

**JUPITER ASSET MANAGEMENT LIMITED**  
**REPORT AND ACCOUNTS FOR THE YEAR ENDED**  
**31 DECEMBER 2004**

Company Registration No. 2036243



## JUPITER ASSET MANAGEMENT LIMITED

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### DIRECTORS

**Directors who are also directors of the parent undertaking, Jupiter International Group PLC:**

E H Bonham Carter  
J H D Carey  
A J Creedy  
A F C Darwall  
P K C Gibbs  
M F Heathcoat Amory  
R T Hogg  
A G Nutt

**Other directors:**

J C R D'Albiac (non-executive director)  
S J D Baker (resigned 6 April 2004)  
K Booth  
T A Campbell (resigned 17 January 2005)  
V A Cazalet  
J H Chatfeild-Roberts  
C Chisholm  
K S Cliff  
R Corfield  
K W Crawford  
W H Crewdson  
J Cullen  
F S H Ellison  
J Hamilton  
C G Horsford  
E Howard Boyd  
L Howard-Spink

P J Hulse  
P T Lawery  
A J Macdonald  
C G Maloney (appointed 4 March 2004)  
I J McVeigh  
K A Meehan (appointed 12 February 2004)  
R V Parker  
R N G Pavry  
S B Pearson  
L G Petar  
P Rajasekaran  
J C A Seager  
P A Sheehan  
A E J Smith-Maxwell  
J C Stevenson  
P R Withers Green  
T B C H Woods

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### SECRETARY

Jupiter Administration Services Limited

### AUDITORS

PricewaterhouseCoopers LLP  
Southwark Towers  
32 London Bridge Street  
London SE1 9SY

### BANKERS

The Royal Bank of Scotland plc  
2½ Devonshire Square  
London EC2M 4XJ

### REGISTERED OFFICE

1 Grosvenor Place  
London SW1X 7JJ

## **JUPITER ASSET MANAGEMENT LIMITED**

### **REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2004**

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The directors present their report and accounts for the year ended 31 December 2004.

#### **PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS DEVELOPMENTS**

The company continues to act as investment managers and is authorised and regulated by the Financial Services Authority. No significant change in the business of the company is envisaged at present.

Jupiter International Group PLC, the intermediate holding company, is wholly owned by Commerz Asset Management (UK) plc ("CAM (UK)"), a subsidiary of Commerzbank AG.

#### **RESULTS AND DIVIDENDS**

The results for the year are set out in the profit and loss account on page 6.

Dividends of £5,000,000 were paid during the year (2003: £8,500,000) which leaves a retained profit for the year of £12,316,726 (2003: £665,020).

#### **DIRECTORS AND THEIR INTERESTS**

The directors of the company at the date of this report are shown on page 2.

No director had any interest in the shares of the company. The interests of the directors of the company who are also directors of Jupiter International Group PLC, in the shares of CAM (UK) are disclosed in the accounts of Jupiter International Group PLC. The remaining directors' interests are shown in note 20.

During the year, the company has maintained liability insurance for directors in accordance with Section 310 of the Companies Act 1985.

#### **CHARITABLE DONATIONS**

The company made charitable donations during the year of £16,476.

#### **SUPPLIER POLICY**

It is the company's payment policy to obtain the best terms for all business and therefore there is no consistent policy as to the terms used. In general, the company agrees with its suppliers the terms on which business will take place and it is our policy to abide by these terms. The company has no trade creditors.

#### **AUDITORS**

PricewaterhouseCoopers LLP have indicated their willingness to continue in office.

**By order of the board**



Jupiter Administration Services Ltd  
Secretary  
26 April 2005

## **JUPITER ASSET MANAGEMENT LIMITED**

### **DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS**

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The directors are required under company law to prepare accounts for each financial year which 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.

The directors consider that in preparing the accounts, appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, have been applied and that applicable accounting standards have been followed. The accounts have been prepared on a going concern basis.

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy the financial position of the company and enable them to ensure that the accounts comply with the Companies Act 1985. The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent fraud and other irregularities.

## **JUPITER ASSET MANAGEMENT LIMITED**

### **INDEPENDENT AUDITORS' REPORT**

#### **To the shareholders of Jupiter Asset Management Limited**

We have audited the accounts which comprise the profit and loss account, the balance sheet and the related notes which have been prepared under the historical cost convention and the accounting policies set out in the related notes.

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the annual report and accounts in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the accounts give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the accounts, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

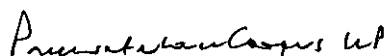
#### **Basis of audit opinion**

We conducted our audit in accordance with auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

#### **Opinion**

In our opinion, the accounts give a true and fair view of the state of affairs of the company at 31 December 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers LLP  
Chartered Accountants and Registered Auditors  
London  
26 April 2005

**JUPITER ASSET MANAGEMENT LIMITED**

**PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2004**

	Notes	2004 £	2003 £
<b>TURNOVER</b>	<b>2</b>	<b>56,507,555</b>	<b>55,035,596</b>
Administrative expenses	<b>3</b>	<b>(51,084,963)</b>	<b>(56,796,710)</b>
Other operating income		<b>2,036,801</b>	<b>1,632,792</b>
<b>OPERATING PROFIT/(LOSS)</b>		<b>7,459,393</b>	<b>(128,322)</b>
Profit on sale of investments		-	31,159
Dividends received from subsidiary undertaking		<b>11,000,000</b>	<b>10,500,000</b>
Investment income		<b>56,911</b>	<b>1,245</b>
Interest receivable	<b>6</b>	<b>1,472,986</b>	<b>565,828</b>
Movement in provision for fixed asset investments	<b>11</b>	<b>29,459</b>	<b>3,977</b>
Interest payable	<b>7</b>	<b>554</b>	<b>(1,150)</b>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>20,019,303</b>	<b>10,972,737</b>
Taxation	<b>8</b>	<b>(2,702,577)</b>	<b>(1,807,717)</b>
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		<b>17,316,726</b>	<b>9,165,020</b>
Dividends paid		<b>(5,000,000)</b>	<b>(8,500,000)</b>
<b>RETAINED PROFIT FOR THE YEAR</b>		<b>12,316,726</b>	<b>665,020</b>
<b>RETAINED PROFIT BROUGHT FORWARD</b>		<b>5,160,066</b>	<b>4,495,046</b>
<b>RETAINED PROFIT CARRIED FORWARD</b>	<b>17</b>	<b>17,476,792</b>	<b>5,160,066</b>

There is no difference between the reported profit and the historical cost profit in either period.

All items dealt with in arriving at operating profits for 2004 and 2003 relate to continuing activities.

There are no recognised gains and losses for 2004 and 2003 other than the profit for the year of £17,316,726 (2003: £9,165,020).


The notes on pages 8 to 19 form part of these accounts.

# JUPITER ASSET MANAGEMENT LIMITED

## BALANCE SHEET AT 31 DECEMBER 2004

	Notes	2004 £	2003 £
<b>FIXED ASSETS</b>			
Intangible fixed assets	9	72,199	103,768
Tangible fixed assets	10	2,581,365	2,211,565
Investments	11	157,840	131,381
Investment in subsidiaries	12	904,759	904,759
		<u>3,716,163</u>	<u>3,351,473</u>
<b>CURRENT ASSETS</b>			
Debtors: amounts falling due within one year	13	15,861,430	26,789,687
Debtors: amounts falling due after more than one year	13	40,019	244,712
Cash at bank and in hand		<u>40,081,605</u>	<u>22,183,281</u>
		55,983,054	49,217,680
<b>CREDITORS: amounts falling due within one year</b>	14	<u>(21,915,191)</u>	<u>(26,705,084)</u>
<b>NET CURRENT ASSETS</b>		<u>34,067,863</u>	<u>22,512,596</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		37,784,026	25,864,069
<b>CREDITORS: amounts falling due after more than one year</b>	15	(560,420)	(957,189)
<b>NET ASSETS</b>		<u>37,223,606</u>	<u>24,906,880</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	16	19,000,000	19,000,000
Share premium account		316,665	316,665
Profit and loss account	17	17,476,792	5,160,066
Other reserves		430,149	430,149
<b>EQUITY SHAREHOLDERS' FUNDS</b>		<u>37,223,606</u>	<u>24,906,880</u>

The accounts on pages 6 to 19 were approved by the board of directors 26 April 2005 and were signed on its behalf by:

  
J H D Carey  
Director

The notes on pages 8 to 19 form part of these accounts.

## JUPITER ASSET MANAGEMENT LIMITED

### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

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#### 1. ACCOUNTING POLICIES

**a. Accounting convention**

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

**b. Income recognition**

Investment management fees are accrued as earned. Management fees are calculated on the basis of net fund assets managed and are paid in accordance with the terms of individual management agreements. Performance fees are recognised when receivable.

**c. Intangible fixed assets**

Intangible fixed assets are capitalised and amortised over the period during which economic benefits are expected to accrue from the asset. Amortisation is charged on a straight line basis over a maximum period of 20 years, being the directors' assessment of the useful economic lives of such assets. In respect of management contracts acquired in 2003, this is currently assessed as seven years.

**d. Tangible fixed assets**

Tangible fixed assets are depreciated on a straight line basis calculated to write off the cost of such assets over their anticipated useful lives. The following depreciation rates are applied:

Furniture	- 5 years
Motor vehicles	- 4 years
Office & computer equipment	- 3 years to 5 years

**e. Foreign currencies**

Foreign currency transactions are translated at the rates of exchange applicable at the dates of the transactions. Foreign currency balances outstanding at the balance sheet date are translated at the rates of exchange ruling on that date. Realised gains and losses are reflected in the profit and loss account.

**f. Pension scheme**

The company operates a defined contribution pension scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the schemes.

**g. Deferred taxation**

Full provision is made for deferred tax arising from timing differences between the recognition of gains and losses in the accounts and their recognition in a tax computation.

Deferred tax assets are recognised to the extent that they are regarded as recoverable, where it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax assets and liabilities are not discounted.



## JUPITER ASSET MANAGEMENT LIMITED

### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

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#### ACCOUNTING POLICIES continued

##### h. Investments

###### *Fixed asset investments*

Fixed asset investments are stated at the lower of cost and market value. The market value for listed investments is the last available quoted price, although some markets may be illiquid.

##### i. Cash flow statement and related party disclosures

The company is a subsidiary of Commerzbank AG and is included in the consolidated accounts of Commerzbank AG which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (revised 1996). The company is also exempt under the terms of FRS8 from disclosing related party transactions with entities that are part of the Commerzbank group or investees of the Commerzbank group.

#### 2. TURNOVER

Turnover is stated exclusive of value added tax and represents fees receivable in respect of investment management and advisory fees, administration fees, investment performance fees and investment trust savings scheme fees.

Turnover and profit before taxation relate to one class of business activity, namely investment management. In the opinion of the directors it is neither practicable nor in the best interest of the company to analyse turnover and attributable profits between earnings from UK and overseas clients. Segment information is provided in the accounts of Commerzbank AG.

Turnover includes management and advisory fees receivable from group undertakings of £31,963,468 (2003: £18,099,904).

#### 3. PROFIT ON ORDINARY ACTIVITIES

	2004	2003
Profit before tax is stated after charging:	£	£
Amounts written-off intangible assets	12,643	5,617,865
Depreciation	779,332	771,997
Auditor's remuneration – audit	54,090	48,340
Auditors' remuneration – other services	10,400	15,400

# JUPITER ASSET MANAGEMENT LIMITED

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 4. EMPLOYEE INFORMATION

#### a. Employment costs, including directors

	2004	2003
	£	£
Wages and salaries	27,459,575	30,194,227
Social security costs	3,403,690	3,842,277
Other pension costs	1,824,935	1,886,765
	<u>32,688,200</u>	<u>35,923,269</u>

Wages and salaries include employee incentive arrangements of £14,156,713 (2003: £15,097,009).

	2004	2003
b. The average number of persons employed by the company during the year, including directors	<u>172</u>	<u>175</u>

#### c. Pension arrangements

The company contributes to a defined contribution pension scheme for the benefit of its employees. The contributions are made at the rate of 15% of gross salary into the Jupiter Pension Scheme. No liability is included in the balance sheet as no obligations were outstanding at the balance sheet date.

### 5. DIRECTORS' EMOLUMENTS

The directors provide services to a number of Jupiter group companies and the emoluments of a number of directors are charged to other Jupiter group companies. The below emoluments represent an apportionment of their emoluments in respect of this company and its subsidiaries only.

#### a. Directors' emoluments

	2004	2003
	£	£
Aggregate amounts (excluding shares) receivable under long-term incentive schemes	2,490,827	7,831,943
Compensation for loss of office	-	1,021,461
Other emoluments including bonuses	16,667,213	10,153,206
Pension contributions	1,139,010	1,288,977
	<u>20,297,050</u>	<u>20,295,587</u>

Pension contributions were made to defined contribution pension schemes during the year on behalf of forty-one directors (2003: forty-six).

# JUPITER ASSET MANAGEMENT LIMITED

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 5. DIRECTORS' EMOLUMENTS (CONTINUED)

#### b. Emoluments of the highest paid director

	2004 £	2003 £
Emoluments including amounts (excluding shares) receivable under long-term incentive arrangements	5,478,913	8,126,129
Pension contributions	24,075	19,718
	<u>5,502,988</u>	<u>8,145,847</u>

### 6. INTEREST RECEIVABLE

	2004 £	2003 £
Deposit interest	1,295,659	565,828
Tax repayment supplement	177,327	-
	<u>1,472,986</u>	<u>565,828</u>

### 7. INTEREST PAYABLE

	2004 £	2003 £
Other finance costs adjacent to interest	(554)	1,150
	<u>(554)</u>	<u>1,150</u>

This relates to the unwinding of discounts applied in the calculation of deferred consideration. In 2004 a credit arose as a result of significant reductions in the amount of consideration payable by comparison to amounts previously deferred.

### 8. TAXATION

	2004 £	2003 £
UK Corporation tax at 30%	1,762,705	2,133,308
Adjustments in respect of prior years	1,100,129	1,117,495
	<u>2,862,834</u>	<u>3,250,803</u>
Deferred tax (credit)/charge	(160,257)	(1,443,086)
	<u>2,702,577</u>	<u>1,807,717</u>

# JUPITER ASSET MANAGEMENT LIMITED

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 8. TAXATION (CONTINUED)

	2004 £	2003 £
<b>Reconciliation of tax charge:</b>		
Profit before tax	<u>20,019,303</u>	<u>10,972,737</u>
<i>Effect of:</i>		
UK Corporation tax at 30%	6,005,791	3,291,821
Dividends from shares in subsidiary undertakings	(3,300,000)	(3,150,000)
Amortisation of goodwill	3,627	1,685,359
Non-deductible expenses	29,555	21,705
Other non-taxable income and expenditure	(25,911)	(41,168)
Losses surrendered by immediate parent undertaking	(207,514)	-
Additional group relief consideration payable in respect of prior periods	88,556	-
Other adjustments in respect of prior years	1,011,573	1,117,495
Movement in timing differences	<u>(742,843)</u>	<u>325,591</u>
	<u>2,862,834</u>	<u>3,250,803</u>

No payments are to be made for the losses surrendered by the immediate parent undertaking.

#### Movement in deferred tax asset is as follows:

	At 1 January 2004 £	Addition / (release) in the year £	At 31 December 2004 £
Short term timing differences	<u>1,936,712</u>	<u>160,257</u>	<u>2,096,969</u>

# JUPITER ASSET MANAGEMENT LIMITED

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

9. INTANGIBLE FIXED ASSETS	2004 £
<b>Cost</b>	
At beginning of year	145,274
Adjustments to cost in respect of deferred payments	(18,926)
At end of year	126,348
<b>Amortisation</b>	
At beginning of year	41,506
Charge for the year	12,643
At end of year	54,149
<b>Net book value – 31 December 2004</b>	<b>72,199</b>
Net book value – 31 December 2003	103,768

Intangible assets relate to the acquisition of management contracts in respect of clients acquired from Lazard Asset Management Limited.

## 10. TANGIBLE FIXED ASSETS

	Furniture £	Office and Computer equipment £	Motor Vehicles £	Total £
<b>Cost:</b>				
Brought forward	8,544	4,947,535	470,859	5,426,938
Additions	-	964,753	212,819	1,177,572
Disposals	-	-	(168,416)	(168,416)
Carried forward	8,544	5,912,288	515,262	6,436,094
<b>Depreciation:</b>				
Brought forward	8,544	2,940,881	265,948	3,215,373
Charge for the year	-	671,158	108,174	779,332
Disposals	-	-	(139,976)	(139,976)
Carried forward	8,544	3,612,039	234,146	3,854,729
<b>Net book value:</b>				
<b>At 31 December 2004</b>	<b>-</b>	<b>2,300,249</b>	<b>281,116</b>	<b>2,581,365</b>
At 31 December 2003	-	2,006,654	204,911	2,211,565

# JUPITER ASSET MANAGEMENT LIMITED

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 11. FIXED ASSET INVESTMENTS

	Listed UK £	Listed Overseas £	Total £
<b>Investments</b>			
At 1 January 2004	150,164	41,108	191,272
Capital distribution received	(3,000)	-	(3,000)
At 31 December 2004	147,164	41,108	188,272
<b>Amounts provided for</b>			
At 1 January 2004	59,891	-	59,891
Increase/(release) of provision	(29,459)	-	(29,459)
At 31 December 2004	30,432	-	30,432
<b>Carrying value at 31 December 2004</b>	<b>116,732</b>	<b>41,108</b>	<b>157,840</b>
Carrying value at 31 December 2003	90,273	41,108	131,381
<b>Market value at 31 December 2004</b>	<b>116,732</b>	<b>97,927</b>	

### 12. INVESTMENT IN SUBSIDIARIES

Investment in subsidiary undertakings are stated at cost. In the opinion of the directors, the aggregate value of the investment in subsidiary undertakings is not less than the amount at which they are stated in the financial statements.

The principal operating wholly owned subsidiary is Jupiter Unit Trust Managers Limited, which is incorporated in England and Wales and operates as a unit trust management company.

# JUPITER ASSET MANAGEMENT LIMITED

## NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 13. DEBTORS

	2004 £	2003 £
<b>Amounts falling due within one year</b>		
Trade debtors	5,811,586	15,422,819
Amounts due from fellow subsidiary undertakings	6,369,182	8,278,192
Amounts due from parent undertaking	268,514	-
Deferred tax asset	2,056,950	1,692,000
Other debtors	343,501	173,347
Prepayments and accrued income	1,011,697	1,223,329
	<u>15,861,430</u>	<u>26,789,687</u>
<b>Amounts falling due after more than one year</b>		
Deferred tax asset	<u>40,019</u>	<u>244,712</u>

Deferred tax assets relate to short term timing differences.

	2004 £	2003 £
<b>Deferred tax asset comprises:</b>		
Capital allowances	40,019	36,306
Other timing differences	2,056,950	1,900,406
	<u>2,096,969</u>	<u>1,936,712</u>

	2004 £	2003 £
<b>Reconciliation of deferred tax asset:</b>		
Deferred taxation assets brought forward	1,936,712	493,626
Credit / (charge) to the profit and loss account	<u>160,257</u>	<u>1,443,086</u>
Deferred taxation assets carried forward	<u>2,096,969</u>	<u>1,936,712</u>

**JUPITER ASSET MANAGEMENT LIMITED**  
**NOTES TO THE ACCOUNTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2004**

**14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2004 £	2003 £
Amount due to subsidiary undertaking	500,346	21,094
Amount due to fellow subsidiary undertaking	1,524,945	272,569
Amount due to parent undertaking	-	489,433
Other creditors	247,785	606,580
Deferred consideration	-	31,787
Corporation tax payable	2,584,277	3,250,803
Accruals and deferred income	17,057,838	22,032,818
	<u>21,915,191</u>	<u>26,705,084</u>

**15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2004 £	2003 £
Amount due to fellow subsidiary undertaking	262,500	262,500
Other creditors	297,920	694,689
	<u>560,420</u>	<u>957,189</u>

**16. CALLED UP SHARE CAPITAL**

	2004 £	2003 £
Authorised, allotted, called up and fully paid:		
Ordinary shares of £1 each	<u>19,000,000</u>	<u>19,000,000</u>



## JUPITER ASSET MANAGEMENT LIMITED

### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

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#### 17. PROFIT AND LOSS ACCOUNT

	2004 £	2003 £
Profit after taxation	17,316,726	9,165,020
Dividends paid	(5,000,000)	(8,500,000)
Retained profit for the year	<u>12,316,726</u>	<u>665,020</u>
Profit and loss account at beginning of year	<u>5,160,066</u>	<u>4,495,046</u>
Profit and loss account at end of year	<u>17,476,792</u>	<u>5,160,066</u>

#### 18. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2004 £	2003 £
Profit after taxation	17,316,726	9,165,020
Dividends paid	(5,000,000)	(8,500,000)
Net movement in shareholders' funds	<u>12,316,726</u>	<u>665,020</u>
Shareholders' funds at beginning of year	<u>24,906,880</u>	<u>24,241,860</u>
Shareholders' funds at end of year	<u>37,223,606</u>	<u>24,906,880</u>

#### 19. RELATED PARTY ARRANGEMENTS

The company manages a number of investment trusts and funds. The company receives a management fee from these entities for managing the assets, and in some instances a performance fee. The precise fee arrangements for the different entities are disclosed within the accounts of each entity or within other information which is publicly available.

The majority of the directors of these trusts are independent of the company.

Total amounts received by way of management fees and performance fees are included in turnover. Included within listed investments in note 11 are investments in investment trusts and funds managed by the company.

## JUPITER ASSET MANAGEMENT LIMITED

### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004

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#### 20. DIRECTORS' INTERESTS

The beneficial interests of those directors who are also directors of Jupiter International Group PLC are disclosed in the accounts of that company. The beneficial interest of the directors at 31 December 2004, who were not directors of Jupiter International Group PLC, as defined by the Companies Act 1985 in the share capital of Commerz Asset Management (UK) plc were as follows:

	Ordinary 'C' Shares	
	2004	2003 (or date of appointment)
K Booth	62,073	93,109
V A Cazalet	181,564	242,085
J M Chatfeild Roberts	89,250	133,875
C Chisholm	161,390	242,085
K S Cliff	49,659	74,488
R Corfield	413,820	496,584
K W Crawford	130,353	195,530
F S H Ellison	93,109	139,664
E Howard Boyd	50,000	75,000
L Howard-Spink	99,317	148,975
P T Lawery	44,650	66,975
A J Macdonald	75,000	112,500
K A Meehan	62,073	93,109
R V Parker	130,353	195,530
R N G Pavry	62,073	93,109
S B Pearson	625,000	750,000
L G Petar	193,629	288,639
P Rajasekaran	479,327	670,388
J C A Seager	617,160	763,497
P A Sheehan	318,258	401,250
A E J Smith-Maxwell	44,650	66,975
J C Stevenson	130,353	195,530
P R Withers Green	31,037	46,555
T B C H Woods	62,073	93,109

#### 21. VOLUNTARY SETTLEMENT

The Financial Services Authority ("FSA") has been conducting an investigation into the activities of a number of fund managers and brokers within the split capital investment trust sector. In common with other firms involved in these investigations, the company has agreed to make a voluntary contribution of £3.65 million, representing 1.88% of the total contributions of £194 million, to a central fund to achieve resolution of this matter. The FSA has made no determination of any regulatory breach or imposed any penalties on the company in connection with this issue.

## **JUPITER ASSET MANAGEMENT LIMITED**

### **NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2004**

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#### **22. ULTIMATE HOLDING COMPANY**

The company's accounts present information about the company as a whole and not about its group. The company has taken advantage of the exemption under Section 228 of the Companies Act 1985 not to prepare group accounts.

The ultimate holding company is Commerzbank AG, which is registered in Germany. The results of the company have been included in the consolidated accounts of Commerzbank AG which are available from their offices at D – 60261 Frankfurt am Main, Germany.