

1OAK CAPITAL LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2023

1OAK CAPITAL LIMITED

COMPANY INFORMATION

Director	S G Rothwell
Registered number	06890293
Registered office	2 Charles Street London W1J 5DB
Independent auditors	Sopher + Co LLP Chartered Accountants & Statutory Auditors 5 Elstree Gate Elstree Way Borehamwood Hertfordshire WD6 1JD

1OAK CAPITAL LIMITED

CONTENTS

	Page
Strategic Report	1 - 3
Director's Report	4 - 5
Independent Auditors' Report	6 - 9
Statement of Comprehensive Income	10
Statement of Financial Position	11
Statement of Changes in Equity	12
Notes to the Financial Statements	13 - 22

1OAK CAPITAL LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

Introduction

The director presents his strategic report for the year ended 31 December 2023.

Business review

1OAK Capital Limited carries out asset management and advisory services for MiFID professional clients. 1Oak Capital Limited is fully owned by its holding company Investor Solutions Limited.

The director and the Board are satisfied with the business performance for 2023. Despite the global uncertainty caused by conflicts in Ukraine and the consequent market volatility, the business continued to build on the progress made in the last couple of years with an increase in revenues derived from new product launches and solutions that have expanded our client footprint.

The authorisation of the Italian Branch by the Bank of Italy and Consob has enabled the team to provide Advisory services to a number of new financial institutions. The success of the team was recognised at the Forbes Wealth annual awards winning the best Overseas Independent Advisor category.

AUM continued to grow across both the Asset Management business and Wealth Advisory division.

In June 2023, the firm submitted a Variation of Permissions (VoP) application to the FCA to vary/expand its permissions by adding the retail customer type to some of its existing permissions; this is intended to enable 1OAK to act as principal for Gather International Limited – which aims to operate a discretionary managed investment platform. At the time of this report the FCA is actively considering 1OAK's VOP application.

The firm also reviewed its policies and procedures in light of the FCA's Consumer Duty Regulations and has appointed a Consumer Duty Champion to drive the business forward in this new regulatory environment.

Future Prospects

Italy will continue to be a core focus for 2024 to build on the successes of the previous years. In Italy we are in the process of obtaining the authorisation to perform cross border activities (Execution and allocation), This gives the firm the possibility to further expand the business, broadening client's offering which in Italy was only limited to advisory services (as per CONSOB authorisation of the Italian Branch). Strategically we will look to increase the number of coverage personnel and open a Milan office. In the UK we will continue to grow our relationship with BlackRock launching a Managed Portfolio Service utilising their asset allocation models for both Onshore and Offshore advisors. Additionally, we are planning on launching a product into Latin America via strategic collaborations.

Principal risks and uncertainties

The board reviews a range of risks on a monthly and quarterly basis. Core risks are as follows:

Regulatory Risk

The Board and Senior management is conscious of the ever changing regulatory environment in which we operate and ensuring that we embrace these changes is a matter of high priority for us. Our culture is about putting the client first and we are aware that the concept of good conduct and customer duty must start with senior management and cascade down throughout the firm. Regulatory and legal changes have the potential to materially affect the firm's performance however senior management with their compliance partner, KROLL Advisory Ltd., regularly review on a monthly and quarterly basis and liaise with our Italian Branch. Moreover, in order to support the regulated business the Company hired a new full time in-house Compliance Officer in March 2023.

1OAK CAPITAL LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2023

Credit Risk

Credit risk is the risk that counterparties will not be able to fulfil their obligations as they fall due. It is the company's policy to monitor all such balances on a constant basis in order to minimise losses.

Liquidity Risk

The company ensures that liquidity is maintained by monitoring cash balances and maintaining sufficient bank balances to cover day to day expenses of the business.

Interest Rate Risk

At this time the company does not have any significant exposures to interest rate risk; should the circumstances change this policy will be reviewed.

Key Personnel

The loss of or inability to recruit key personnel could have a material adverse effect, although 1Oak has a strong record of retaining key personnel.

Operational Risk

1Oak employs a dedicated Chief Risk officer to monitor and manage all market related risk. We also continue to engage KROLL Advisory Ltd to provide compliance support. Both report to senior management on a monthly basis.

Financial key performance indicators

The following table summarises the key performance indicators used by the director to assess the performance of the company as of the dates and period indicated:

	2023	2022
	£	£
Turnover	3,082,422	2,218,122
Operating profit	270,200	212,542
Operating profit margin	8.8%	9.6%

Other key performance indicators

The director believes there are numerous non-financial performance indicators, but none are individually key to assessing the overall performance of the company.

1OAK CAPITAL LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2023

Director's statement of compliance with duty to promote the success of the Company

Employment

The Company's employees are critical to the success of the business and the Company actively retains staff with the following policies:

Employees are kept as fully informed as possible about the activities of the business. This is achieved mainly by both informal and formal team meetings.

The Company, subject to overall financial performance and individual achievements, looks to reward outstanding individuals with an annual discretionary bonus scheme that is open to all employees

Equal opportunities are offered to all, regardless of gender, race, ethnicity or national origin, sexual orientation, religious belief, colour, disability, marital status or age. All applicants are treated equally in respect of recruitment, promotion, training, pay and other employment policies and practices. All decisions are based on merit. Under no circumstances will discrimination against any individual or group be tolerated.

Business Relationships

In order for the Company to continue its success and grow organically it relies on enhancing the existing client relationships and ensuring that the culture of treating customers fairly is driven from the senior management throughout the organisation. It also relies heavily on building professional relationships with strategic external suppliers that provide invaluable support and expertise in a number of areas especially finance, compliance and law. We continue to build on the long-term relationships that we have.

Environment

The Company has adopted a no plastics and recycle where you can policy.

Shareholders

Senior management, being the sole and major shareholders of the business, are focused on delivering long term equity returns and increasing firm value.

This report was approved by the board on 24 April 2024 and signed on its behalf.

S G Rothwell

Director

1OAK CAPITAL LIMITED

DIRECTOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

The director presents his report and the financial statements for the year ended 31 December 2023.

Director

The director who served during the year was:

S G Rothwell

Director's responsibilities statement

The director is responsible for preparing the Strategic Report, the 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 of the profit or loss of the Company for that period.

In preparing these financial statements, the director is required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting 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;
- 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 transactions and disclose with reasonable accuracy at any time the financial position of the Company and to 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £183,225 (2022 - £166,161).

Dividends of £nil (2022 - £nil) were paid during the year.

Future developments

There are no plans which will significantly change the activities and risks of the company.

Branches outside the United Kingdom

The company operates a branch in Italy. The results of the branch are included in these financial statements.

1OAK CAPITAL LIMITED

**DIRECTOR'S REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023**

Disclosure of information to auditors

The director at the time when this Director's Report is approved has confirmed that:

- so far as is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Under section 487(2) of the Companies Act 2006, Sopher + Co LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on 24 April 2024 and signed on its behalf.

S G Rothwell
Director

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 1OAK CAPITAL LIMITED

Opinion

We have audited the financial statements of 1Oak Capital Limited (the 'Company') for the year ended 31 December 2023, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2023 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 10AK CAPITAL LIMITED (CONTINUED)

Other information

The director is responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' Report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Director's Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Director's Report.

We have nothing to report in respect of the following matters in relation to which 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Director's 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, and for such internal control as the director determines 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 director is 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 director either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 10AK CAPITAL LIMITED (CONTINUED)

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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the Company through discussions with directors and other management, and from our commercial knowledge and experience of the financial services sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the Company, including the Companies Act 2006, taxation legislation and data protection, anti-bribery, employment, environmental and health and safety legislation and regulations set by the Financial Conduct Authority which are applicable to the company;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the Company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations; and
- understanding the design of the Company's remuneration policies.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC, relevant regulators and the Company's legal advisors.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 10AK CAPITAL LIMITED (CONTINUED)

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' Report.

Use of our report

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 Auditors' 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.

Martyn Atkinson FCA (Senior Statutory Auditor)

for and on behalf of

Sopher + Co LLP

Chartered Accountants

Statutory Auditors

5 Elstree Gate

Elstree Way

Borehamwood

Hertfordshire

WD6 1JD

24 April 2024

1OAK CAPITAL LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 £	2022 £
Turnover	4	3,082,422	2,218,122
Administrative expenses		(2,796,999)	(1,997,124)
Fair value movements		(582)	(8,456)
Operating profit	5	284,841	212,542
Interest receivable and similar income		4	57
Interest payable and similar expenses	10	(14,645)	-
Profit before tax		270,200	212,599
Tax on profit	11	(86,975)	(46,438)
Profit for the financial year		183,225	166,161

There was no other comprehensive income for 2023 (2022:£NIL).

The notes on pages 13 to 22 form part of these financial statements.

1OAK CAPITAL LIMITED
REGISTERED NUMBER:06890293

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2023

	Note	2023 £	2022 £
Fixed assets			
Tangible assets	12	14,095	23,918
Investments	13	28,091	28,673
		<u>42,186</u>	<u>52,591</u>
Current assets			
Debtors: amounts falling due within one year	14	4,138,646	4,583,631
Cash at bank and in hand		336,616	31,531
		<u>4,475,262</u>	<u>4,615,162</u>
Current liabilities			
Creditors: amounts falling due within one year	15	(3,075,989)	(3,408,498)
Net current assets		<u>1,399,273</u>	<u>1,206,664</u>
Total assets less current liabilities		<u>1,441,459</u>	<u>1,259,255</u>
Provisions for liabilities			
Deferred tax	17	(3,524)	(4,545)
Net assets		<u><u>1,437,935</u></u>	<u><u>1,254,710</u></u>
Capital and reserves			
Called up share capital	18	100,000	100,000
Profit and loss account	19	1,337,935	1,154,710
		<u><u>1,437,935</u></u>	<u><u>1,254,710</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 24 April 2024.

S G Rothwell
Director

The notes on pages 13 to 22 form part of these financial statements.

10AK CAPITAL LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2023

	Called up share capital £	Profit and loss account £	Total equity £
At 1 January 2022	100,000	988,549	1,088,549
Profit for the year	-	166,161	166,161
At 1 January 2023	100,000	1,154,710	1,254,710
Profit for the year	-	183,225	183,225
At 31 December 2023	100,000	1,337,935	1,437,935

The notes on pages 13 to 22 form part of these financial statements.

1OAK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

1. General information

1Oak Capital Limited is a private limited liability company incorporated in England and Wales, with its registered office address and principal place of business at 2 Charles Street, London, W1J 5DB.

The principle activity of the company is that of an investment manager.

The company is authorised and regulated by the Financial Conduct Authority in the United Kingdom.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d).

This information is included in the consolidated financial statements of Investor Solutions Ltd as at 31 December 2023 and these financial statements may be obtained from Companies House.

2.3 Going concern

The financial statements of the company have been prepared on a going concern basis, the validity of which is dependent on the recovery of amounts owed by a related party by virtue of being under common control. The related company has net liabilities as at 31 December 2023, however the directors and shareholders have given assurance that funds will be made available for a period of at least 12 months from the date the accounts are approved, to the companies so that they will be able to settle their debts when the debts fall due.

2.4 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable.

Turnover consists of management fees and performance fees. Management fees are recognised monthly as they accrue and performance fees are recognised when they become payable to the company.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

2. Accounting policies (continued)

2.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives on the following basis:

Long-term leasehold property	- Straight line over the life of the lease
Fixtures and fittings	- 15% reducing balance
Office equipment	- 33% straight line
Computer equipment	- 33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.6 Basic financial instruments

Basic financial instruments include trade and other debtors, trade and other creditors, cash and cash equivalents and loans to or from related parties.

Trade debtors, other debtors and loans to related parties are recognised initially at the transaction price less attributable transaction costs. Trade creditors, other creditors and loans from related parties are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors, other debtors and loans to related parties.

Cash and cash equivalents comprise cash balances and call deposits.

2.7 Foreign currency translation

The Company's functional and presentational currency is £ sterling.

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions. At each period end foreign currency monetary items are translated using the closing rate. Nonmonetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

2. Accounting policies (continued)

2.8 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.9 Pensions

The company contributes to a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the company in independently administered funds.

2.10 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.11 Valuation of investments

Investments in listed company shares are remeasured to market value at each reporting date. Gains and losses on remeasurement are recognised in profit or loss for the period.

10AK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the director has had to make the following judgments:

Determining the recovery of trade debtors. In making this judgement management take into account the customer's credit risk, debt ageing and payment history. In addition, for fees that are contingent upon a third party event, the directors will assess the likelihood of the venture being successful.

There are no critical estimates that materially affect the accounts.

4. Turnover

The whole of the turnover is attributable to the company's principle activity.

Analysis of turnover by country of destination:

	2023 £	2022 £
Rest of the world	3,037,774	2,055,438
Rest of Europe	44,648	162,684
	<u>3,082,422</u>	<u>2,218,122</u>

5. Operating profit

The operating profit is stated after charging:

	2023 £	2022 £
Depreciation of tangible fixed assets	17,004	6,918
Exchange differences	26,086	(35,314)
Defined contribution pension costs	<u>19,310</u>	<u>12,862</u>

6. Auditors' remuneration

	2023 £	2022 £
Fees payable to the Company's auditors and their associates in respect of:		
The audit of the company's financial statements	14,390	13,280
The audit of the group financial statements*	1,500	1,500
All other services	<u>14,134</u>	<u>10,408</u>

*The company has borne the cost of the audit of the group financial statements on behalf of its parent undertaking, a dormant holding company.

10AK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

7. Employees

Staff costs, including director's remuneration, were as follows:

	2023 £	2022 £
Wages and salaries	885,534	542,579
Social security costs	118,213	72,835
Cost of defined contribution scheme	19,310	12,862
	<u>1,023,057</u>	<u>628,276</u>

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

	2023 No.	2022 No.
Directors	1	1
Administration	15	13
	<u>16</u>	<u>14</u>

8. Director's remuneration

	2023 £	2022 £
Director's emoluments	<u>114,583</u>	<u>11,012</u>

9. Interest receivable

	2023 £	2022 £
Other interest receivable	<u>4</u>	<u>57</u>

10. Interest payable and similar expenses

	2023 £	2022 £
Other loan interest payable	14,614	-
Other interest payable	31	-
	<u>14,645</u>	<u>-</u>

10AK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

11. Taxation

	2023 £	2022 £
Corporation tax		
Current tax on profits for the year	83,110	41,834
Double taxation relief	(10,962)	(7,100)
Foreign tax		
Foreign tax on income for the year	15,848	9,501
Total current tax	<u>87,996</u>	<u>44,235</u>
Deferred tax		
Origination and reversal of timing differences	<u>(1,021)</u>	<u>2,203</u>
Taxation on profit on ordinary activities	<u>86,975</u>	<u>46,438</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2022 - higher than) the effective rate of corporation tax in the UK of 23.52% (2022 - 19%). The differences are explained below:

	2023 £	2022 £
Profit on ordinary activities before tax	<u>270,200</u>	<u>212,599</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.52% (2022 - 19%)	63,551	40,394
Effects of:		
Expenses not deductible for tax purposes	16,562	4,696
Depreciation for year in excess of capital allowances	2,997	(3,256)
Foreign tax	4,886	2,401
Deferred tax movement	(1,021)	2,203
Total tax charge for the year	<u>86,975</u>	<u>46,438</u>

10AK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

11. Taxation (continued)

Factors that may affect future tax charges

From 1 April 2023 the rate of corporation tax will remain at 19% for companies with an annual profit of £50,000 or less, increase to 25% for companies with an annual profit of £250,000 or more, and increase to a marginal rate for companies with profits between £50,000 and £250,000. These thresholds are divided by the number of associated companies.

12. Tangible fixed assets

	Long-term leasehold property £	Fixtures and fittings £	Office equipment £	Computer equipment £	Total £
Cost					
At 1 January 2023	58,897	6,695	16,591	50,059	132,242
Additions	-	-	4,639	2,545	7,184
At 31 December 2023	58,897	6,695	21,230	52,604	139,426
Depreciation					
At 1 January 2023	58,897	2,307	8,572	38,548	108,324
Charge for the year on owned assets	-	257	7,692	9,058	17,007
At 31 December 2023	58,897	2,564	16,264	47,606	125,331
Net book value					
At 31 December 2023	-	4,131	4,966	4,998	14,095
At 31 December 2022	-	4,388	8,019	11,511	23,918

10AK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

13. Fixed asset investments

	Listed investments £
Valuation	
At 1 January 2023	28,673
Revaluations	(582)
	<u>28,091</u>
At 31 December 2023	<u>28,091</u>

14. Debtors

	2023 £	2022 £
Trade debtors	2,790	2,857,028
Amounts owed by group undertakings	-	26,429
Other debtors	1,003,460	981,464
Prepayments and accrued income	3,132,396	718,710
	<u>4,138,646</u>	<u>4,583,631</u>

15. Creditors: Amounts falling due within one year

	2023 £	2022 £
Trade creditors	22,426	123,368
Amounts owed to group undertakings	2,973	-
Corporation tax	78,579	41,232
Other taxation and social security	45,456	20,883
Other creditors	2,573,860	1,248,909
Accruals and deferred income	352,695	1,974,106
	<u>3,075,989</u>	<u>3,408,498</u>

10AK CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

16. Financial instruments

	2023 £	2022 £
Financial assets		
Financial assets measured at fair value through profit or loss	<u>178,091</u>	<u>28,673</u>

Financial assets measured at fair value through profit or loss comprise listed investments.

17. Deferred taxation

	2023 £
At beginning of year	4,545
Charged to profit or loss	(1,021)
At end of year	<u><u>3,524</u></u>

The provision for deferred taxation is made up as follows:

	2023 £	2022 £
Accelerated capital allowances	3,524	4,545
	<u><u>3,524</u></u>	<u><u>4,545</u></u>

18. Share capital

	2023 £	2022 £
Allotted, called up and fully paid		
100,000 (2022 - 100,000) Ordinary shares of £1.00 each	<u><u>100,000</u></u>	<u><u>100,000</u></u>

19. Reserves

Profit and loss account

The profit and loss reserve contains the cumulative balance of retained profit and losses since the company started trading. It is a distributable reserve.

1OAK CAPITAL LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023**

20. Pension commitments

The Company contributes to a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £19,310 (2022 - £12,862). Contributions totalling £15,168 (2022 - £4,601) were payable to the fund at the reporting date.

21. Commitments under operating leases

At 31 December 2023 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2023 £	2022 £
Not later than 1 year	112,500	150,000
Later than 1 year and not later than 5 years	-	112,500
	<u>112,500</u>	<u>262,500</u>

22. Related party transactions

During the year, the company had transactions of £3,037,774 (2022 - (£1,211,257)) with the companies under common control.

At the reporting date, the company was owed £2,010,040 (2022 - £1,471,604) by, and owed £nil (2022 -, £3,011,038) to the companies under common control.

Key management personnel include all employees who have the authority and responsibility for planning, directing and controlling the activities of the company. The total compensation paid to key management personnel for services provided to the company was £303,073 (2022 - £77,795).

The company forms part of a wholly-owned group and accordingly has taken advantage of the exemption allowed under section 33.1A of FRS 102 not to disclose transactions with other group companies.

23. Controlling party

The immediate parent company is Investor Solutions UK Limited, a company incorporated in England and Wales. The ultimate controlling party is G Bonaccorso.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.