

Significant accounting policies

The principal accounting policies are set out below and, unless otherwise stated, have been applied consistently to all periods presented in these financial statements.

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the strategic report on page 1. As set out in the balance sheet, the Company is well capitalised and has no external finance. The Company's objectives, policies and processes for managing its capital are set out in note 19 to the financial statements. Details of the Company's financial risk management objectives and its financial instruments, and its exposure to credit risk, market risk and liquidity risk are set out in note 18 to the financial statements.

The directors have, at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements. In forming their view, the directors have considered a period of more than twelve months.

2. Basis of preparation and principal accounting policies continued

Foreign currencies

The Company's functional and presentational currency is sterling.

Transactions in currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Gains and losses arising on retranslation are included in profit or loss for the year.

Revenue

Revenue is recognised at the fair value of the consideration received.

Revenue represents amounts receivable for services provided in the normal course of business, net of trade discounts and VAT. Revenue from services rendered is calculated by reference to the estimated stage of completion of the service rendered and the estimated recoverability of work in progress and debtors in relation to this income.

Finance income and finance expenses

Finance income comprises interest income received from a fellow Group subsidiary. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Finance expenses comprise the unwinding of the discount on the loan relating to the investment property, now held for sale.

Foreign currency gains and losses are reported on a net basis.

Taxation

Current tax

Current tax is the expected tax payable or receivable on net taxable income for the year. Current tax is calculated using tax rates enacted or substantively enacted by the balance sheet date, together with any adjustment to tax payable or receivable in respect of previous years.

Deferred tax

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the liability is settled or when the asset is realised. Deferred tax liabilities are recognised for all temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences may be utilised, except where the temporary difference arises:

- from the initial recognition of goodwill for which amortisation is not deductible for tax purposes; or
- from the initial recognition of other assets and liabilities in a transaction, which affects neither the tax profit nor the accounting profit, other than in a business combination.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Investment property

Investment property is measured at cost on initial recognition and is subsequently measured at fair value with any change therein recognised in profit or loss. The fair value of investment property is based on an independent valuation supported by prevailing market evidence. The valuation is based on the average of a number of quotes provided by estate agents at each year end.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the property) is recognised in profit or loss.

Investments in subsidiary undertakings

Investments in subsidiary undertakings are stated at cost less, where appropriate, provision for impairment.

2. Basis of preparation and principal accounting policies continued

Intangible assets

Goodwill

Goodwill arises through business combinations and represents the excess of the cost of acquisition over the Company's interest in the fair value of the identifiable assets, liabilities and contingent liabilities of a business at the date of acquisition.

On disposal of a business, the attributed amount of goodwill that has not been subject to impairment is included in the determination of the profit or loss on disposal. Goodwill arising on acquisitions before 1 January 2010, being the date of the Company's transition to IFRS, has been retained at the previous UK GAAP carrying amounts and is tested for impairment annually.

Work in progress

Work in progress represents the gross unbilled amount expected to be collected from customers for contract work completed to date. It is valued at the expected recoverable amount, including an appropriate portion of profit, calculated by reference to the stage of completion of the services rendered. The corresponding income is recognised within trustee, taxation and company management fees.

Financial assets

The Company classifies its financial assets, including intercompany financial assets, as trade and other receivables. Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Company provides money, goods or services to a debtor with no intention of trading the receivable. Trade and other receivables are initially recognised at fair value and are then carried at amortised cost. They are derecognised when the rights to receive cash flows have expired or when the Company has transferred substantially all the risks and rewards of ownership.

Cash and cash equivalents

Cash comprises cash in hand and demand deposits which may be accessed without penalty.

Cash equivalents comprise short term highly liquid investments with a maturity of less than three months from the date of acquisition.

For the purposes of the cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

Assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying value and fair value less costs to sell, except in the case of financial assets, deferred tax assets or investment property, which continue to be measured in accordance with the relevant accounting policy, as described elsewhere in this note.

Impairment

Goodwill with an indefinite useful life is reviewed for impairment at least annually, or when other occasions or changes in circumstances indicate that it might be impaired. Any impairment is recognised immediately in profit or loss and is not subsequently reversed.

Financial assets and other assets with finite useful lives are assessed at the reporting date or if there is objective evidence of impairment during the accounting period. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Loans and receivables are considered individually for impairment.

The recoverable amount of loans and receivables is calculated as the present value of estimated future cash flows, discounted at the effective interest rate of the asset on recognition. Where an asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. Any impairment loss is recognised immediately in profit or loss.

Where an impairment loss (excluding goodwill) subsequently reverses, the carrying amount of the asset, except for equity instruments, or cash generating unit is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or cash generating unit in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

An impairment loss in respect of trade and other receivables is reversed if the subsequent increase can be related objectively to an event occurring after the impairment loss was recognised.

2. Basis of preparation and principal accounting policies continued

Financial liabilities

Financial liabilities are initially recognised when the Company becomes contractually bound to the transfer of economic benefits in the future.

Financial liabilities, including trade and other payables, are initially recognised at fair value and are then carried at amortised cost. The Company derecognises financial liabilities when the Company's obligations are discharged, cancelled, or they expire.

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of economic benefits, that can be reliably estimated, will occur. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised within finance expenses.

Impairment

Specific provisions for bad and doubtful debts are made against trade debtors for which the recovery is considered doubtful. Trade debtors are written off where there is no realistic prospect of recovery.

Employee benefits

The Company's parent operates share-based payment incentive schemes and defined benefit pension schemes for the benefit of its employees. The associated charges to profit or loss that relate to employees that provide services to the Company are recharged to the Company by its parent. Recharges relating to pension costs are disclosed within staff costs. Recharges relating to share-based payments are included within operating expenses.

Payments to money purchase benefit pension schemes are charged to profit or loss as an expense as they fall due.

The full disclosure relating to the share-based payments and defined benefit pension schemes are available in the Rathbone Brothers Plc report and accounts for the year ended 31 December 2013.

Segment information

Under IFRS 8 '*Operating Segments*', the Company is exempt from the requirement to disclose financial information on the Company's business activities in which it engages and the economic environments in which it operates, as it has not issued any debt or equity instruments that are traded in a public market place and does not file financial statements with a regulated organisation for the purpose of issuing any class of instruments in a public market place.

Assets and liabilities of trusts

In the financial statements, no account is taken of assets held or liabilities managed by the Company in its capacity as trustee.

3. Critical accounting judgements

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Impairment of Goodwill

The Company estimates in relation to the value-in-use of the cash generating units to which goodwill has been allocated in determining whether goodwill is impaired. The value-in-use calculation requires the entity to estimate the future cash flows expected to arise from the cash generating unit and a suitable discount rate in order to calculate present value. The carrying amount of goodwill at the balance sheet date was £1,954,426 (2012: £1,954,426). The assumptions underlying the value-in-use calculation are set out in note 11.

Income recognition

Revenue is calculated by reference to the estimated stage of completion of the service rendered. Estimates are made as to the recoverability of work in progress and trade debtors in relation to this revenue. At the year end, total work in progress and trade debtors, net of related provisions for impairment amounted to £1,887,165 (2012: £1,772,739).

4 Revenue

An analysis of the Company's revenue is as follows:

	2013 £	2012 £
Trustee, taxation and company management fees	**5,117,494**	4,912,023
Fees received from other Group companies	**42,197**	187,888
Sundry income	**169,336**	174,454
	5,329,027	5,274,365

5 Operating loss for the year

Operating loss for the year has been arrived at after charging:	2013 £	2012 £
Staff costs (note 6)	**3,181,703**	3,116,422
Auditor's remuneration (see below)	**15,518**	15,218
Impairment losses on trade and other receivables (note 13)	**14,385**	34,968
Recharges from other Group companies	**1,947,733**	1,809,539
Other administrative expenses	**342,600**	406,327
Total operating expenses	**5,501,939**	5,382,474

A more detailed analysis of auditor's remuneration is provided below:

	2013 £	2012 £
Fees payable to the Company's auditor for the audit of the Company's annual financial statements	**15,518**	15,218
Total auditor's remuneration for continuing operations	**15,518**	15,218

6 Staff costs

The Company does not directly employ any staff. All Rathbone Group staff are employed by Rathbone Brothers Plc, the Company's ultimate parent undertaking, and related costs for those employees that provide services to the Company are recharged to the Company. The total staff costs recharged to the Company were as follows:

	2013 £	2012 £
Wages and salaries	**2,476,782**	2,507,447
Social security costs	**284,548**	289,462
Pension costs	**420,373**	319,513
	3,181,703	3,116,422

The average number of employees during the year was as follows:	2013	2012
Client facing staff	**35**	37
Administrative support staff	**7**	7
	42	44

The Company pays contributions on behalf of its parent company, Rathbone Brothers Plc, to a money purchase company pension scheme and contributes to various other personal pension arrangements, for certain directors and employees of Rathbone Brothers Plc. Pension costs include contributions made to the defined benefit schemes which are recharged from the parent company. The total contributions made to the money purchase benefit pension schemes during the year were £196,922 (2012: £111,917).

7 Directors' emoluments

Directors are employed by Rathbone Brothers Plc, the Company's ultimate parent undertaking. Directors' remuneration associated with their position as directors of the Company was as follows:

	2013 £	2012 £
Emoluments for qualifying services	**948,589**	925,121
Amounts receivable under long term incentive schemes	**57,493**	40,100
Contributions to money purchase pension schemes	**39,314**	20,348
	1,045,396	985,569

The aggregate emoluments and amounts receivable under long term incentive schemes of the highest paid director was £140,483 (2012: £116,785). He is a member of the parent company's money purchase pension scheme under which contributions of £13,363 were paid during the year (2012: £11,286). He was not a member of the parent company's defined benefit scheme at the year end (2012: not a member).

Retirement benefits are accruing to the following number of directors under:

	2013	2012
Money purchase schemes	**4**	3
Defined benefit schemes	**6**	7
	10	10

	2013	2012
The number of directors, in respect of whose services shares in the ultimate parent undertaking were received or receivable under long term incentive plans was:	**10**	10

	2013	2012
Number of directors who exercised share options	**7**	2

8 Finance income

	2013 £	2012 £
Bank deposits	**2**	166

Finance income relates to total interest income for financial assets not designated at fair value through profit and loss.

9 Taxation

	2013 £	2012 £
Current tax:		
- charge for the year	**(100,218)**	(75,588)
- adjustments in respect of previous years	**(11,645)**	(450)
Total tax credit	**(111,863)**	(76,038)

The tax credit on profit for the year is higher (2012: higher) than the standard rate of corporation tax in the UK of 23.2% (2012: 24.5%). The differences are explained below:

	2013 £	2012 £
Tax on profit from ordinary activities at the standard rate of 23.2% (2012: 24.5%)	**(48,042)**	(38,615)
Effects of:		
- expenses not deductible for tax purposes	**6,674**	21,227
- tax adjustments for transfer pricing	**(58,850)**	(58,200)
- overprovision for tax in previous years	**(11,645)**	(450)
Total tax credit	**(111,863)**	(76,038)

The UK Government has proposed that the UK corporation tax rate is reduced to 20.0% over the next two years. At 31 December 2013, this reduction had been substantively enacted in full.

10 Investment property

	2013	2012
	£	£
At 1 January	**751,747**	-
Acquisitions	-	732,724
Increase in fair value	**16,553**	19,023
Reclassification to assets held for sale	**(768,300)**	-
At 31 December	-	751,747

The Company acquired an interest in a residential investment property on 1 June 2012 for £732,724. The property is jointly owned and was marketed for sale from 19 June 2013, at which point the asset met the conditions of an asset held for sale. On this date, the asset was re- classified as an asset held for sale (see note 14).

11 Intangible assets

Goodwill

The cost and carrying value of goodwill as at 31 December 2013 was £1,954,426 (2012: £1,954,426). No impairment was recognised during the year (2012: £nil).

Intangible assets comprise amortised goodwill transferred from a fellow subsidiary on 1 January 2001. The goodwill arose originally from the purchase of two Trust businesses that were acquired in December 1999 and June 2000. The transfer of goodwill was made following the transfer of the operations of these Trust businesses to the Company on 1 October 2000.

The recoverable amount of goodwill is determined from value-in-use calculations. The Company prepares cash flow forecasts derived from the most recent financial budgets approved by management, covering the forthcoming year. The key assumptions underlying the budgets are those regarding the discount rates and growth in revenue and costs during the year. Budgets are extrapolated for up to ten years using an annual growth rate in profit before tax of 1%, based on revenue growth of 3% as well as management's expectation of future industry growth rates. A ten year extrapolation period is chosen based on the Company's assessment of the likely duration of client relationships. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the Company.

The pre-tax rate used to discount the forecast cash flows is 12% (2012: 12%) based on a risk-adjusted weighted average cost of capital. Management judge this discount rate appropriately reflects the market in which the Company operates and the relatively small size of the Company.

Based on the above assumptions, the calculated recoverable amount of the goodwill at 31 December 2013 was £2,831,731. Reducing the assumed growth rate for revenue by two percentage points would reduce the calculated recoverable amount of the goodwill to £2,009,922.

12 Investments in subsidiary undertakings

	2013	2012
	£	£
Investments in subsidiary undertakings	**200**	200

At 31 December 2013, the principal subsidiary undertakings were as follows:

Subsidiary undertaking	Country of incorporation	Activity and operation
Rathbone Directors Limited	England & Wales	Corporate Directorship Services (non-trading)
Rathbone Secretaries Limited	England & Wales	Company Secretarial Services (non-trading)

The Company directly owns 100% of the ordinary share capital of all subsidiaries.

The interests in the subsidiaries listed above relate to ordinary shares held directly by the Company.

13 Trade and other receivables

	2013 £	2012 £
Trade debtors	**923,824**	777,506
Work in progress	**963,341**	995,233
Prepayments and accrued income	**1,320,621**	1,478,578
Amounts owed by Group companies	**704,533**	3,498,583
	3,912,319	6,749,900

Trade debtors are valued at the expected recoverable amount including specific bad debt provisions where collection is considered doubtful. The fair value of trade and other receivables is not materially different to their carrying amount.

All amounts owed by Group companies are repayable on demand and non-interest bearing.

Movement in the allowance for doubtful debts

	2013 £	2012 £
At 1 January	**99,125**	104,772
Amounts written off	**(34,757)**	(40,615)
Charge to the profit or loss	**14,385**	34,968
At 31 December	**78,753**	99,125

The Company's exposure to credit risk arising from loans and advances to customers is described in note 18.

14 Assets held for sale

From 19 June 2013, a property previously classed as an investment property (see note 10) was marketed for sale. On this date, the property met the conditions of an asset held for sale and has been classified and presented as such. The property is expected to be sold in 2014.

The property continues to be measured at fair value under IAS 40, as follows:

	2013 £	2012 £
Investment property	717,500	-
Assets held for sale	**717,500**	-

The disclosures relating to the measurement of fair value of assets held for sale are included in note 18.

15 Trade and other payables

	2013 £	2012 £
Accruals and deferred income	-	6,500
Amounts owed to Group companies	**4,499,424**	7,199,082
Other creditors	**10,903**	14,042
	4,510,327	7,219,624

The fair value of trade and other payables is not materially different to their carrying amount.

All amounts owed to Group companies are repayable on demand and non-interest bearing.

16 Provisions

	£
At 1 January 2013	**216,582**
Charged to profit or loss	**6,600**
Unused amount credited to profit or loss	**-**
Net charge to the profit or loss	**6,600**
Utilised/paid during the year	**(73,182)**
At 31 December 2013	**150,000**
Payable within 1 year	**150,000**

In the ordinary course of business, Rathbone Trust Company Limited can receive complaints from clients in relation to the services provided. Complaints are assessed on a case by case basis and provisions for compensation are made where judged necessary. Provisions have also been made in relation to a number of cases where legal proceedings are expected to result in a loss.

The timing of settlement of provisions for client compensation or litigation is dependent, in part, on the duration of negotiations with third parties.

17 Share capital

	2013	2012
	£	£
Allotted, called up and fully paid	**250,000**	250,000
250,000 Ordinary Shares of £1 each	**250,000**	250,000

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company. The ordinary shareholders are entitled to any residual assets on the winding up of the Company.

18 Financial instruments

The Company's risk management policies and procedures are integrated with the wider Rathbone Group's risk management process. The Rathbone Group has identified the business, operational and financial risks arising from all of its activities, including those of the Company, and has established policies and procedures to manage these items in accordance with its risk appetite. The Company categorises its financial risks into three areas:
(i) credit risk;
(ii) liquidity risk; and
(iii) market risk (which includes fair value interest rate risk, cash flow interest rate risk, and foreign exchange risk).

The sections below outline the Rathbone Group's risk appetite, as applicable to the Company and explain how the Company defines and manages each category of financial risk.

The Company's financial risk management policies are designed to identify and analyse the financial risks that the Company faces, to set appropriate risk limits and controls and to monitor the financial risks and adherence to limits by means of reliable and up-to-date information systems. The Company regularly reviews its financial risk management policies and systems to reflect changes in the business and the wider industry.

The Company's overall strategy and policies for monitoring and management of financial risk are set by the Rathbone Trust Company Board of directors ("the Board"). The Board has embedded risk management within the business through Rathbones' executive committee.

(i) Credit risk
The Company takes on exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due, through its trading activities. The principal sources of credit risk arise from depositing funds with banks, trade debtors and other receivables.

Balances at banks
The Company adheres to the Group's policy, which requires that all exposures to banks are only taken with counterparties that have been awarded a minimum long-term rating of "A" by Fitch or equivalent rating by Moody's.

18 Financial instruments continued

(i) Credit risk continued

Trade and other receivables
(a) Trade debtors
Trade debtors relate to fees which have been invoiced but not settled by clients. The recoverability, collection and ageing of debtors are monitored on a monthly basis by the Company's management committees. Impairment provisions are made for any debts which are considered to be doubtful for collection.

(b) Amounts owed by Group companies
Amounts become due from Group companies in the normal course of business.

Impairment and provisioning policies
Impairment provisions are recognised for financial reporting purposes only for losses that have been incurred at the balance sheet date, based on objective evidence of impairment.

All credit exposures are reviewed individually, at least annually or more regularly when individual circumstances require. Impairment allowances on credit exposures are determined by an evaluation of the incurred loss at the balance sheet date on a case by case basis. The assessment considers, where applicable, the value of any collateral held, any changes to the external credit rating (if applicable) and the anticipated receipts for each individual exposure.

Impairment provisions for credit risk are set out in note 13.

Maximum exposure to credit risk	**2013**	2012
	£	£
Trade and other receivables		
- Trade debtors	**1,002,577**	876,631
- Amounts owed by Group companies	**704,533**	3,498,583
Cash and cash equivalents	**79,504**	90,692
	1,786,614	4,465,906

The above table represents the gross credit risk exposure to the Company at 31 December 2013 and 2012, without taking account of any collateral held or other credit enhancements attached. The exposures set out above are based on gross carrying amounts as reported in the balance sheet.

Trade and other receivables
Trade and other receivables are summarised as follows:

	2013	2012
	£	£
Neither past due nor impaired	**1,026,670**	3,834,764
Past due but not impaired	**600,580**	430,776
Impaired	**79,860**	109,674
Gross carrying value	**1,707,110**	4,375,214
Less: allowance for impairment (note 13)	**78,753**	99,125
Net carrying value	**1,628,357**	4,276,089

No trade and other receivables have been renegotiated (2012: nil).

18 Financial instruments continued

(i) Credit risk continued

(a) Neither past due nor impaired

The credit quality of trade and other receivables that were neither past due nor impaired at 31 December 2013, which are all externally unrated, is such that all such trade and other receivables are within the standard lending criteria.

The standard terms of business is a settlement period of 30 days.

(b) Past due but not impaired

Trade and other receivables that are past due are assessed for impairment and provided against where considered appropriate. The gross amount of trade and other receivables that were past due but not impaired at 31 December 2013 were:

	2013 £	2012 £
<90 days overdue	**158,800**	134,612
90-180 days overdue	**174,696**	165,299
180-270 days overdue	**150,578**	40,322
270-365 days overdue	**72,285**	52,529
>365 days overdue	**44,221**	38,014
	600,580	430,776

(c) Impaired

Allowance has been made for individually impaired trust receivables. The balance of individually impaired trust receivables is £79,860 (2012: £109,674).

Cash and cash equivalents

All balances at banks were neither past due nor impaired (2012: all). The credit quality of these balances is A to A+ analysed by reference to the long-term credit rating awarded by Fitch, or equivalent rating by Moody's, as at the balance sheet date (2012: A to A+).

(a) Geographical sectors

The Company does not have any material credit exposures to geographical sectors as it only had exposure to counterparties domiciled in the United Kingdom at the balance sheet dates (2012: no exposures).

18 Financial instruments continued

(i) Credit risk continued

(b) Industry sectors

The Company's credit exposures at the balance sheet date, analysed by the primary industry sectors in which our counterparties operate were:

At 31 December 2013	Financial institutions £	Clients and other corporates £	Total £
Trade and other receivables			
- Trade debtors	-	923,824	923,824
- Amounts owed by Group companies	517,652	186,881	704,533
Cash and cash equivalents	79,504	-	79,504
	597,156	1,110,705	1,707,861

At 31 December 2012	Financial institutions £	Clients and other corporates £	Total £
Trade and other receivables			
- Trade debtors	-	777,506	777,506
- Amounts owed by Group companies	3,247,850	250,733	3,498,583
Cash and cash equivalents	90,692	-	90,692
	3,338,542	1,028,239	4,366,781

(ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The Company manages liquidity risk by maintaining sufficient liquid resources to ensure it meets its obligations as they fall due. The Company manages liquidity risk by ensuring that the Company will have sufficient liquid resources to ensure that it can meet its obligations as they fall due.

The Company does not rely on external funding for its activities.

The table below presents the undiscounted cash flows receivable and payable by the Company on its financial assets and liabilities by remaining contractual maturities at the balance sheet date.

At 31 December 2013	On demand £	Not more than 3 months £	Total £
Cash flows arising from financial assets			
Trade and other receivables			
- Trade debtors	-	923,824	923,824
- Amounts owed by Group companies	704,533	-	704,533
Cash and cash equivalents	79,504	-	79,504
Cash flows arising from financial assets	784,037	923,824	1,707,861
Cash flows arising from financial liabilities			
Trade and other payables			
- Amounts owed to Group companies	4,499,424	-	4,499,424
Other liabilities	-	10,903	10,903
Cash flows arising from financial liabilities	4,499,424	10,903	4,510,327
Net liquidity gap	(3,715,387)	912,921	(2,802,466)

18 Financial instruments continued

(ii) Liquidity risk continued

At 31 December 2012	On demand £	Not more than 3 months £	Total £
Cash flows arising from financial assets			
Trade and other receivables			
- Trade debtors	-	777,506	777,506
- Amounts owed by Group companies	3,498,583	-	3,498,583
Cash and cash equivalents	90,692	-	90,692
Cash flows arising from financial assets	3,589,275	777,506	4,366,781
Cash flows arising from financial liabilities			
Trade and other payables			
- Amounts owed to Group companies	7,199,082	-	7,199,082
Other liabilities	-	14,042	14,042
Cash flows arising from financial liabilities	7,199,082	14,042	7,213,124
Net liquidity gap	(3,609,807)	763,464	(2,846,343)

Included within the amounts due to trade creditors disclosed above are balances that are repayable on demand or that do not have a contractual maturity date, which historical experience shows are unlikely to be called in the short term.

Balances held off the balance sheet

There are no cash flows arising from the Company's financial liabilities held off the balance sheet (2012: none). All the Company's liabilities held off the balance sheet are summarised in note 20.

(iii) Market risk

Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates.

The Company's principal exposure to cash flow interest rate risk arises from the mismatch between the repricing of its financial assets and liabilities.

The table below shows the repricing profile of the Company's financial assets and liabilities, stated at their carrying amounts, categorised by the earlier of contractual repricing or maturity dates.

At 31 December 2013	Not more than 3 months £	After 3 months but not more than 6 months £	After 6 months but not more than 1 year £	After 1 year £	Non-interest bearing £	Total £
Assets						
Trade and other receivables						
- Trade debtors	-	-	-	-	923,824	923,824
- Amounts owed by Group companies	-	-	-	-	704,533	704,533
Cash and cash equivalents	-	-	-	-	79,504	79,504
Total financial assets	-	-	-	-	1,707,861	1,707,861
Liabilities						
Trade and other payables						
- Amounts owed to Group companies	-	-	-	-	4,499,424	4,499,424
Other liabilities	-	-	-	-	10,903	10,903
Total financial liabilities	-	-	-	-	4,510,327	4,510,327
Interest rate repricing gap	-	-	-	-	(2,802,466)	(2,802,466)

18 Financial instruments continued

(iii) Market risk continued

At 31 December 2012	Not more than 3 months £	After 3 months but not more than 6 months £	After 6 months but not more than 1 year £	After 1 year £	Non-interest bearing £	Total £
Assets						
Trade and other receivables						
- Trade debtors	-	-	-	-	777,506	777,506
- Amounts owed by Group companies	-	-	-	-	3,498,583	3,498,583
Cash and cash equivalents	40,683	-	-	-	50,009	90,692
Total financial assets	40,683	-	-	-	4,326,098	4,366,781
Liabilities						
Trade and other payables						
- Amounts owed to Group companies	-	-	-	-	7,199,082	7,199,082
Other liabilities	-	-	-	-	14,042	14,042
Total financial liabilities	-	-	-	-	7,213,124	7,213,124
Interest rate repricing gap	40,683	-	-	-	(2,887,026)	(2,846,343)

The total potential impact on profit after tax and equity was £nil (2012: £123) at the balance sheet date for a 2% decrease or increase in interest rates.

Foreign exchange risk
The Company does not have any material exposure to transactional foreign exchange risk as all fees are invoiced in sterling (2012: no material exposure).

Fair values
The fair values of the Company's financial assets and liabilities are not materially different from their carrying values.

The table below analyses assets and liabilities measured at fair value into a fair value hierarchy based on the valuation technique used to determine the fair value.

- 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 or indirectly.
- Level 3: inputs for the asset or liability that are not based on observable market data.

At 31 December 2013	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Assets				
Assets held for sale	-	-	717,500	717,500
Investment property	-	-	-	-
Total assets measured at fair value	-	-	717,500	717,500

At 31 December 2012	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Assets				
Investment property	-	-	751,747	751,747
Total assets measured at fair value	-	-	751,747	751,747

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. There have been no transfers between levels during the year (2012: none).

The fair value of the asset held for sale is calculated by reference to an independent valuation, based on an average of guide prices obtained from estate agents based close to the area in which the property is located, with a deduction for management's estimate of legal costs to be incurred in the disposal of the property.

18 Financial instruments continued

(iii) Market risk continued

The fair value is sensitive to changes in the UK housing market.

Changes in the fair values of assets and liabilities categorised as level 3 within the fair value hierarchy were as follows:

	2013 Assets held for sale £'000	2013 Investment property £'000	2013 Total £'000	2012 Investment property £'000	2012 Total £'000
At 1 January	-	751,747	751,747	-	-
Acquired during the year	-	-	-	732,724	732,724
Unrealised gains and losses arising from changes in fair value	(50,800)	16,553	(34,247)	19,023	19,023
Reclassification to assets held for sale	768,300	(768,300)	-	-	-
At 31 December	**717,500**	-	**717,500**	751,747	751,747

The gains and losses relating to both the investment property and assets held for sale are included within 'other administrative expenses'.

There were no other gains or losses arising from changes in the fair value of assets or liabilities categorised as level 3 within the fair value hierarchy.

19 Capital management

Rathbone Trust Company Limited's capital is defined for accounting purposes as the total of share capital and retained earnings. As at 31 December 2013 this totalled £2,053,732 (2012: £2,148,531). The Company has no external borrowings.

The Company's objectives when managing capital are to:
- safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- maintain a strong capital base to support the development of its business.

For monitoring purposes, the Company defines capital as equity shareholders' funds. Rathbone Trust Company Limited's Board of directors considers the level of capital held in relation to forecast performance and wider plans for the business, although formal quantitative targets are not set. The Board also monitors the level of dividends to shareholders. The Company's total capital at 31 December 2013, together with movements during the year then ended, is set out in the statement of changes in equity on page 7. There were no changes in the Company's approach to capital management during the year.

20 Contingent liabilities and commitments

Indemnities are provided by the Company's ultimate parent company to a number of directors and employees in the Company in connection with them acting as directors on client structures in the normal course of business. No indemnities were called on during the year (2012: No indemnities called on).

21 Related party transactions

(i) Parent and ultimate controlling party
The ultimate parent undertaking and controlling party of the Company is Rathbone Brothers Plc, a company registered in England, and Wales, which is the parent undertaking of the smallest and largest Group to consolidate these financial statements. Copies of the Group financial statements may be obtained from the Company Secretary, Rathbone Brothers Plc, 1 Curzon Street, London W1J 5FB.

21 Related party transactions continued

(ii) Transactions with key management personnel

The key management personnel of the Company are defined as the Company's directors and other members of senior management who are responsible for planning, directing and controlling the activities of the Company.

Key management personnel compensation

As explained in note 6, all staff, including key management personnel, are employed by the Company's ultimate parent undertaking. Key management personnel compensation borne by the Company's ultimate parent undertaking and charged to the Company comprised:

	2013	2012
	£	£
Short term employee benefits	**948,589**	925,121
Post-employment benefits	**150,654**	128,679
Other long term benefits	**9,562**	-
Share-based payments	**196,385**	105,107
	1,305,190	1,158,907

Key management personnel transactions

During 2013, a number of the Company's key management personnel and their close family members made use of the services provided by the Company. Charges for such services totalled £3,225 (2012: £1,560), made at various staff rates.

All amounts outstanding with key management personnel are unsecured and will be settled in cash. No guarantees have been given or received. No provisions have been made for doubtful debts in respect of the amounts owed by key management personnel.

(iii) Other related party transactions

During the year, the Company entered into the following transactions with its parent undertaking and fellow subsidiaries:

	2013 Receivable	2013 Payable	2012 Receivable	2012 Payable
	£	£	£	£
Interest	**-**	**33,752**	-	49,688
Fees and commissions	**42,197**	**-**	187,888	-
Charges for management services	**-**	**2,171,184**	-	2,017,135
	42,197	**2,204,936**	187,888	2,066,823

A fellow subsidiary provides insurance cover to the Company, the fee for which is included in the table above.

The Company's balances with fellow Group companies at 31 December 2013 are set out in notes 13 and 15.

Staff costs and other expenses are initially paid by the Company's ultimate parent company and recharged monthly to the Company at cost. These expenses are to be settled in cash within one year of the balance sheet date. None of the balances are secured and no provisions have been made for doubtful debts for any amounts due from fellow Group companies.

22 Statement of cash flows

For the purposes of the statement of cash flows, cash and cash equivalents comprise the following balances with less than three months until maturity from the date of acquisition:

	2013	2012
	£	£
Cash and bank balances	**79,504**	90,692

23 Events after the balance sheet date

There have been no material events occurring between the balance sheet date and the date of signing this report.

Company	TOTAL	Speed 7673 Limited	Perthon Limited	Cranmore Limited	Fawnbury Limited	Stychen Limited	Innocentia Limited	Arcmere Limited	Cedarpower Limited	The Factory One Company Limited	Alphabay Limited	Dean River Asset Management Limited	Mirrorwood Limited	Astonbike Limited	Delenorth Limited	Trandon Limited	Brisbane Limited	Danamite Limited	Manorbrook Limited	Broadgain Limited	Rich Hilton Limited	Walnut Investments
######																						
Cfo fee		35,226	188,408	58,056	290,159	192,884	74,215	73,381	110,443	70,634	21,884	70,369	58,086	13,542	24,140	21,198	35,215	13,689	82,903	54,770	20,863	48,377
Daily fee		386	2,065	636	3,180	2,114	813	804	1,210	774	240	771	637	148	265	232	386	150	909	600	229	530
End date of agreement		13 Apr 09	04 Dec 15	19 Apr 15	01 Jun 15	05 Mar 11	05 Mar 11	05 Mar 11	05 Mar 11	05 Mar 11	05 Mar 11	17 Jul 80	04 Jul 11	12 Feb 12	15 Nov 11	15 Feb 12	02 Jan 12	01 Sep 11	06 Mar 11	01 Mar 12	02 Jan 12	18 Feb 12
Discount rate	21,903,556	173,351	3,562,256	1,040,271	5,250,143	1,923,644	740,147	731,637	1,101,508	704,440	218,254	2,239,568	623,623	164,183	279,747	257,343	418,073	152,132	827,318	669,622	247,935	588,183
11.50%																						
31 Dec 07 1 qtr only	1,556,426	35,226	188,408	58,056	290,159	192,884	74,215	73,381	110,443	70,634	21,884	70,369	58,086	13,542	24,140	21,198	35,215	13,689	82,903	54,770	20,863	48,377
31 Dec 08	6,233,703	140,905	753,634	232,225	1,160,635	771,535	296,858	293,445	441,793	282,537	87,537	281,478	232,348	54,168	96,561	84,785	140,858	54,757	331,610	219,080	83,451	193,507
31 Dec 09	6,132,561	39,782	753,634	232,225	1,160,635	771,535	296,858	293,445	441,793	282,537	87,537	281,478	232,348	54,168	96,561	84,785	140,858	54,757	331,610	219,080	83,451	193,507
31 Dec 10	6,092,798		753,634	232,225	1,160,635	771,535	296,858	293,445	441,793	282,537	87,537	281,478	232,348	54,168	96,561	84,785	140,858	54,757	331,610	219,080	83,451	193,507
31 Dec 11	3,881,162		753,634	232,225	1,160,635	135,283	52,052	51,453	77,465	49,541	15,349	281,478	117,784	54,168	84,392	84,785	139,701	38,604	59,054	219,080	82,993	193,507
31 Dec 12	2,509,086		753,634	232,225	1,160,635							281,478		6,381		10,695	772			36,613	686	25,978
31 Dec 13	2,427,971		753,634	232,225	1,160,635							281,478										
31 Dec 14	2,427,971		753,634	232,225	1,160,635							281,478										
31 Dec 15	1,532,045		697,685	69,349	433,333							281,478										
31 Dec 16	281,478											281,478										
31 Dec 17	281,478											281,478										
31 Dec 18	281,478											281,478										
31 Dec 19	281,478											281,478										
31 Dec 20	281,478											281,478										
31 Dec 21	281,478											281,478										
31 Dec 22	281,478											281,478										
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31 Dec 25	281,478											281,478										
31 Dec 26	281,478											281,478										
31 Dec 27	281,478											281,478										
31 Dec 28	281,478											281,478										
31 Dec 29	281,478											281,478										
31 Dec 30	281,478											281,478										
31 Dec 31	281,478											281,478										
31 Dec 32	281,478											281,478										
31 Dec 33	281,478											281,478										
31 Dec 34	281,478											281,478										
31 Dec 35	281,478											281,478										
31 Dec 36	281,478											281,478										
31 Dec 37	281,478											281,478										
31 Dec 38	281,478											281,478										
31 Dec 39	281,478											281,478										
31 Dec 40	281,478											281,478										
31 Dec 41	281,478											281,478										
31 Dec 42	281,478											281,478										
31 Dec 43	281,478											281,478										
31 Dec 44	281,478											281,478										
31 Dec 45	281,478											281,478										
31 Dec 46	281,478											281,478										
31 Dec 47	281,478											281,478										
31 Dec 48	281,478											281,478										
31 Dec 49	281,478											281,478										
31 Dec 50	281,478											281,478										
31 Dec 51	281,478											281,478										
31 Dec 52	281,478											281,478										
31 Dec 53	281,478											281,478										
31 Dec 54	281,478											281,478										
31 Dec 55	281,478											281,478										
31 Dec 56	281,478											281,478										
31 Dec 57	281,478											281,478										
31 Dec 58	281,478											281,478										
31 Dec 59	281,478											281,478										
31 Dec 60	281,478											281,478										
31 Dec 61	281,478											281,478										
31 Dec 62	281,478											281,478										
31 Dec 63	281,478											281,478										
31 Dec 64	281,478											281,478										
31 Dec 65	281,478											281,478										
31 Dec 66	281,478											281,478										
31 Dec 67	281,478											281,478										
31 Dec 68	281,478											281,478										
31 Dec 69	281,478											281,478										
31 Dec 70	281,478											281,478										
31 Dec 71	281,478											281,478										
31 Dec 72	281,478											281,478										
31 Dec 73	281,478											281,478										
31 Dec 74	281,478											281,478										
31 Dec 75	281,478											281,478										
31 Dec 76	281,478											281,478										
31 Dec 77	281,478											281,478										
31 Dec 78	281,478											281,478										
31 Dec 79	281,478											281,478										
31 Dec 80	153,483											153,483										

Company	Arcticstar (2) Limited			Impact on PLC's carrying value of Arcticstar (2): KPV of all cash flows	BV of PLC's inv in A.star	Amt w/off PLC's inv.	Net income to PLC	Impact on G/Will in Arcticstar (2): KPV ex. Arcticstar (2)	Share cap other ABCs	Total value other ABCs	BV of G/Will Arcticstar (2)	G/Will w/off	Net income to A.Star	Change from old schedule
Cfo fee	146,883													
Daily fee	1,610													
End date of agreement	25 Feb 80													
Discount rate	4,674,603	290	BV PLC inv in Arcticstar (2)		7,367,378						7,326,209			
31 Dec 07 1 qtr only	146,883	1	1,705,309	27,952,124	7,367,378	0	1,705,309	22,682,818	6,514	22,689,330	7,326,209	0	1,556,426	0
31 Dec 08	587,532	4	6,821,235	24,369,345	7,367,378	0	6,821,235	19,300,254	6,514	19,306,768	7,326,209	0	6,233,703	0
31 Dec 09	587,532	4	6,720,093	20,472,619	7,367,378	0	6,720,093	15,403,768	6,514	15,410,282	7,326,209	0	6,132,561	0
31 Dec 10	587,532	4	6,680,330	16,164,190	7,367,378	0	6,680,330	11,095,609	6,514	11,102,123	7,326,209	0	6,092,798	0
31 Dec 11	587,532	4	4,468,694	13,568,236	7,367,378	0	4,468,694	8,499,954	6,514	8,506,468	7,326,209	0	3,881,162	0
31 Dec 12	587,532	4	3,098,618	12,043,566	7,367,378	0	3,098,618	6,975,649	6,514	6,982,163	6,982,163	344,046	2,165,040	-25,283
31 Dec 13	587,532	4	3,015,503	10,423,432	7,367,378	0	3,015,503	5,355,858	6,514	5,362,372	5,362,372	1,619,791	808,180	-2,927
31 Dec 14	587,532	4	3,015,503	8,615,559	7,367,378	0	3,015,503	3,548,402	6,514	3,554,916	3,554,916	1,807,456	620,515	-3,268
31 Dec 15	587,532	4	2,119,577	7,494,157	7,367,378	0	2,119,577	2,427,465	6,514	2,433,979	2,433,979	1,120,937	411,108	31,456
31 Dec 16	587,532	4	869,010	7,493,400	7,367,378	0	869,010	2,427,227	6,514	2,433,741	2,433,741	238	281,240	0
31 Dec 17	587,532	4	869,010	7,492,555	7,367,378	0	869,010	2,426,961	6,514	2,433,475	2,433,475	268	281,212	0
31 Dec 18	587,532	4	869,010	7,491,612	7,367,378	0	869,010	2,426,664	6,514	2,433,178	2,433,178	297	281,181	0
31 Dec 19	587,532	4	869,010	7,490,560	7,367,378	0	869,010	2,426,333	6,514	2,432,847	2,432,847	331	281,147	0
31 Dec 20	587,532	4	869,010	7,489,388	7,367,378	0	869,010	2,425,964	6,514	2,432,478	2,432,478	370	281,108	0
31 Dec 21	587,532	4	869,010	7,488,076	7,367,378	0	869,010	2,425,551	6,514	2,432,065	2,432,065	412	281,066	0
31 Dec 22	587,532	4	869,010	7,486,614	7,367,378	0	869,010	2,425,091	6,514	2,431,605	2,431,605	460	281,018	0
31 Dec 23	587,532	4	869,010	7,484,983	7,367,378	0	869,010	2,424,578	6,514	2,431,092	2,431,092	513	280,964	0
31 Dec 24	587,532	4	869,010	7,483,162	7,367,378	0	869,010	2,424,005	6,514	2,430,519	2,430,519	573	280,905	0
31 Dec 25	587,532	4	869,010	7,481,131	7,367,378	0	869,010	2,423,366	6,514	2,429,880	2,429,880	639	280,839	0
31 Dec 26	587,532	4	869,010	7,478,865	7,367,378	0	869,010	2,422,652	6,514	2,429,166	2,429,166	713	280,765	0
31 Dec 27	587,532	4	869,010	7,476,336	7,367,378	0	869,010	2,421,856	6,514	2,428,370	2,428,370	796	280,682	0
31 Dec 28	587,532	4	869,010	7,473,514	7,367,378	0	869,010	2,420,968	6,514	2,427,482	2,427,482	888	280,590	0
31 Dec 29	587,532	4	869,010	7,470,365	7,367,378	0	869,010	2,419,977	6,514	2,426,491	2,426,491	991	280,487	0
31 Dec 30	587,532	4	869,010	7,466,852	7,367,378	0	869,010	2,418,871	6,514	2,425,385	2,425,385	1,106	280,372	0
31 Dec 31	587,532	4	869,010	7,462,931	7,367,378	0	869,010	2,417,637	6,514	2,424,151	2,424,151	1,234	280,244	0
31 Dec 32	587,532	4	869,010	7,458,556	7,367,378	0	869,010	2,416,260	6,514	2,422,774	2,422,774	1,377	280,101	0
31 Dec 33	587,532	4	869,010	7,453,674	7,367,378	0	869,010	2,414,724	6,514	2,421,238	2,421,238	1,536	279,941	0
31 Dec 34	587,532	4	869,010	7,448,226	7,367,378	0	869,010	2,413,009	6,514	2,419,523	2,419,523	1,715	279,763	0
31 Dec 35	587,532	4	869,010	7,442,148	7,367,378	0	869,010	2,411,096	6,514	2,417,610	2,417,610	1,913	279,565	0
31 Dec 36	587,532	4	869,010	7,435,365	7,367,378	0	869,010	2,408,962	6,514	2,415,476	2,415,476	2,135	279,343	0
31 Dec 37	587,532	4	869,010	7,427,796	7,367,378	0	869,010	2,406,579	6,514	2,413,093	2,413,093	2,382	279,096	0
31 Dec 38	587,532	4	869,010	7,419,350	7,367,378	0	869,010	2,403,921	6,514	2,410,435	2,410,435	2,658	278,820	0
31 Dec 39	587,532	4	869,010	7,409,926	7,367,378	0	869,010	2,400,955	6,514	2,407,469	2,407,469	2,966	278,512	0
31 Dec 40	587,532	4	869,010	7,399,410	7,367,378	0	869,010	2,397,646	6,514	2,404,160	2,404,160	3,310	278,168	0
31 Dec 41	587,532	4	869,010	7,387,676	7,367,378	0	869,010	2,393,952	6,514	2,400,466	2,400,466	3,693	277,785	0
31 Dec 42	587,532	4	869,010	7,374,582	7,367,378	0	869,010	2,389,831	6,514	2,396,345	2,396,345	4,121	277,357	0
31 Dec 43	587,532	4	869,010	7,359,971	7,359,971	7,407	861,603	2,385,233	6,514	2,391,747	2,391,747	4,599	276,879	0
31 Dec 44	587,532	4	869,010	7,343,687	7,343,687	16,304	852,706	2,380,102	6,514	2,386,616	2,386,616	5,131	276,347	0
31 Dec 45	587,532	4	869,010	7,325,475	7,325,475	18,193	850,817	2,374,376	6,514	2,380,890	2,380,890	5,726	275,752	0
31 Dec 46	587,532	4	869,010	7,305,174	7,305,174	20,300	848,710	2,367,987	6,514	2,374,501	2,374,501	6,389	275,089	0
31 Dec 47	587,532	4	869,010	7,282,522	7,282,522	22,652	846,358	2,360,857	6,514	2,367,371	2,367,371	7,129	274,348	0
31 Dec 48	587,532	4	869,010	7,257,248	7,257,248	25,277	843,733	2,352,902	6,514	2,359,416	2,359,416	7,956	273,522	0
31 Dec 49	587,532	4	869,010	7,229,040	7,229,040	28,205	840,805	2,344,025	6,514	2,350,539	2,350,539	8,877	272,601	0
31 Dec 50	587,532	4	869,010	7,197,567	7,197,567	31,473	837,537	2,334,119	6,514	2,340,633	2,340,633	9,906	271,572	0
31 Dec 51	587,532	4	869,010	7,162,448	7,162,448	35,119	833,891	2,323,066	6,514	2,329,580	2,329,580	11,053	270,425	0
31 Dec 52	587,532	4	869,010	7,123,260	7,123,260	39,188	829,822	2,310,732	6,514	2,317,246	2,317,246	12,334	269,144	0
31 Dec 53	587,532	4	869,010	7,079,532	7,079,532	43,728	825,281	2,296,970	6,514	2,303,484	2,303,484	13,763	267,715	0
31 Dec 54	587,532	4	869,010	7,030,737	7,030,737	48,795	820,215	2,281,613	6,514	2,288,127	2,288,127	15,357	266,121	0
31 Dec 55	587,532	4	869,010	6,976,289	6,976,289	54,448	814,562	2,264,476	6,514	2,270,990	2,270,990	17,136	264,341	0
31 Dec 56	587,532	4	869,010	6,915,533	6,915,533	60,756	808,254	2,245,354	6,514	2,251,868	2,251,868	19,122	262,356	0
31 Dec 57	587,532	4	869,010	6,847,738	6,847,738	67,795	801,215	2,224,017	6,514	2,230,531	2,230,531	21,337	260,141	0
31 Dec 58	587,532	4	869,010	6,772,089	6,772,089	75,650	793,360	2,200,208	6,514	2,206,722	2,206,722	23,809	257,669	0
31 Dec 59	587,532	4	869,010	6,687,675	6,687,675	84,414	784,596	2,173,640	6,514	2,180,154	2,180,154	26,568	254,910	0
31 Dec 60	587,532	4	869,010	6,593,480	6,593,480	94,194	774,816	2,143,994	6,514	2,150,508	2,150,508	29,648	251,832	0
31 Dec 61	587,532	4	869,010	6,488,373	6,488,373	105,107	763,903	2,110,914	6,514	2,117,428	2,117,428	33,081	248,397	0
31 Dec 62	587,532	4	869,010	6,371,089	6,371,089	117,285	751,725	2,074,001	6,514	2,080,515	2,080,515	36,913	244,565	0
31 Dec 63	587,532	4	869,010	6,240,218	6,240,218	130,873	738,137	2,032,811	6,514	2,039,325	2,039,325	41,190	240,288	0
31 Dec 64	587,532	4	869,010	6,094,180	6,094,180	146,035	722,974	1,986,849	6,514	1,993,363	1,993,363	45,982	235,516	0
31 Dec 65	587,532	4	869,010	5,931,226	5,931,226	162,955	706,055	1,935,562	6,514	1,942,076	1,942,076	51,287	230,191	0
31 Dec 66	587,532	4	869,010	5,749,391	5,749,391	181,834	687,176	1,878,333	6,514	1,884,847	1,884,847	57,229	224,249	0
31 Dec 67	587,532	4	869,010	5,546,490	5,546,490	202,901	666,109	1,814,474	6,514	1,820,988	1,820,988	63,859	217,619	0
31 Dec 68	587,532	4	869,010	5,320,082	5,320,082	226,409	642,601	1,743,216	6,514	1,749,730	1,749,730	71,258	210,220	0
31 Dec 69	587,532	4	869,010	5,067,442	5,067,442	252,640	616,370	1,663,702	6,514	1,670,216	1,670,216	79,514	201,964	0
31 Dec 70	587,532	4	869,010	4,785,532	4,785,532	281,910	587,100	1,574,976	6,514	1,581,490	1,581,490	88,726	192,752	0
31 Dec 71	587,532	4	869,010	4,470,961	4,470,961	314,571	554,439	1,475,971	6,514	1,482,485	1,482,485	99,006	182,472	0
31 Dec 72	587,532	4	869,010	4,119,945	4,119,945	351,016	517,993	1,365,495	6,514	1,372,009	1,372,009	110,478	171,002	0
31 Dec 73	587,532	4	869,010	3,728,260	3,728,260	391,684	477,326	1,242,220	6,514	1,248,734	1,248,734	123,275	158,203	0
31 Dec 74	587,532	4	869,010	3,291,197	3,291,197	437,064	431,946	1,104,662	6,514	1,111,176	1,111,176	137,558	143,920	0
31 Dec 75	587,532	4	869,010	2,803,496	2,803,496	487,701	381,309	951,168	6,514	957,682	957,682	153,495	127,983	0
31 Dec 76	587,532	4	869,010	2,259,291	2,259,291	544,204	324,805	779,889	6,514	786,403	786,403	171,278	110,200	0
31 Dec 77	587,532	4	869,010	1,652,037	1,652,037	607,255	261,755	588,767	6,514	595,281	595,281	191,122	90,356	0
31 Dec 78	587,532	4	869,010	974,427	974,427	677,609	191,400	375,503	6,514	382,017	382,017	213,265	68,213	0
31 Dec 79	587,532	4	869,010	218,312	218,312	756,115	112,895	137,529	6,514	144,043	144,043	237,973	43,505	0
31 Dec 80	90,142	1	243,605	0	0	218,312	25,293	0	6,514	6,514	6,514	137,529	15,934	0