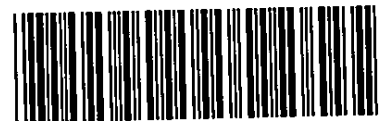


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THOMAS MILLER (UK) HOLDINGS COMPANY LTD  
(formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)

REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2013

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Company number 03766242

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

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**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

R Cunningham	Resigned 10 December 2013
B M Kesterton	
K E Verna	Resigned 10 December 2013
N J Whitear	Resigned 10 December 2013
H J Wynn-Williams	
C E Fenton	Appointed 10 December 2013
J M Goldthorpe	Appointed 10 December 2013

**SECRETARY**

K P Halpenny

**REGISTERED OFFICE**

90 Fenchurch Street  
London  
EC3M 4ST

**AUDITOR**

Deloitte LLP  
Chartered Accountants  
London  
United Kingdom

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 2013**

The directors present their annual report on the affairs of Thomas Miller (UK) Holdings Company Ltd and its subsidiary undertakings ("the group"), together with the financial statements and auditor's report, for the year ended 31 December 2013

**Results and dividends**

The profit and loss account for the year is set out on page 7. The profit on ordinary activities after taxation amounted to £1,129,805 (2012 - £3,817,515)

During the year dividends were declared as follows

	2013 £	2012 £
Final dividend in respect of the year ended 31 December 2013	4,490,000	-
Final dividend in respect of the year ended 31 December 2012	-	2,970,000
	<u>4,490,000</u>	<u>2,970,000</u>

**Directors**

The present membership of the board of directors is shown on page 2, all of whom held office throughout the year, except as noted

B M Kesterton, C E Fenton, J M Goldthorpe and H J Wynn-Williams are directors of the ultimate parent company, Thomas Miller Holdings Ltd

**Directors' indemnity**

The ultimate parent company Thomas Miller Holdings Ltd has made qualifying third party indemnity provisions for the benefit of its subsidiaries' directors that remain in force at the date of this report.

**Auditor**

Each of the persons who is a director at the date of approval of this report confirms that

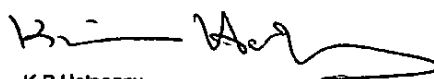
- (1) so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- (2) the director has taken all the steps that he / she ought to have taken as a director in order to make himself / herself aware of any relevant audit information and to establish that the company's auditor is aware of the information

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006

A resolution to reappoint Deloitte LLP will be proposed at the forthcoming Annual General Meeting

90 Fenchurch Street  
London  
EC3M 4ST

By Order of the Board



K P Halpenny  
Secretary

20 June 2014

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**STRATEGIC REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2013**

**Principal activity and business review**

The company is a wholly owned subsidiary of Thomas Miller Holdings Ltd, a company incorporated in Bermuda

On 23 December 2013 the company changed its name from Miller Profit Sharing Scheme Trustees Limited to Thomas Miller (UK) Holdings Company Ltd

On 31 December 2013, the company became the holding company for eleven fellow subsidiary undertakings. The shares were transferred from the groups' ultimate parent company, Thomas Miller Holdings Ltd

The subsidiaries principally affecting the profits or net assets of the group in the year are listed in note 6 to the financial statements

As noted in the directors' report, the profit on ordinary activities after taxation amounted to £1,129,805 (2012 - £3,817,515). The main activities of the company's subsidiaries include the provision of general management and agency services to various clients. Thomas Miller & Co Limited, a fellow subsidiary undertaking, provides the personnel, the office space and other services and equipment required for the conduct of the groups' businesses, and charges the group accordingly. A change in the recharging methodology has led to a reduction in the profits of the group. No change is envisaged in these arrangements for 2014 and beyond.

**Financial risk management including principal risks and uncertainties**

The group is exposed to financial risk through its financial assets and financial liabilities. In particular, the key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from financial liabilities as they fall due. The most important components of this financial risk are currency risk and credit risk.

The group finance director, advised by the Treasury Advisory Committee, monitors and aims to reduce exposure to the various components of financial risk. Through the Committee, the group finance director takes advice to ensure that he acts in line with the terms of reference approved by the board of the ultimate parent company, Thomas Miller Holdings Ltd.

**Currency risk**

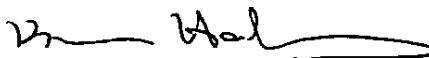
The group manages its currency risk in respect of its income and expenditure streams and its balance sheet exposure. Currency risk exists from the group's residual exposure to adverse movements in exchange rates in respect of its foreign currency movements and balances. This risk is managed within the group by collecting management fees in currencies which match the costs of the overseas group companies and through balancing the levels of currency assets and liabilities which may involve the use of forward exchange contracts. Foreign exchange differences are charged to the profit and loss account.

**Credit risk**

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. The main area where the company is exposed to credit risk is in relation to amounts due from the ultimate parent company, from fellow subsidiary undertakings, financial institutions and other customers. However, the balances due are readily realisable and the company is comfortable that the counterparties have sufficient resources to meet their obligations.

90 Fenchurch Street  
London  
EC3M 4ST

By Order of the Board



K P Halpenny  
Secretary

20 June 2014

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**DIRECTORS' RESPONSIBILITIES STATEMENT**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 judgments and accounting estimates that are reasonable and prudent, 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 are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

We have audited the financial statements of Thomas Miller (UK) Holdings Company Ltd (formerly Miller Profit Sharing Scheme Trustees Limited) for the year ended 31 December 2013 which comprise the consolidated profit and loss account, the consolidated and individual company balance sheets the consolidated and individual company combined reconciliation of movements in shareholders' funds and movement in reserves and the related notes 1 to 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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, 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**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2013 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, 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 directors' report and strategic 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, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors' report.



Colin Rawlings (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor

London, UK

9 July 2014

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2013**

	Notes	2013 £	2012 £
Turnover	2	65,307,508	66,107,978
Administrative expenses		<u>(63,638,232)</u>	<u>(61,051,850)</u>
Profit on ordinary activities before taxation	3	1,471,276	5,056,128
Tax on profit on ordinary activities	5	<u>(341,471)</u>	<u>(1,238,613)</u>
Profit on ordinary activities after taxation		<u>1,129,805</u>	<u>3,817,515</u>

There are no recognised gains or losses other than the profit for the current financial year and for the preceding year shown above. Accordingly, no statement of total recognised gains and losses is required.

All amounts derive from continuing operations.

The notes on pages 11 to 15 form an integral part of these financial statements.




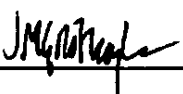
**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2013**

	Notes	2013 £	2012 £
<b>Current assets</b>			
Debtors	7	8,980,330	11,563,811
Cash at bank		21,301	53,418
		<u>9,001,631</u>	<u>11,617,229</u>
<b>Creditors. Amounts falling due within one year</b>	8	<u>(6,434,320)</u>	<u>(5,689,723)</u>
<b>Net current assets</b>		<u>2,567,311</u>	<u>5,927,506</u>
<b>Total assets less current liabilities</b>		<u>2,567,311</u>	<u>5,927,506</u>
<b>Capital and reserves</b>			
Called up share capital		10,608	10,608
Share premium account		2,532,908	2,532,908
Profit and loss account		23,795	3,383,990
<b>Shareholder's funds</b>		<u>2,567,311</u>	<u>5,927,506</u>

The financial statements of Thomas Miller (UK) Holdings Company Ltd (formerly Miller Profit Sharing Scheme Trustees Limited) (registered number 03786242) were approved by the board of directors and authorised for issue on 20 June 2014. They were signed on its behalf by

 Director B M Kesterton

 Director J M Goldthorpe

The notes on pages 11 to 15 form an integral part of these financial statements

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**COMBINED RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS AND MOVEMENTS IN RESERVES FOR THE YEAR ENDED 31 DECEMBER 2013**

	Share capital	Share premium	Profit and loss account	2013 Total	2012 Total
	£	£	£	£	£
<b>Group</b>					
Profit for the financial year	-	-	1,129,805	1,129,805	3,817,515
Dividends paid	-	-	(4,490,000)	(4,490,000)	(2,970,000)
Net (decrease) / increase in shareholder's funds	-	-	(3,360,195)	(3,360,195)	847,515
Opening shareholder's funds	10,808	2,532,908	3,383,990	5,927,508	5,079,991
Closing shareholder's funds	10,808	2,532,908	23,795	2,567,311	5,927,508

The dividends paid were declared as final and were paid by the subsidiaries of this company prior to their acquisition from the ultimate parent company, Thomas Miller Holdings Ltd

	Share capital	Share premium	Profit and loss account	2013 Total	2012 Total
	£	£	£	£	£
<b>Company</b>					
Loss for the financial year	-	-	(24)	(24)	(23)
New shares issued	10,808	2,532,908	-	2,543,514	-
Net increase / (decrease) in shareholder's funds	10,808	2,532,908	(24)	2,543,490	(23)
Opening shareholder's funds	2	-	12,569	12,571	12,594
Closing shareholder's funds	10,808	2,532,908	12,545	2,556,061	12,571

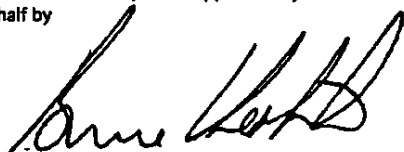
The notes on pages 11 to 15 form an integral part of these financial statements

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**COMPANY BALANCE SHEET AS AT 31 DECEMBER 2013**

	Notes	2013 £	2012 £
<b>Fixed assets</b>			
Investments - subsidiary undertakings	6	2,543,514	-
<b>Current assets</b>			
Debtors	7	75,075	75,023
Cash at bank		-	76
		<u>2,618,589</u>	<u>75,099</u>
<b>Creditors Amounts falling due within one year</b>	8	<u>(62,528)</u>	<u>(62,528)</u>
<b>Net current assets</b>		<u>2,556,061</u>	<u>12,571</u>
<b>Total assets less current liabilities</b>		<u>2,556,061</u>	<u>12,571</u>
<b>Capital and reserves</b>			
Called up share capital	9	10,608	2
Share premium account		2,532,908	-
Profit and loss account		12,545	12,569
<b>Shareholder's funds</b>		<u>2,556,061</u>	<u>12,571</u>

The financial statements of Thomas Miller (UK) Holdings Company Ltd (formerly Miller Profit Sharing Scheme Trustees Limited) (registered number 03766242) were approved by the board of directors and authorised for issue on 20 June 2014. They were signed on its behalf by



Director B M Kesterton



Director J M Goldthorpe

The notes on pages 11 to 15 form an integral part of these financial statements

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**NOTES TO THE ACCOUNTS FOR YEAR ENDED 31 DECEMBER 2013**

**1 Accounting policies**

**1.1 Basis of preparation**

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards and under the historical cost convention. The accounting policies that have been adopted have been applied consistently throughout the year and preceding year. The specific policies are described below.

**1.2 Going concern**

The business activities of the group are set out in the directors' report.

On 31 December 2013, the company became the holding company of several subsidiary undertakings, all of which operate as going concern businesses.

The group has net current assets. The majority of these consist of intercompany balances due from the parent and a fellow subsidiary company both of which have sufficient resources to meet their obligations. These balances are readily realisable.

As a consequence, the directors believe that the group is well placed to manage its business risks successfully in the current economic environment. Therefore, the directors continue to apply the going concern basis.

**1.3 Basis of consolidation**

The group financial statements consolidate the results of Thomas Miller (UK) Holdings Company Ltd and all its subsidiary undertakings drawn up to 31 December each year.

The acquisition of the subsidiaries from Thomas Miller Holdings Ltd meets the conditions for group reconstruction relief and merger accounting is used. The cost of investment in the company's financial statements is recorded at the book value of the investments in Thomas Miller Holdings Ltd at the date of exchange.

The results of the companies are dealt with under merger accounting and are included as if the merger has been effected throughout the current and previous financial year in the consolidated financial statements.

**1.4 Turnover**

Turnover, which excludes value added tax, represents the value of management and agency fees attributable to the accounting year. Amounts not attributable to the accounting year are recognised as deferred income.

**1.5 Foreign currencies**

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated at the rates ruling at that date. These translation differences are dealt with in the profit and loss account.

**1.6 Cash flow statements**

The company is exempt from producing a cash flow statement under FRS1 (revised 1996) "Cash flow statements" as more than 90% of the voting rights are owned by its ultimate parent undertaking (note 12) whose published, publicly available, accounts include a consolidated cash flow statement.

**1.7 Investment in subsidiary undertakings**

Investments in subsidiary undertakings held as fixed assets are stated at cost less any provision for impairment.

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**NOTES TO THE ACCOUNTS FOR YEAR ENDED 31 DECEMBER 2013 (continued)**

**1.8 Taxation**

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements

Deferred tax assets are recognised to the extent that it is regarded more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted

**2. Turnover**

Turnover by location of client

	2013 £	2012 £
Bermuda	-	3,919
United Kingdom	65,288,942	66,072,963
Americas	13,240	2,509
Asia Pacific	5,326	28,587
	<u>65,307,508</u>	<u>66,107,978</u>

**3 Operating profit**

	2013 £	2012 £
This is stated after charging		
Auditor's remuneration		
- Audit fees in relation to the audit of the group and company's annual accounts	<u>6,800</u>	<u>820</u>

The auditors' remuneration of £820 in 2012 relates only to the audit of the company's annual accounts

**4 Directors' remuneration**

The directors of the company include a number of directors who are also directors of other companies within the Thomas Miller Holdings group. The directors do not consider it practicable or appropriate to allocate directors' services between individual subsidiary companies. The directors of the company received aggregate emoluments of £2,044,688 (2012 - £1,912,971) relating to their services to all companies within the Thomas Miller Holdings group.

The value of contributions paid, or treated as paid, by a person other than the director to whom retirement benefits are accruing in respect of directors' qualifying services to the extent that the contributions might lead to money purchase benefits being payable was £117,329 (2012 - £113,458)

The number of directors who

	2013 Number	2012 Number
Are members of a defined benefit scheme	6	5
Are members of a defined contribution scheme	6	4
Exercised options over shares in the ultimate parent company	2	1
Had awards receivable in the form of shares under a long-term incentive scheme	6	2

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**NOTES TO THE ACCOUNTS FOR YEAR ENDED 31 DECEMBER 2013 (continued)**

**5 Tax on profit on ordinary activities**

	2013 £	2012 £
a) Analysis of tax charge for the year		
Current tax		
UK corporation tax at 23.25% (2012 - 24.5%)	341,471	1,238,613
Tax on profit on ordinary activities	<u>341,471</u>	<u>1,238,613</u>

**b) Factors affecting tax credit for the year**

The tax for the year is lower than the standard rate of corporation tax for the year. The differences are explained below:

Profit on ordinary activities before tax	1,471,276	5,056,128
Profit on ordinary activities before tax multiplied by standard rate of corporation tax in the UK of 23.25% (2012 - 24.5%)	342,022	1,238,613
Profits of subsidiaries taxed at lower rates of tax	(551)	-
Tax on profit on ordinary activities	<u>341,471</u>	<u>1,238,613</u>

There is no deferred tax charge for the year (2012 - £nil)

The UK standard rate of corporation tax changed to 23% with effect from 1 April 2013

**6 Investments in subsidiaries**

On 31 December 2013, the company acquired the entire ordinary share capital of the following companies from Thomas Miller Holdings Ltd

Name of Company	Consideration £
Manne Response Services Ltd	100
H A P M Management Company Limited	2
Signum Services Ltd	210
International Transport Intermediaries Management Company Ltd	543,000
Thomas Miller P&I Ltd	400
Thomas Miller P&I (Europe) Ltd	2
Thomas Miller Defence Ltd	490,000
Thomas Miller Professional Indemnity (Holdings) Limited	132,200
Thomas Miller War Risks Services Limited	43,500
Through Transport Mutual Services (UK) Limited	1,334,000
Codal Limited	100
	<u>2,543,514</u>

**Shares in subsidiary undertakings**

	2013 £	2012 £
Cost and net book value		
As at 1 January	-	-
Additions	2,543,514	-
As at 31 December	<u>2,543,514</u>	<u>-</u>

Details of the investments in which the group or the company holds more than 10% of the nominal value of any class of share capital are shown below. The various undertakings provide services to mutual insurance companies and 100% of ordinary shares and voting rights are held, unless otherwise stated. Unless indicated to the contrary, all investments are held by the company and incorporated in the United Kingdom and registered in England and Wales.

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**NOTES TO THE ACCOUNTS FOR YEAR ENDED 31 DECEMBER 2013 (continued)**

**6 Investments in subsidiaries (continued)**

<b>Name of Company</b>	<b>Nature of business</b>
Manne Response Services Ltd	Agency services
H A P M Management Company Limited	Management services
Signum Services Ltd	Investigation and security services
International Transport Intermediaries Management Company Ltd	Management services
Thomas Miller P&I Ltd	Agency services
Thomas Miller P&I (Europe) Ltd	Agency and management services
Thomas Miller Defence Ltd	Agency and management services
Thomas Miller Professional Indemnity (Holdings) Limited	Investment holding
Thomas Miller Professional Indemnity Limited*	Management services
S I M I A Management Company*	Management services
H A M I A Management Company*	Management services
Bar Mutual Management Company*	Management services
Thomas Miller War Risks Services Limited	Consultancy and management services
Through Transport Mutual Services (UK) Limited	Agency and management services
Codal Limited	Consultancy services

\* Held via an intermediate holding company

For the year ended 31 December 2013, these subsidiaries will be taking advantage of section 479a of the Companies Act 2006 the exemption from an audit of their financial statements

**7 Debtors**

	<b>Company 2013 £</b>	<b>Group 2013 £</b>	<b>Company 2012 £</b>	<b>Group 2012 £</b>
Amounts owed by parent and fellow subsidiary undertakings	75,075	7,928,748	75,023	11,264,101
Trade debtors	-	927,361	-	28,587
Other debtors	-	2,479	-	3,439
Accrued income	-	121,742	-	267,684
	<b>75,075</b>	<b>8,980,330</b>	<b>75,023</b>	<b>11,563,811</b>

**8 Creditors**

	<b>Company 2013 £</b>	<b>Group 2013 £</b>	<b>Company 2012 £</b>	<b>Group 2012 £</b>
Amounts falling due within one year				
Amounts owed to fellow subsidiary undertakings	62,528	-	62,528	2,556,051
Corporation tax	-	116,322	-	623,201
Other creditors	-	431,626	-	53,082
Accruals	-	800	-	-
Deferred income	-	5,885,572	-	2,457,389
	<b>62,528</b>	<b>6,434,320</b>	<b>62,528</b>	<b>5,689,723</b>

**9 Share capital**

	<b>2013 £</b>	<b>2012 £</b>
<b>Called up, allotted and fully paid of the company</b>		
Equity interests 10,608 (2012 - 2) ordinary shares of £1 each	<b>10,608</b>	<b>2</b>

10,606 shares were issued during the year

**THOMAS MILLER (UK) HOLDINGS COMPANY LTD (formerly MILLER PROFIT SHARING SCHEME TRUSTEES LIMITED)**

**NOTES TO THE ACCOUNTS FOR YEAR ENDED 31 DECEMBER 2013 (continued)**

**10 Company status**

The company is incorporated in the United Kingdom and registered in England and Wales with limited liability

**11 Related parties**

The company has taken advantage of the exemption available under Financial Reporting Standard 8 "Related party disclosures" not to disclose transactions between entities, 100% or more of whose voting rights are controlled within the Thomas Miller Holdings group

Some of the directors who had awards receivable in the form of shares under a long term incentive scheme, took up the option to have part of their remuneration as included in note 4 paid into the pension schemes of close family members

**12 Ultimate controlling parties**

The company's immediate and ultimate parent company and controlling party is Thomas Miller Holdings Ltd, a company registered in Bermuda. Thomas Miller Holdings Ltd is the parent undertaking of the smallest and largest group in which the company is consolidated. Copies of the financial statements for Thomas Miller Holdings Ltd may be obtained from the Company Secretary, Thomas Miller Holdings Ltd, 90 Fenchurch Street, London, EC3M 4ST.