FAM Services Limited

Group Report and Audited Financial Statements

For the year ended 31 December 2014

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Administrative information

Director

A D Stevens

Secretary

J Davidson

Auditors

Ernst & Young LLP I More London Place London SEI 2AF

Bankers

Coutts & Co 188 Fleet Street London EC4A 2HY

Solicitors

Withers LLP 16 Old Bailey London EC4M 7EG

Registered Office

Marble Arch House 66 Seymour Street London WIH 5BT

Strategic report

The director presents his strategic report on the group for the year ended 31 December 2014. The group comprises FAM Services Limited and its subsidiary undertakings, Fulcrum Asset Management LP, Fulcrum Asset Management LP and Fulcrum Asset Management GP LLC.

Business review

The past year has continued to see an extremely challenging market environment for the Alternative Investment Industry and in light of this the results and the financial position at the year end were considered satisfactory by the director.

The director does not see any change in the nature of the group activity going forward.

Results and dividends

The group profit for the year under review, after taxation and minority interest, is shown in the profit and loss account on page 7. The group balance sheet on page 8 shows a satisfactory year end position with net assets of £1,047,540 (2013: £1,104,511). No dividend was paid during the current or previous year.

Risk management

The principal risk affecting the group is the performance of funds under management as these generate its revenue. The immediate risk to the group of underperforming funds is a decline in revenues, and, longer-term, the risk of redemptions in the funds managed by the group.

Other key risks relate to the company's ability to attract and retain key investment management personnel.

The company operates systems and controls to mitigate any adverse effects across the range of risks that it faces. The company has no significant exposure to price, credit or interest rate risk.

Key performance indicators

The company's activities relate directly to those of its subsidiary, Fulcrum Asset Management LLP ("LLP"). The key performance indicators are therefore linked to those of the LLP which relate to the growth of funds under management and the performance of the funds managed.

Going concern

The group currently has sufficient financial resources. It is envisaged that assets under management of Fulcrum Asset Management Limited will be maintained at such a level that the related management and performance fee income of the group will continue to exceed costs during the next twelve months.

The director has assessed the going concern status of the group and concluded that there are no material uncertainties that may cast significant doubt about the group's ability to continue as a going concern.

On behalf of the board

A D Stevens

Director

03 September 2015

Director's report

For the year ended 31 December 2014

The director presents his report and the audited financial statements of the company and of the group for the year ended 31 December 2014.

Principal activity

The principal activity of the company is that of a service company, providing such services to its subsidiary, Fulcrum Asset Management LLP ("the LLP"). The LLP is a limited liability partnership incorporated in England and Wales whose principal activity is the provision of investment management services. The LLP was authorised and regulated by the Financial Conduct Authority ('FCA'), previously Financial Services Authority ('FSA'), on 14 April 2004.

The director does not see any change in the nature of the group activity going forward.

Director

The director during the year under review and up to the date of this report was A D Stevens.

Director's statement as to disclosure of information to auditors

The director has taken all steps that he ought to have taken as director to make himself aware of any relevant audit information and to establish that the auditors are aware of this information. So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware.

Auditors

The auditors, Ernst & Young LLP, have indicated their willingness to continue in office. A resolution to reappoint Ernst & Young LLP as auditors will be put to the director at the meeting held to approve these financial statements.

On behalf of the board

A D Stevens Director

03 September 2015

Statement of director's responsibilities

The director is responsible for preparing the Strategic Report, Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that year. In preparing those financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- · make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditor's report

To the members of FAM Services Limited

We have audited the financial statements of FAM Services Limited for the year ended 3! December 2014 which comprise the Group profit and loss account, the Group balance sheet, the Company balance sheet, the Group cash flow statement, the Group statement of total recognised gains and losses and the related notes 1 to 17. 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 the director and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the director is 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 group's and the parent 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 describe 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 of the parent company's affairs as at 31 December 2014 and of the group's loss 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 Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

'n,

Independent auditor's report

To the members of FAM Services Limited (continued)

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

Julian Young (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

London

3 September 2015

Group profit and loss account

For the year ended 31 December 2014

		2014	2013
	Note	£	£
Turnover	1,2	11,038,016	9,726,064
Administrative expenses		(8,826,561)	(7,763,705)
Operating profit	3	2,211,455	1,962,359
Loss on disposal of tangible assets Interest receivable		(10,600) 3,951	1,250
Profit on ordinary activities before taxation		2,204,806	1,963,609
Tax on ordinary activities	5	(87,316)	(19,500)
Profit on ordinary activities after taxation		2,117,490	1,944,109
Minority interest	11	(2,174,461)	(1,648,355)
(Loss)/profit for the financial year	13	(56,971)	295,754

All amounts are in respect of continuing activities.

Group statement of total recognised gains and losses

The group has no recognised gains or losses other than the loss for the current year and profit for the previous year as shown above and therefore no separate statement of total recognised gains and losses has been presented.

Group balance sheet

At 31 December 2014

		2014	2013
	Note	£	£
Fixed assets			
Tangible fixed assets	6	1,400,243	270,918
Investments	7	48,764	47,169
		1,449,007	318,087
Current assets			
Debtors: amounts falling due within one year	8	2,006,680	2,013,587
Debtors: amounts falling due after more than one year	8	-	327,357
Cash in hand and at bank		1,194,552	1,447,312
		3,201,232	3,788,256
Creditors: amounts falling due within one year	9	(2,434,610)	(1,499,434)
Net current assets		766,622	2,288,822
Total assets less current liabilities		2,215,629	2,606,909
Creditors: amounts falling due after more than one year	10	(247,181)	(247,181)
		1,968,448	2,359,728
Minority interest	11	(920,908)	(1,255,217)
Net assets		1,047,540	1,104,511
Capital and reserves			
Called up share capital	12	437,500	437,500
Share premium	13	667,011	667,011
Profit and loss account	13	(56,971)	
Shareholders' funds	13	1,047,540	1,104,511

The financial statements were approved by the board on 03 September 2015 and authorised for issue on its behalf by:

A D Stevens Director

Company balance sheet

At 31 December 2014

		2014	2013
	Note	£	£
Fixed assets			
Tangible fixed assets	6	1,400,243	270,918
Investments	7	1,395,000	1,395,000
		2,795,243	1,665,918
Current assets			
Debtors: amounts falling due within one year	8	768,549	1,291,977
Debtors: amounts falling due after more than one year	8	-	327,357
Cash in hand and at bank		37,184	18,719
		805,733	1,638,053
Creditors: amounts falling due within one year	9	(2,425,418)	(1,376,219)
Net current (liabilities)/assets		(1,619,685)	261,834
Total assets less current liabilities		1,175,558	1,927,752
Creditors: amounts falling due after more than one year	10	(247,181)	(247,181)
Net assets		928,377	1,680,571
Capital and reserves			
Called up share capital	12	437,500	437,500
Share premium	13	667,011	667,011
Profit and loss account	13	(176,134)	576,060
Shareholders' funds	13	928,377	1,680,571

The financial statements were approved by the board on 03 September 2015 and authorised for issue on its behalf by:

A D Stevens Director

Group cash flow statement

For the year ended 31 December 2014

	Note	2014 £	2013 £
Net cash inflow from operating activities	14 (a)	3,646,712	2,192,519
Returns on investments and servicing of finance	14 (b)	3,951	1,250
Taxation	14 (b)	(21,544)	(41,680)
Capital expenditure and investing activities	14 (b) _	(1,373,109)	(233,488)
Net cash inflow before management of liquid resources and financing		2,256,010	1,918,601
Financing	14 (b) _	(2,508,770)	(1,422,276)
(Decrease)/increase in cash	14 (c)	(252,760)	496,325
Reconciliation of net cash flow to movement in net for	unds Note	2014 £	2013 £
(Decrease)/increase in cash in the year	_	(252,760)	496,325
Change in net debt resulting from cash flows	14 (c)	(252,760)	496,325
Net funds at beginning of year		1,447,312	950,987
Net funds at end of year		1,194,552	1,447,312

Notes to the financial statements

For the year ended 31 December 2014

1. Accounting policies

Basis of accounting

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with consistently applied applicable UK accounting standards. The principal accounting policies are set out below.

Basis of consolidation

The consolidated financial statements include the accounts of the company and its subsidiary undertaking (collectively the "group") drawn up to 31 December 2014. All material intercompany transactions and balances have been eliminated in the group financial statements.

No profit and loss account is presented for FAM Services Limited as permitted by section 408 of the Companies Act 2006. Of the group profit for the year, a loss of £752,194 (2013: loss of £142,294) is dealt with in the accounts of the company.

Revenue recognition

Revenue is recognised to the extent that the group obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales tax duty.

Other income

Other income is recognised on an accruals basis and to the extent the group obtains the right to consideration in exchange for its performance.

Operating leases

Rentals paid under operating leases are charged to the profit and loss account as incurred. The value of any rent free periods are amortised over the life of the lease.

Foreign currencies

Assets and liabilities denominated in foreign currency are translated into sterling at the rates of exchange ruling at 31 December 2014. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All currency differences are taken to the profit and loss account.

Taxation and deferred taxation

Provision is made for corporation tax at the current rates on the excess of taxable income over allowable expenses. Deferred taxation is provided on all timing differences that have originated but not reversed by the balance sheet date other than those differences regarded as permanent. An asset is not recognised to the extent that the transfer of economic benefits in the future is uncertain. Any deferred tax assets and liabilities recognised are provided at the average rate of tax expected to apply when the asset and liability crystallise and are not discounted.

Tangible fixed assets

All fixed assets are recorded at cost less accumulated depreciation

Depreciation of fixed assets is calculated to write off their cost less any residual value over their estimated useful lives as follows:

Computer equipment - 3 years straight line
Office equipment - 3 years straight line
Furniture and fittings - 4 years straight line
Leasehold improvements - 5 years straight line

Notes to the financial statements

For the year ended 31 December 2014

1. Accounting policies (continued)

Investments

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

Pensions

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

2. Turnover

Turnover represents management fees and performance fees arising from continuing activities in the United Kingdom.

3. Operating profit

Pension contributions

	2014	2013
Profit on ordinary activities is stated after charging	£	£
Depreciation of tangible fixed assets (note 6) Auditors' remuneration	231,589	136,167
- audit services		
(parent company: £14,600, 2013: £13,550)	20,600	19,550
- taxation services	<u>.</u>	6,000
Operating lease rentals - buildings	633,279	330,600
(Gain)/Loss on foreign exchange	(278,564)	81,695
4. Staff costs		
	2014	2013
	£	£
Wages and salaries	4,453,308	3,782,419
Social security costs	517,667	439,368

The average monthly number of employees during the year was as follows:

The average monthly number of employees during	Number	
Investment management	33	33
Office and administration	2	2
	35	35

171,777

5,142,752

The director did not receive any remuneration during the current or previous year.

146,984

4,368,771

Notes to the financial statements

For the year ended 31 December 2014

5. Taxation

(a) Tax on profit on ordinary activities:

Capital allowances in excess of depreciation

Income taxable at small companies rate

Profit attributable to overseas operations

Adjustment in respect of previous periods

Overseas operations

(a) Tax on profit on ordinary activities.		
	2014	2013
The tax charge is made up as follows:	£	£
UK corporation tax on profit for the year	64,226	15,305
Overseas taxation	5,289	3,670
Adjustment in respect of previous periods	12,502	<u> </u>
Total current tax charge (note 5b)	82,017	18,975
Deferred tax (note 5c)	5,299	525
Total tax charge	87,316	19,500
(b) Factors affecting the tax charge for the year:	2014 £	2013 £
Profit on ordinary activities before taxation	2,204,806	1,963,609
Corporation tax at 21.49% (2013 – 23.25%)	473,882	456,540
Effect of:		
Income taxable on minority interests	(412,355)	(453,806)
Expenses not deductible for tax purposes	13,193	6,112
Depreciation in excess of capital allowances	-	5,236

3,670

1,223_

18,975

(2,122)

(7,634)

5,289

12,502

82,017

(738)

Notes to the financial statements

For the year ended 31 December 2014

5.	Taxation	(continue	(be
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(c) De	ferred	tax	asset
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Group & Company	2014 £	2013 £
At beginning of year Deferred tax (charge) in profit and loss account	9,672 (5,299)	10,197 (525)
At end of year	4,373	9,672
The deferred tax asset is made up as follows:		
	2014 £	2013 £
Depreciation in excess of capital allowances	4,373	9,672

6. Tangible fixed assets

Group & Company

	Leasehold	Office	Fixtures &	Computer	Tatal
	improvements	equipment	fittings	equipment	Total
Cont	£	£	£	£	£
Cost:	244 210				
At 1 January 2014	266,719	35,253	186,330	768,097	1,256,399
Additions	1,021,188	-	154,090	196,236	1,371,514
Disposals	(266,719)		<u> </u>	-	(266,719)
At 31 December 2014	1,021,188	35,253	340,420	964,333	2,361,194
	<u> </u>				
				•	
Depreciation:					
At 1 January 2014	252,195	35,253	154,616	543,417	985,481
Charge for the year	61,081	-	10,169	160,339	231,589
Disposals	(256,119)	_	-	.00,555	(256,119)
Візрозиіз	(230,117)				(230,119)
At 31 December 2014	57,157	35,253	164,785	702 756	060.061
At 31 December 2014			104,783	703,756	960,951
Net book value:					
At 31 December 2014	<u>964,031</u>	•	175,635	260,577	1,400,243
At I January 2014	14,524	-	31,714	224,680	270,918
-					——————————————————————————————————————

Notes to the financial statements

For the year ended 31 December 2014

7. Fixed asset investments

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	2014	2013
	£	£
At cost:		
At 1 January	47,169	₽ ;
Additions	1,595	47,169
At 31 December	48,764	47,169

During the year the Group made a number of investments in its underlying funds managed by the LLP.

Company

	2014 £	2013
At cost: At I January	1,395,000	1,395,000
At 31 December	1,395,000	1,395,000

The investment represents the company's 64.1% (31 December 2013: 64.1%) capital interest in its subsidiary undertaking, Fulcrum Asset Management LLP, a limited liability partnership incorporated in England and Wales whose principal activity is the provision of investment management services.

Fulcrum Asset Management LLP is the beneficial owner of Fulcrum Asset Management LP and Fulcrum Asset Management GP LLC. Both companies were incorporated in the state of Delaware in the USA on 28 Feb 2011. The main activity of the LP is the provision of marketing services. The LLC was established as an investment company.

Notes to the financial statements

For the year ended 31 December 2014

8. Debtors

Amounts falling due within one year:

-	Group	Company	Group	Company
	2014	2014	2013	2013
	£	£	£	£
Trade debtors	37,159	37,159	7,341	7,341
Amounts due from Fulcrum				
Asset Management Limited	9,519	78,656	7°	78,656
Amounts due from Fulcrum				
Asset Management LLP	-	221,798	27	869,050
Amounts due from Fulcrum				
LP	-	13,181	:	12,564
Deferred tax (note 5c)	4,373	4,373	9,672	9,672
Other debtors	622	•	374	374
VAT recoverable	96,821	96,816	62,717	62,717
Prepayments and accrued				
income	1,858,186	316,566_	1,933,483	251,603
	2,006,680	768,549	2,013,587	1,291,977
A	. 41			
Amounts falling due after mo	re than one year:			
	Group	Company	Group	Company
	2014	2014	2013	2013
	£	£	£	£
		•		
Rent deposit		-	327,357	327,357

Notes to the financial statements

For the year ended 31 December 2014

9. Creditors: amounts falling due within one year

	Group	Company	Group	Company
	2014	2014	2013	2013
	£	£	£	£
Trade creditors	181,009	179,506	109,357	83,319
Other creditors	18,315	18,315	*	12.
Amounts due to Fulcrum				
Asset Management Limited	ė.	-4	33,188	治療後
Accruals and deferred income	2,068,746	2,061,057	1,262,910	1,195,651
Social security and other taxes	102,314	102,314	90,226	90,226
Corporation tax	64,226	64,226	3,753	7,023
	2,434,610	2,425,418	1,499,434	1,376,219

10. Creditors: amounts falling due after more than one year

	<u> </u>			
	Group	Company	Group	Company
	2014	2014	2013	2013
	£	£	£	£
Long term loan	247,181	247,181	247,181	247,181
	247,181	247,181	247,181	247,181

The long term loan was unsecured and repayable 20 days after the date on which the rent deposit debtor is repaid by the landlord to the company. Interest due on the loan is limited to all interest earned on the rent deposit debtor provided it is paid and not withheld by the landlord. Following the move to new premises and the repayment of the rent deposit, the terms of the loan granted by Gavyn Davies, a member of the LLP, were changed such that no interest is due and the loan is repayable at the discretion of the company.

11. Minority interests

Minority interests represent the interests of the other members of Fulcrum Asset Management LLP.

	2014 £	2013 £
At beginning of year	1,255,217	1,029,138
Capital contribution Minority interest's share of unallocated profits of the	-	10,000
LLP Distribution	2,174,461 (541,358)	2,040,859 (431,404)
Payments to minority interests	(1,967,412)	(1,393,376)
	920,908	1,255,217

Notes to the financial statements

For the year ended 31 December 2014

12. Called up share capital

Group and company

<i>Group una company</i>	Allotted, called up & fully paid 2014	Allotted, called up & fully paid 2013
	£	£
Ordinary shares of £1 each	437,500	437,500

13. Reconciliation of Shareholders' funds and movements on reserves

G	r	0	u	p

	Share capital	Share premium £	Profit and loss account	Total shareholders' funds £
At 1 January 2014 Loss for the year	437,500	667,011	(56,971)	1,104,511 (56,971)
At 31 December 2014	437,500	667,011	(56,971)	1,047,540
Companý				Total
		Share	Profit and	shareholders'
	Share capital	premium	loss account	funds
	£	£	£	£
At 1 January 2014	437,500	667,011	576,060	1,680,571
Loss for the year	· ±	<u> </u>	(752,194)	(752,194)
At 31 December 2014	437,500	667,011	(176,134)	928,377

Notes to the financial statements

For the year ended 31 December 2014

14. Notes to group cash flow statement

(a) Reconciliation of operating profit to net cash inflow from operating activities

		2014	2013
		£	£
Operating profit		2,211,455	1,962,359
Depreciation		231,589	136,167
Decrease/(increase) in debtors		328,965	(447,464)
Increase in creditors		874,703	541,457
Net cash inflow from operating activities		3,646,712	2,192,519
(b) Analysis of cash flows for headings r	netted in the statement	of cash flows	
		2014	2013
		£	£
Returns on investments and servicing of f	īnance		
Interest received		3,951	1,250
Taxation			
Corporation tax paid		(21,544)	(41,680)
Capital expenditure and investing activiti	es		
Payments to acquire tangible fixed assets		(1,371,514)	(186,319)
Purchase of investment		(1,595)	(47,169)
		(1,373,109)	(233,488)
Financing			
Capital contribution from minority interests		#	15,000
Capital repaid to minority interests		<u></u>	(5,000)
Payments to minority interests		(2,508,770)	(1,432,276)
		(2,508,770)	(1,422,276)
(c) Analysis of changes in cash			
(c) Analysis of changes in cash	At		At
	31 December		31 December
	2013	Cash flows	2014
	£	£	£
Cash at bank	1,447,312	(252,760)	1,194,552

15. Operating lease commitments

At 31 December 2014 the company was committed to making the following annual payments in respect of operating leases:

Notes to the financial statements

For the year ended 31 December 2014

	Buildings	Buildings
	2014	2013
	£	£
Leases which expire:		
In less than one year	1.00 1.00 1.00 1.00 1.00 1.00 1.00 1.00	192,850
In more than 5 years	356,979	,

16. Related party transactions

No disclosure has been made of transactions between the company and its subsidiary undertaking, Fulcrum Asset Management LLP in accordance with paragraph 3(a) of FRS8 "Related Party Disclosures".

During the year, the group received management and performance fees of £5,263,533 (2013: £2,966,047) from Fulcrum Asset Management Limited, the parent undertaking. During the year the LLP paid expenses on behalf of Fulcrum Asset Management Limited of £3,904 (2013: £14,293).

At 31 December 2014, Fulcrum Asset Management Limited owed the company £78,656 (2013: £78,656) and the group £9,519 (2013: owed to Fulcrum Asset Management Limited £33,188).

17. Parent undertaking and controlling party

In the director's opinion, the company's ultimate parent undertaking is Fulcrum Asset Management Limited, a company registered in the Cayman Islands.