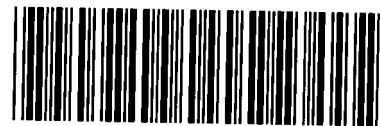


COMPANY REGISTRATION NUMBER
06156953

JUPITER FUND MANAGEMENT GROUP LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017

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JUPITER FUND MANAGEMENT GROUP LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The Directors present their Strategic Report of Jupiter Fund Management Group Limited (the “Company”) for the year ended 31 December 2017.

PRINCIPAL ACTIVITY

The Company is a subsidiary of Jupiter Fund Management plc and is an intermediate investment holding company for a group of companies providing investment management services to a range of clients. Jupiter Fund Management plc and its subsidiaries are collectively known as the “Group”.

REVIEW OF THE BUSINESS

Results and key performance indicators

The results show a profit of £75,000,000 (2016: £252,517,000) for the financial year as set out in the income statement on page 7. As at 31 December 2017, the net assets of the Company were £297,000,000 (2016: £297,000,000). The Company paid interim dividends of £75,000,000 during the year (2016: £252,517,000) and the Directors do not propose a final dividend (2016: £nil).

The Directors of Jupiter Fund Management plc manage the Group’s operations on a single operating segment basis. For this reason, the Company’s Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of Jupiter Fund Management Group Limited. The development, performance and position of the Group, which includes the Company, is discussed in the ‘Strategic Report’ section of the Group’s Annual Report which does not form part of this Report. Copies of the Annual Report are available from the following website: www.jupiteram.com.

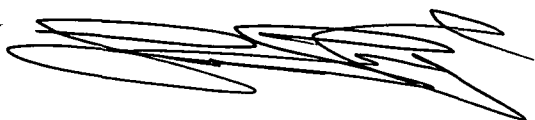
Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. The principal risks and uncertainties of the Group, which include those of the Company, are discussed in the ‘Risk’ section of the Group’s Annual Report which does not form part of this report.

FUTURE DEVELOPMENTS

The Company’s future is dependent on the strategic and organisational decisions of its parent and the wider Group. At this time, the Directors do not envisage any significant changes to the Company’s activities.

BY ORDER OF THE BOARD



J Singh
Director
The Zig Zag Building
70 Victoria Street
London
SW1E 6SQ
12 April 2018

JUPITER FUND MANAGEMENT GROUP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The Directors present their report and the audited financial statements of Jupiter Fund Management Group Limited (the "Company") for the year ended 31 December 2017.

DIRECTORS

The Directors who served during the year and up to the date of signing the Financial Statements were

A Sargent
J East (resigned 23 February 2018)
J Singh
S Rowson (appointed 26 February 2018)

COMPANY DETAILS AND REGISTERED OFFICE

The Company is a private company limited by shares. The Company is registered in England and Wales, and its registered office is The Zig Zag Building, 70 Victoria Street, London, SW1E 6SQ.

FUTURE DEVELOPMENTS

Refer to the Strategic Report for details of future developments.

DIVIDENDS

Refer to the Strategic Report for details of dividends.

ENVIRONMENTAL POLICY

We believe that corporate responsibility is integral to commercial success and we are committed, wherever practicable, to implementing environmental good practice throughout our business activities.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 the Directors have prepared the Financial Statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 *Reduced Disclosure Framework* (FRS 101).

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 accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 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.

JUPITER FUND MANAGEMENT GROUP LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

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 the Group 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DISCLOSURE OF INFORMATION TO AUDITORS

The Directors are not aware of any relevant audit information of which the Company's auditors are unaware. The Directors also confirm that they have taken all the steps required of a company Director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.


GOING CONCERN

No material uncertainties that cast significant doubt about the ability of the Company to continue as a going concern have been identified by the Directors.

INDEPENDENT AUDITORS

The external auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

BY ORDER OF THE BOARD



J Singh
Director
The Zig Zag Building
70 Victoria Street
London
SW1E 6SQ
12 April 2018

JUPITER FUND MANAGEMENT GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUPITER FUND MANAGEMENT GROUP LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

In our opinion, Jupiter Fund Management Group Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2017; the income statement for the year ended 31 December 2017, the statement of changes in equity for the year ended 31 December 2017; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed,

JUPITER FUND MANAGEMENT GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUPITER FUND MANAGEMENT GROUP LIMITED

we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, 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.

JUPITER FUND MANAGEMENT GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF JUPITER FUND MANAGEMENT GROUP LIMITED

OTHER REQUIRED REPORTING

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Sarah Chandler

Sarah Chandler (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
12 April 2018

JUPITER FUND MANAGEMENT GROUP LIMITED

FOR THE YEAR ENDED 31 DECEMBER 2017

	Note	2017 £'000	2016 £'000
Revenue	1	75,000	252,517
Profit before taxation	2	75,000	252,517
Income tax expense	3	-	-
Profit for the year		75,000	252,517

All amounts relate to continuing operations.

There are no other recognised gains or losses other than those included in the results above and therefore no separate statement of comprehensive income has been prepared.

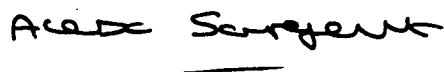
The notes on pages 10 to 15 form part of these Financial Statements.

JUPITER FUND MANAGEMENT GROUP LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2017

	Note	2017 £'000	2016 £'000
NON-CURRENT ASSETS			
Investment in subsidiary undertakings	5	297,000	297,000
TOTAL ASSETS		297,000	297,000
EQUITY ATTRIBUTABLE TO SHAREHOLDERS			
Share capital	6	33,000	33,000
Retained earnings	7	264,000	264,000
TOTAL EQUITY		297,000	297,000
TOTAL LIABILITIES		-	-
TOTAL EQUITY AND LIABILITIES		297,000	297,000

The Financial Statements of Jupiter Fund Management Group Limited (registered number 06156953) on pages 7 to 15 were approved by the Board of Directors on 12 April 2018 and were signed on its behalf by:



A Sargent
Director

The notes on pages 10 to 15 form part of these Financial Statements.

JUPITER FUND MANAGEMENT GROUP LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2017

	Share capital £'000	Retained earnings £'000	Total equity £'000
At 1 January 2016	33,000	264,000	297,000
Profit for the year	-	252,517	252,517
Total comprehensive income	-	252,517	252,517
Dividends paid	-	(252,517)	(252,517)
Total transactions with owners	-	(252,517)	(252,517)
At 31 December 2016	33,000	264,000	297,000
Profit for the year	-	75,000	75,000
Total comprehensive income	-	75,000	75,000
Dividends paid	-	(75,000)	(75,000)
Total transactions with owners	-	(75,000)	(75,000)
At 31 December 2017	33,000	264,000	297,000
Note	6	7	

The notes on pages 10 to 15 form part of these Financial Statements.

JUPITER FUND MANAGEMENT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. ACCOUNTING POLICIES

Accounting convention

The Financial Statements have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. These Financial Statements were prepared in accordance with the Financial Reporting Standard 101 Reduced Disclosure Framework ('FRS 101'). The principal accounting policies, which have been applied consistently throughout the year, are set out below.

The Company is a wholly-owned subsidiary of Jupiter Fund Management plc and is included in the consolidated Financial Statements of Jupiter Fund Management plc which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated Financial Statements under the terms of section 400 of the Companies Act 2006.

Revenue

Revenue consists of dividend income from shares in a subsidiary undertaking. Dividends receivable are recognised in the period in which they are received.

Investment in subsidiary undertaking

The investment in subsidiary undertaking is held at historic cost, unless there has been an impairment in value. The carrying amount of the Company's subsidiary is reviewed at each reporting date to determine whether there is an indication of impairment. If such an indication exists, the subsidiary's recoverable amount is estimated. Losses are recognised in the income statement and reflected in a provision against the carrying value of the subsidiary. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through the income statement.

Taxation

The Company provides for current tax according to UK tax laws, using tax rates that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Disclosure exemptions

The Company is a wholly-owned subsidiary of Jupiter Fund Management plc and is included in the publicly available consolidated financial statements of Jupiter Fund Management plc. Consequently, the Company has taken advantage of disclosure exemptions available in FRS 101. The Company has not prepared a Statement of Cash Flows per paragraph 10(d) of IAS 1 'Presentation of financial statements'. The Company is also exempt from the terms of IAS 24 'Related Party Disclosures', which requires disclosure of related party transactions with entities that are part of the Group and key management compensation.

Dividends

Dividend distributions to shareholders are recognised in the period in which they are approved by the Board of Directors.

JUPITER FUND MANAGEMENT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

1. ACCOUNTING POLICIES (CONTINUED)

Going concern

The Company has no day-to-day working capital requirements and, if necessary, additional funding could be provided by other Group companies. The Company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Company should be able to continue operating within the level of its current reserves. After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its Financial Statements.

New standards and interpretations

The International Accounting Standards Board and IFRS Interpretation Committee (IFRS IC) have issued a number of new accounting standards, amendments to existing standards and interpretations. The Company plans to apply these standards in the reporting period in which they become effective.

IFRS 9 - Financial Instruments

IFRS 9 is effective for periods beginning on or after 1 January 2018 and is a replacement project on financial instruments. The Company does not hold items classified as financial instruments. The adoption of IFRS 9 is therefore not expected to have a significant impact on the Financial Statements of the Company.

There are no other IFRSs or IFRS IC interpretations that are not yet effective that would be expected to have a material impact on the Company.

2. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

There were no employees during the year (2016: nil). Auditors' remuneration of £5,000 (2016: £5,000), is borne by the parent company.

3. INCOME TAX EXPENSE

	2017 £'000	2016 £'000
The tax charge is made up as follows:		
Current tax:		
UK corporation tax on profits for the year	-	-
	<hr/>	<hr/>
Total tax on profit on ordinary activities	<hr/>	<hr/>

JUPITER FUND MANAGEMENT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

3. INCOME TAX EXPENSE (CONTINUED)

The effective rate of UK corporation tax was 19.25% in 2017 (2016: 20.0%). The tax charge in the year is lower (2016: lower) than the standard rate of corporation tax in the UK and the differences are explained below:

	2017 £'000	2016 £'000
Reconciliation of tax charge:		
Profit on ordinary activities before taxation	75,000	252,517
Effect of:		
UK corporation tax on profit before tax at 19.25% (2016: 20.0%)	14,438	50,503
Dividends from shares in subsidiary undertakings	(14,438)	(50,503)
Total tax charge	-	-

4. DIRECTORS' EMOLUMENTS

Certain Directors provide services to a number of Group companies and accordingly their emoluments are charged across a number of Group companies. The emoluments below represent an apportionment of their emoluments in respect of the Company's subsidiaries.

	2017 £'000	2016 £'000
Aggregate remuneration including bonuses	1,203	1,305
Pension contributions	29	24
	1,232	1,329

Pension contributions were made to a defined contribution pension scheme during the year on behalf of three Directors (2016: three). Shares in Jupiter Fund Management plc were receivable by two Directors under long-term incentive schemes (2016: four). During 2017, two Directors exercised options over shares of Jupiter Fund Management plc (2016: three).

JUPITER FUND MANAGEMENT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

4. DIRECTORS' EMOLUMENTS (CONTINUED)

Emoluments of the highest-paid Director

	2017 £'000	2016 £'000
Remuneration including amounts (excluding shares and share options) receivable under long-term incentive arrangements	698	365
Pension contributions	9	-
	<u>707</u>	<u>365</u>

In 2016, but not in 2017, shares were receivable by the highest-paid Director under long-term incentive schemes.

In 2016, but not in 2017 the highest-paid Director exercised options over shares of Jupiter Fund Management plc.

5. INVESTMENT IN SUBSIDIARY UNDERTAKINGS

	2017 £'000	2016 £'000
Cost:		
At 1 January	297,000	297,000
At 31 December	<u>297,000</u>	<u>297,000</u>
Provision for impairment:		
At 1 January	-	-
At 31 December	-	-
Carrying value at 31 December	<u>297,000</u>	<u>297,000</u>

The Directors believe that the carrying value of the investment is supported by its underlying net assets.

JUPITER FUND MANAGEMENT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

5. INVESTMENT IN SUBSIDIARY UNDERTAKINGS (CONTINUED)

The following information relates to the Company's subsidiaries. The Company held directly or indirectly all of the issued ordinary shares of the below subsidiaries in 2017 and 2016.

Direct subsidiaries	Registered address	Principal activities
Jupiter Asset Management Group Ltd	70 Victoria Street, London	Investment holding company
Indirect subsidiaries		
Knightsbridge Asset Management Ltd	70 Victoria Street, London	Investment holding company
Jupiter Asset Management Limited	70 Victoria Street, London	Investment Management
Jupiter Unit Trust Managers Limited	70 Victoria Street, London	Unit trust activities
Jupiter Investment Management Group Limited	70 Victoria Street, London	Investment holding company
Jupiter Investment Trust Limited (formerly The Knightsbridge Trust Limited)	70 Victoria Street, London	Dormant
Jupiter Asset Management (N America) Inc	1209 Orange Street, Wilmington, USA	Dormant
Jupiter Asset Management (Hong Kong) Limited	17 th Floor, Alexandra House, 18 Chater Road, Central, Hong Kong	Investment management
Jupiter Asset Management (Asia) Private Limited	30 Raffles Place, No. 11-00 Chevron House, Singapore	Investment management
Jupiter Asset Management (Switzerland) AG	Bahnhofstrasse 98-100, 8001 Zurich, Switzerland	Investment management
Jupiter Asset Management (Canada) Limited	45 O'Connor Street, Ottawa, Canada	Dormant
Tyndall Holdings Limited	70 Victoria Street, London	Investment holding company
Tyndall Investments Limited	70 Victoria Street, London	Investment holding company

The following indirect subsidiaries were liquidated during 2016:

Name	Registered address	Principal activities
Jupiter International Holdings Limited	41 Cedar Avenue, Hamilton, Bermuda	Investment holding company
Jupiter Asset Management (Bermuda) Limited	41 Cedar Avenue, Hamilton, Bermuda	Dormant

JUPITER FUND MANAGEMENT GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2017

6. SHARE CAPITAL

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares are shown in equity as a deduction, net of tax, from the proceeds.

	2017 £'000	2016 £'000
Authorised, issued, allotted, called up and fully paid:		
660,000,000 ordinary shares of £0.05 each (2016: 660,000,000 ordinary shares of £0.05 each)	<u>33,000</u>	<u>33,000</u>

7. RETAINED EARNINGS

Retained earnings of £264,000,000 (2016: £264,000,000) are the amount of earnings that are retained within the Company after dividend payments and other transactions with owners.

Dividend distributions to the Company's shareholders are recognised in the accounting period in which the dividends are approved.

	2017 £'000	2016 £'000
1 st Interim dividend £0.113636 per share (2016: £0.232)	75,000	153,000
2 nd Interim dividend nil per share (2016: £0.151 per share)	<u>-</u>	<u>99,517</u>
	75,000	252,517

8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate and immediate parent undertaking and controlling party is Jupiter Fund Management plc, a company incorporated in England, which is the parent undertaking of the smallest and largest group to consolidate these Financial Statements.

Copies of the consolidated Financial Statements for Jupiter Fund Management plc can be obtained from the Company Secretary at The Zig Zag Building, 70 Victoria Street, London, SW1E 6SQ.