

## **Amius Group Limited**

Report and Consolidated Financial Statements

Year ended

30 September 2020

Company number 08198098



**Amius Group Limited**  
**Report and Consolidated Financial Statements**  
**for the year ended 30 September 2020**

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**Directors**

A Brickell  
M Bormann  
N Ng

**Registered office**

55 Drury Lane  
London WC2B 5SQ

**Company number**

08198098

**Independent auditor**

Nexia Smith & Williamson  
25 Moorgate  
London EC2R 6AY

**Amius Group Limited**  
**Strategic Report**  
**for the year ended 30 September 2020**

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## **STRATEGIC REPORT**

The Strategic Report is prepared in accordance with The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

## **OVERVIEW**

The principal activity of Amius Group Limited ("the Company") is to provide management and related administrative expertise and services to subsidiary companies.

The principal activity of the Company and its subsidiaries (the "Group") is the arranging of, and dealing in, bespoke risk management products for agricultural commodities (in the form of un-cleared over-the-counter ("OTC") financial derivative contracts). The Group also offers brokerage execution services for cleared commodity derivatives and foreign exchange ("FX") services. The Group's strategy is to serve its clients by using a boutique based approach, whilst striving to deliver shareholder return. The objective of the risk management solutions employed by the Group's clients is to manage FX and commodity price risk, meet budgets, stabilise price inputs and ultimately secure and enhance profit margins.

Amius Group Limited's 100% owned subsidiary undertaking, Amius Limited ("AML"), is authorised and regulated by the Financial Conduct Authority ("FCA") in the United Kingdom. The Company's 100% subsidiary undertaking, Amius Futures LLC ("AFL"), is approved as an Introducing Broker by the National Futures Association ("NFA") in the United States of America.

## **RESULTS**

The consolidated income statement is set out on page 12 and shows the loss for the year.

## **BUSINESS REVIEW AND FUTURE DEVELOPMENTS**

The financial year under review and the Group result was marked by the impact of the Covid-19 pandemic. Operational losses as a result of subdued trading between March and June 2020, and a counterparty default during the early part of the pandemic, pushed its main operating entity, Amius Limited, into a full year loss. The Company also had to provide against a trade finance receivable as a material debtor stopped performing.

The Group's like for like headline trading result decreased from \$13,745,000 in 2019 to \$13,287,000 in 2020; the loss before tax over the same period increased from \$1,451,000 to a loss of \$2,826,000.

The net asset value of the Group fell from \$28,639,000 to \$25,352,000 during the financial year as result of the losses reported.

Whilst disappointing, the Directors consider the result for the financial year overall acceptable, given the severe impact the pandemic has had on the global economy and the commodity and financial markets.

The Group continues to invest in its product and service offering, geographical reach and its technology delivery platform, and the Directors remain excited about future growth opportunities across all business lines.

The Directors actively monitor the Group's performance and market penetration using several Key Performance Indicators ('KPIs'), including trade volume, revenue and profitability metrics and geographic reach.

A new prudential investment firm regime will come into effect in the UK in January 2022. Under the new regime, Amius along with a majority of other firms, are likely to have greater base capital requirements and

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**Strategic Report**  
**for the year ended 30 September 2020**

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liquidity requirements. Amius will also no longer be subject to specific prudential treatment under the "matched principal" exemption and will be treated in the same way as other firms who deal on own account. Amius are continuing to undertake analysis of the impact of these rules.

The United Kingdom has left the European Union on 31 January 2020 and the transition period, which allowed Amius Limited to continue operating under normal passporting rules without restrictions, will come to an end on 31 December 2020. Amius has taken all steps necessary to minimise the impact of Brexit and has adopted its business model where necessary.

**STATEMENT ON SECTION 172 OF THE COMPANIES ACT 2006**

The Directors of the Company and its relevant subsidiaries must act in accordance with a set of general duties. These duties are detailed in section 172 of the UK Companies Act 2006 which is summarised as follows:

'Directors of a company must act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its shareholders as a whole and, in doing so, have regard amongst other matters to:

- The likely consequences of any decisions in the long-term;
- The interests of the company's employees;
- The need to foster the company's business relationships with suppliers, customers and others;
- The impact of the company's operations on the community and environment;
- The desirability of the company maintaining a reputation for high standards of business conduct; and
- The need to act fairly as between shareholders of the company.'

The directors of the Company and its relevant subsidiaries have considered the duties set out above as follows:

- The likely consequences of any decisions in the long-term: The Board and management hold monthly meetings in which the performance of the business is considered. Management consider any deviations from budgets and long term plans and the potential strategic implications. In making decisions concerning the ongoing operation of the business, the board and the management team have regard to a variety of matters including the interests of its shareholders, the consequences of its decisions, and the long term reputation of the business.
- The interests of the Group's employees: The Directors are committed to ensuring a responsible business and to ensuring a behaviour which is aligned with the expectations of staff. Employee performance is monitored closely by the board and remuneration of employees is aligned to the objectives of the Group.
- The need to foster the Group's business relationships with suppliers, customers and others: The Directors and management discuss any client feedback and complaints on a monthly basis and sooner if required. Complaints are recorded in the complaints register which is maintained by the regulated operating companies in compliance with their regulatory obligations. Customer service is critical for the Group, and staff are trained to maintain the highest standards.
- The impact of the Group's operations on the community and environment: The Group supports good causes and the welfare of its wider community.
- The desirability of the group maintaining a reputation for high standards of business conduct: The Board sets out the values and standards required of all employees in the staff and compliance

**Amius Group Limited**  
**Strategic Report**  
**for the year ended 30 September 2020**

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handbooks. All employees and Directors sign to confirm that they have read and understood the content of these handbooks and compliance is regularly monitored and reviewed.

- The need to act fairly as between shareholders of the Group: The Directors report the financial performance of the Group to the shareholders on a regular basis.

**PRINCIPAL RISKS AND UNCERTAINTIES**

The Group faces various challenges and uncertainties in the normal course of business and risk is an inherent part of the Group's activities. The principal risks and uncertainties faced by the Group include operational risk, liquidity risk, funding and macro-economic and geopolitical uncertainty and the risk of changes to the regulatory environment. Those risks are covered in more detail in the Directors' Report and in the notes to the financial statements.

**On behalf of the Board**



M Bormann

**Director**

16<sup>th</sup> December 2020

**Amius Group Limited**  
**Report of the Directors**  
**for the year ended 30 September 2020**

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The Directors present their annual report and audited financial statements of Amius Group Limited and its subsidiaries for the year ended 30 September 2020.

**DIRECTORS**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were as follows:

A Brickell  
M Bormann  
N Ng

**DIVIDENDS**

The Directors have declared and paid a dividend of \$400,000 during the financial year (2019: \$Nil).

**COVID-19 PANDEMIC**

The spread of Covid-19 has impacted economies around the globe. The Group is monitoring the situation closely and has taken all necessary steps to comply with Government guidelines and to protect staff throughout the pandemic including bans on unnecessary travel, introducing social distancing rules and options to work from home.

Measures introduced by the UK and other governments to counter the pandemic have impacted global markets and created significant uncertainty which has, in turn, impacted the financial performance of the Group temporarily as set out in the Strategic Report.

**DIRECTORS' AND OFFICERS' INDEMNITIES**

The Group maintains insurance against liabilities for all Directors and officers of the Group during the financial year and at the date of this report.

**DISCLOSURE OF ENERGY CONSUMPTION AND GREENHOUSE GAS EMISSIONS**

The Group is not subject to the disclosure requirements for emissions and energy consumption.

**RISK MANAGEMENT**

**Overview**

The Directors of the Company and its subsidiaries determine the business strategy and risk appetite and are responsible for designing and implementing a risk management framework that recognises the risks that the business faces.

**Amius Group Limited**  
**Report of the Directors (continued)**  
**for the year ended 30 September 2020**

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The risk management framework aims to identify, quantify and manage all relevant business risks, provides appropriate policies and, where relevant, sets and monitors appropriate limits consistent with the risk appetite of the Company and the wider group.

**Operational risk**

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems, or from external events. It is inherent in every business operation and covers a wide range of potential issues. The Group manages this risk by operating in a control-based environment in which processes are documented, authorisation is independent and transactions are reconciled and monitored. The Group has a disaster recovery and business continuity programme to support its activities in times of crisis.

**Credit and performance risk**

Credit and performance risk is the risk of loss if a counterparty defaults on its contractual obligations. The Group carries out extensive credit analysis, taking into account qualitative and quantitative factors and carefully monitors counterparties and their exposures.

**Liquidity risk**

Liquidity risk is the risk that the Group is unable to meet its obligations when they fall due. Material obligations include, but are not limited to, margin calls or settlement obligations under derivative contracts. Hedging and client positions can materially affect the Group's liquidity and cash flow and both are carefully managed and monitored on a daily and intra-day basis.

The Group maintains adequate cash resources and in addition to shareholders' equity is funded through credit lines and shareholder loans.

**Market risk**

Market risk is the risk that a change in the level of one or more market prices, rates, indices, implied volatilities or other market factors, will result in losses for an underlying position. Market risk is also directly impacted by the liquidity in the markets in which the instruments are traded. As financial instruments are recognised at fair value, those changes are directly reported in the Income Statement.

The price level or volatility of the markets in which the Group operates can adversely affect its ability to meet its business objectives and earnings. The Directors have clearly defined the Group's risk appetite for market risk and a variety of measurement methodologies, including Value-at-Risk ('VaR'), scenario analysis and stress testing are used to quantify and assess the levels of market risk to which the Group is exposed to ensure that it remains within the defined risk appetite.

The Group's overall exposure to market risk is strictly mitigated by operating on a matched principal basis and by hedging client positions in the market.

**Interest and foreign exchange risk**

The Group's exposure to interest rate risk on cash balances, client balances and borrowings is immaterial given the maturity profile of its assets and liabilities and the current interest rate environment.

Foreign exchange risk arises where unhedged assets and liabilities are held in currencies other than USD, the Group's functional and reporting currency. The Group is further exposed to foreign exchange risk where overheads incurred are in a currency different to revenues earned.

**Amius Group Limited**  
**Report of the Directors (continued)**  
**for the year ended 30 September 2020**

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**Regulatory risk**

The Group is subject to legal and regulatory obligations in respect of Anti-Money Laundering and other aspects of financial crime, as well as the requirements prescribed by the FCA, MiFID, ESMA and other applicable regulatory requirements. Regulatory risk arises from failure or inability to comply with these laws or regulations applicable to the business of the Group. The Group's Compliance Function has the responsibility for ensuring that an appropriate regulatory risk framework is in place and that regulatory risks are identified, assessed and managed. This risk assessment ensures the appropriate organisational arrangements are in place to undertake the necessary monitoring and advisory activities. These risks are further mitigated through a process of educating staff through procedures and training, and the use of external compliance consultants for ongoing support and projects.

Pillar 3 disclosures can be found on the Group's website: <https://www.amius.com/pillar-3-disclosure-2/>

**Legal risk**

Management is responsible for ensuring that the Group's legal risks are identified, considered and managed. Legal risks include a change in law, a claim in contract or tort, employment disputes, breach of supplier/third party contractual arrangements, and the risk of material loss and reputational damage. These risks are managed and mitigated by having effective contractual arrangements in place, obtaining appropriate legal advice and staff training.

**Strategic / Business risk**

The Group is exposed to risk arising from changes in its business environment, including the risk that it may not be able to carry out its business plans and its desired strategy. The Directors monitor the latest competitor, technological, market and regulatory developments and assess how these may affect the Group. Where necessary, business plans, strategy and processes are amended to ensure that the Group remains competitive and continues to develop and grow.

Further disclosures are given in note 19 to the financial statements.

**DIRECTORS' RESPONSIBILITIES**

The Directors are responsible for preparing the Strategic Report, the 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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 Group and company and of the profit or loss of the Group 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 UK Accounting Standards have been followed, subject to any material departures and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.



**Amius Group Limited**  
**Report of the Directors (continued)**  
**for the year ended 30 September 2020**

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The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's transactions and disclose with reasonable accuracy at any time the financial position of 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 Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors believe that the Group is well placed to manage its business risks successfully as the Group has sufficient financial resources together with a growing customer base and they have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

**INDEPENDENT AUDITOR**

The current Directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the Group's auditor for the purposes of their audit and to establish that the auditor are aware of that information. The Directors are not aware of any relevant audit information of which the auditors are unaware.

Nexia Smith & Williamson have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

**On behalf of the Board**



M Bormann  
16<sup>th</sup> December 2020

**Amius Group Limited**  
**Independent auditor's report**  
**for the year ended 30 September 2020**

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AMIUS GROUP LIMITED**

**Opinion**

We have audited the financial statements of Amius Group Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 September 2020 which comprise consolidated income statement, consolidated balance sheet, consolidated statement of changes in equity, consolidated statement of cash flows, company balance sheet, company statement of changes in equity and the notes to the financial statements, 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 FRS 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 group's and of the parent company's affairs as at 30 September 2020 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.

**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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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**

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

- 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 group's or the parent 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.

**Other information**

The other information comprises the information included in the Report and Consolidated Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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

**Amius Group Limited**  
**Independent auditor's report**  
**for the year ended 30 September 2020**

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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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' 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 group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

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 directors' 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 directors' responsibilities statement set out on pages 7-8, the directors are 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 directors 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

**Auditor's 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 auditor's 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 Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Amius Group Limited**  
**Independent auditor's report**  
**for the year ended 30 September 2020**

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**Use of our report**

This report is made solely to the parent 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 parent 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 parent company and the parent company's members as a body, for our audit work, for this report, or for the opinions we have formed.

*Nexia Smith & Williamson*

Guy Swarbreck

Senior Statutory Auditor, for and on behalf of

**Nexia Smith & Williamson**

Statutory Auditor

Chartered Accountants

25 Moorgate

London

EC2R 6AY

16<sup>th</sup> December 2020

**Amius Group Limited**  
**Consolidated income statement**  
**for the year ended 30 September 2020**

		<b>2020</b> <b>\$'000</b>	<b>2019</b> <b>\$'000</b>
	<b>Note</b>	<b>Total</b>	<b>Total</b>
<b>Trading result</b>	1, 3	13,287	13,745
Cost of sales		(2,710)	(2,688)
Administrative expenses		(13,746)	(12,902)
<b>Operating (loss)</b>	4	(3,169)	(1,845)
Other income		108	156
Interest receivable	5	513	541
Interest payable and similar charges	6	(278)	(303)
<b>(Loss) on ordinary activities before taxation</b>		(2,826)	(1,451)
Taxation on profit on ordinary activities	9	(61)	123
<b>(Loss) for the year</b>		<b>(2,887)</b>	<b>(1,328)</b>

There has been no other comprehensive income in the year (2019: nil).

**Amius Group Limited**  
**Consolidated balance sheet**  
**as at 30 September 2020**

**Company number:**  
**08198098**

	<b>Note</b>	<b>2020 \$'000</b>	<b>2019 \$'000</b>
<b>Fixed assets</b>			
Tangible fixed assets	10	376	543
Investments	11	-	-
<b>Current assets</b>			
Debtors: amounts falling due within one year	12	21,364	26,585
Cash at bank and in hand		17,370	21,351
		<u>38,734</u>	<u>47,936</u>
Creditors: amounts falling due within one year	13	(13,758)	(19,840)
<b>Net current assets</b>		<u>24,976</u>	<u>28,096</u>
<b>Net assets</b>		<u>25,352</u>	<u>28,639</u>
<b>Capital and reserves</b>			
Share capital	15	1,723	1,723
Share premium	16	3,480	3,480
Profit and loss account		20,149	23,436
<b>Equity attributable to owners of the parent company</b>		<u>25,352</u>	<u>28,639</u>
<b>Non-controlling Interests</b>	17	-	-
<b>Shareholders' funds</b>		<u>25,352</u>	<u>28,639</u>

The notes on pages 18 to 36 form part of these financial statements.

The financial statements were authorised and approved by the Board of Directors on 16<sup>th</sup> December 2020 and signed on its behalf by:



**M Bormann**  
**Director**

**Amius Group Limited**  
**Consolidated statement of changes in equity**  
**for the year ended 30 September 2020**

	Share capital \$'000	Share premium \$'000	Profit and loss account \$'000	Non- controlling interests \$'000	Total equity \$'000
<b>1 October 2019</b>	1,723	3,480	23,436	-	28,639
<b>Comprehensive income for the year:</b>					
Loss for the year	-	-	(2,887)	-	(2,887)
<b>Total comprehensive income for the year</b>	-	-	(2,887)	-	(2,887)
Dividend	-	-	(400)	-	(400)
<b>30 September 2020</b>	<b>1,723</b>	<b>3,480</b>	<b>20,149</b>	<b>-</b>	<b>25,352</b>

	Share capital \$'000	Share premium \$'000	Profit and loss account \$'000	Non- controlling interests \$'000	Total equity \$'000
<b>1 October 2018</b>	1,723	3,480	24,764	-	29,967
<b>Comprehensive income for the year:</b>					
Loss for the year	-	-	(1,328)	-	(1,328)
<b>Total comprehensive income for the year</b>	-	-	(1,328)	-	(1,328)
<b>30 September 2019</b>	<b>1,723</b>	<b>3,480</b>	<b>23,436</b>	<b>-</b>	<b>28,639</b>

The notes on pages 18 to 36 form part of these financial statements.

**Amius Group Limited**  
**Consolidated statement of cash flows**  
**for the year ended 30 September 2020**

	2020 \$'000	2019 \$'000
<b>Cash flows from operating activities:</b>		
<b>(Loss) for the financial year</b>	(2,887)	(1,328)
Adjustments for:		
Depreciation of fixed assets	210	196
Net interest payable	(235)	(238)
Taxation (credit)/expense	61	(123)
Other income	(108)	(156)
(Increase)/decrease in trade and other debtors	2,407	(7,180)
(Decrease) in trade and other creditors	(2,474)	(639)
Decrease/(increase) in financial assets	2,849	10,423
Increase/(decrease) in financial liabilities	(655)	6,457
<b>Cash from operations</b>	(832)	7,412
Interest paid	(278)	(303)
Taxation received/(paid)	(14)	245
<b>Net cash used in operating activities</b>	(1,124)	7,354
<b>Cash flows from investing activities:</b>		
Purchases of tangible fixed assets	(44)	(193)
Disposal of tangible fixed assets	-	-
Other income	108	156
Interest received	513	541
Impairment of investments	-	48
(Purchase)/disposal of other investments	(33)	-
<b>Net cash generated from investing activities</b>	543	552
<b>Cash flows from financing activities:</b>		
Dividends	(400)	-
Short term finance loan	(3,000)	(8,000)
<b>Net cash generated from financing activities</b>	(3,400)	(8,000)
<b>Net (decrease) in cash and cash equivalents</b>	(3,981)	(94)
Cash and cash equivalents at beginning of year	21,351	21,445
<b>Cash and cash equivalents at end of year</b>	<b>17,370</b>	<b>21,351</b>
<b>Cash and cash equivalents comprise:</b>		
Cash at bank and in hand	17,370	21,351
	<b>17,370</b>	<b>21,351</b>



**Amius Group Limited**  
**Company balance sheet**  
**as at 30 September 2020**

<b>Company number: 08198098</b>		<b>2020</b>	<b>2019</b>
	<b>Note</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Fixed assets</b>			
Tangible fixed assets	10	32	32
Investments	11	17,313	17,313
<b>Current assets</b>			
Debtors: amounts falling due within one year	12	1,673	4,015
Cash at bank and in hand		148	635
		<u>1,821</u>	<u>4,650</u>
Creditors: amounts falling due within one year	13	<u>(4,022)</u>	<u>(4,774)</u>
<b>Net current liabilities</b>		<b>(2,201)</b>	<b>(124)</b>
<b>Net assets</b>		<u><b>15,144</b></u>	<u><b>17,221</b></u>
<b>Capital and reserves</b>			
Share capital	15	1,723	1,723
Share premium	16	3,480	3,480
Profit and loss		9,941	12,018
<b>Shareholders' funds</b>		<u><b>15,144</b></u>	<u><b>17,221</b></u>

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own statement of comprehensive income in these financial statements. The loss after tax of the parent company for the year was \$1,677,000 (2019: profit \$3,072,000).

The notes on pages 18 to 36 form part of these financial statements.

The financial statements were authorised and approved by the Board of Directors on 16<sup>th</sup> December 2020 and signed on its behalf by:



**M Bormann**  
**Director**

**Amius Group Limited**  
**Company statement of changes in equity**  
**for the year ended 30 September 2020**

	Share capital \$'000	Share premium \$'000	Profit and loss account \$'000	Total equity \$'000
<b>1 October 2019</b>	1,723	3,480	12,018	17,221
<b>Comprehensive income for the year:</b>				
Loss for the year	-	-	(1,677)	(1,677)
<b>Total comprehensive income for the year</b>	<u>-</u>	<u>-</u>	<u>(1,677)</u>	<u>(1,677)</u>
Dividend	-	-	(400)	(400)
<b>30 September 2020</b>	<u>1,723</u>	<u>3,480</u>	<u>9,941</u>	<u>15,144</u>

	Share capital \$'000	Share premium \$'000	Profit and loss account \$'000	Total equity \$'000
<b>1 October 2018</b>	1,723	3,480	8,946	14,149
<b>Comprehensive income for the year:</b>				
Profit for the year	-	-	3,072	3,072
<b>Total comprehensive income for the year</b>	<u>-</u>	<u>-</u>	<u>3,072</u>	<u>3,072</u>
<b>30 September 2019</b>	<u>1,723</u>	<u>3,480</u>	<u>12,018</u>	<u>17,221</u>

The notes on pages 18 to 36 form part of these financial statements.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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**1. Accounting Policies**

*General information*

Amius Group Limited is a company incorporated in England and Wales under the Companies Act (Company number: 08198098). The address of the registered office is given on the contents page and the nature of the Group's operations and its principal activities are set out in the Strategic Report.

*Basis of preparation*

The financial statements have been prepared in accordance with FRS 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies.

Under the provisions of 479C of Companies Act 2006, the members of Amius Group Limited have elected to provide guarantees to its following subsidiaries, exempting them from statutory audit under section 479A of Companies Act 2006.

**Company number**

Amius Services Limited	07547510
Amius Sourcing Limited	11894148
AOTC Limited	06904860

*Parent company disclosure exemptions*

In preparing the separate financial statements of the parent company, advantage has been taken of the following disclosure exemptions available in FRS 102:

- Only one reconciliation of the number of shares outstanding at the beginning and end of the period has been presented as the reconciliations for the group and the parent company would be identical;
- No cash flow statement has been presented for the parent company;
- Disclosures in respect of the parent company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole; and
- No disclosure has been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is included in the totals for the group as a whole.

The following principal accounting policies have been applied:

*Going concern*

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. This report describes the financial position of the Group. In addition, note 19 to the financial statements include the Group's objectives, policies and processes for managing its regulatory capital requirements; its financial risk management objectives; details of its financial instruments; and its exposure to credit risk and liquidity risk.

The Group has sufficient financial resources together with a growing customer base. As a consequence, the Directors believe that the Group is well placed to manage its business risks successfully.

After making enquiries, and taking into account the trading performance of the Group since the end of the financial year, the Directors have a reasonable expectation that the Group has adequate resources

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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to continue in operational existence for the foreseeable future, being at least 12 months from the signing of these financial statements. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

*Basis of consolidation*

The Group's accounts consolidate the accounts of Amius Group Limited and its subsidiary undertakings. The results of subsidiaries acquired or sold are consolidated for the year from or to the date on which control passed.

*Trading result*

The trading result predominantly represents gains and losses from dealing in bespoke risk management products and commission income from brokerage execution services and is recognised when the underlying transactions are executed.

*Functional and reporting currency*

The functional and reporting currency of the Group is US Dollars as this is the principal currency of the trading activities.

*Foreign currencies*

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction or, if hedged, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date or, if appropriate, at the forward contract rate. Any gain or loss arising from a change in exchange rates is included as an exchange gain or loss in the profit and loss account.

*Employee benefits*

The Group provides a range of benefits to employees, including bonus arrangements, paid holiday arrangements, and a defined contribution pension plan.

- *Pension costs*

A defined contribution plan is a pension scheme under which the Group pays fixed contributions to a separate entity. Once the contributions have been paid, the Group has no further payment obligations. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

Contributions to the Group's defined contribution pension scheme are charged to the income statement in the year in which they become payable.

- *Holiday pay accrual*

A liability is recognised to the extent of any unused holiday pay entitlement which has accrued at the balance sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the balance sheet date.

*Taxation*

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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed by the balance sheet date. Timing differences are divergences between the Group's results for tax purposes and its results as stated in the financial statements that arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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Timing differences are taken into account if they have originated prior to the balance sheet date and are expected to reverse in one or more future periods.

Deferred tax is calculated at the tax rates that are expected to be applied to timing differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities against current tax assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different taxable entities which intend to settle current tax liabilities and assets on a net basis.

A deferred tax asset is recognised for unused tax losses and other deductible timing differences to the extent that it is probable that future taxable profits will be available against which they can be utilised.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax balances are not discounted.

*Dividends*

Dividends are recognised in the year in which they are declared.

*Amounts due from brokers*

Amounts due from brokers represent the Group's net position held with brokers, comprising the net accumulated unrealised gains and losses on exchange traded futures and options and cash posted as variation margin against such positions. These financial assets and liabilities are offset and the net amounts are reported in the balance sheet as there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously. On the basis of operational complexity, the offsetting criteria applied are at an entire financial asset or financial liability level, not in relation to individual identifiable cash flows.

*Financial instruments*

The Group has adopted Sections 11 and 12 of FRS102 in respect of financial instruments.

Financial assets and financial liabilities are recognised on the balance sheet when the Group has become a party to the contractual provisions of the instrument. Financial instruments are de-recognised when all the de-recognition criteria of FRS 102 are met and the Group no longer controls the contractual rights that comprise the financial instrument. This is normally the case when the instrument is sold, or all of the cash flows attributable to the instrument are passed through to an independent third party.

Subsequent to initial recognition, all financial assets and financial liabilities are recognised at fair value through profit or loss. Gains and losses arising from changes in the fair value of the 'financial assets or financial liabilities at fair value through profit or loss' category are presented in the profit and loss account within the trading result in the period in which they arise.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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Financial assets are classified into the following specific categories:

- Revaluation provision

The Group uses reserves techniques commonplace in financial services companies for its derivative valuations. The Group reserves any observable mark to market difference between internal and externally assessed option volatility models, and also applies a haircut to such derivative valuations to ensure balance sheet fair values. This provision is included within Trade creditors. The Group's fair value estimation process is further outlined in note 2.

- Fair value through profit or loss

The Group classifies its derivative financial instruments as held for trading. These amounts include unrealised gains and losses from exchange traded futures and options and from a mark-to-market valuation on forward OTC contracts.

- Loans and receivables

Trade and other debtors that have determinable payments that are not quoted in an active market are classified as loans and receivables. They are measured at amortised cost using the effective interest method, less any impairment.

Financial liabilities are classified into the following specific categories:

- Fair value through profit or loss

The Group classifies its derivative financial instruments as held for trading. These amounts include unrealised losses from exchange traded futures and options and from a mark-to-market valuation on forward OTC contracts.

- Other financial liabilities

Other financial liabilities, which include trade and other creditors, are initially measured at fair value and subsequently measured at amortised cost using the effective interest method.

*Tangible fixed assets*

Tangible fixed assets are stated at cost, net of accumulated depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost or valuation, less estimated residual value of each asset on a straight-line basis over its expected useful life as follows:

Computer equipment	3 years
Furniture and fittings	5 years
Motor vehicles	5 years
Office equipment	5 years

Residual value is calculated on prices prevailing at the date of acquisition.

*Investments*

Investments in subsidiaries are measured at cost less accumulated impairment.

*Business combinations*

Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the group.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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The cost of a business combination is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the group in exchange for control and the costs directly attributable to the business combination. The consideration transferred includes the estimate of any asset or liability resulting from a contingent consideration arrangement where the transfer of further consideration is probable and can be measured reliably. Identifiable assets acquired and liabilities and contingent liabilities assumed in the business combination are measured initially at their fair values at the acquisition date. Contingent liabilities are only recognised where the fair value can be measured reliably.

*Operating leases*

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

Incentives received to enter into an operating lease are credited to the profit and loss account, to reduce the lease expense, on a straight line basis over the period of the lease.

*Reserves*

The Group and Company's reserves are as follows:

- Called up share capital represents the nominal value of the shares issued.
- The share premium account includes the premium on issue of equity shares, net of any issue costs.
- Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

**2. Judgements in applying accounting policies and key sources of estimation uncertainty**

The estimates and assumptions that have significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

- *Fair value estimation*

The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives) are based on quoted market prices at the close of trading on the reporting date.

The fair value of financial assets and liabilities that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques. The Group uses a variety of methods and management make assumptions and judgements based on market conditions existing at each reporting date. Valuation techniques used include the use of option pricing models and other valuation techniques commonly used by market participants.

When unobservable market data has a significant impact on the valuation of financial instruments and the model valuations indicate initial profits on the transaction, the entire initial gain is not recognised immediately in the profit and loss account. The initial gain is measured as the difference in fair value indicated by the valuation model price and the transaction price. These gains are deferred and recognised over the life of the transaction on a systematic basis, or when the inputs become observable, or when the transaction matures, or is closed out, or when the Group enters into an offsetting transaction.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

- *Impairment of debtors*

The Group makes an estimate of the recoverable value of trade debtors. When assessing the impairment of debtors, management considers historical experience, age profile of debtors and where appropriate credit rating.

### 3. Trading result

Activities are undertaken in the United Kingdom, Singapore and the United States of America, and the trading result is stated net of VAT and GST, if any.

### 4. Consolidated operating profit

	2020 \$'000	2019 \$'000
<b>Operating profit for the Group is stated after charging</b>		
Staff costs (see note 7)	7,180	5,856
Auditor's remuneration	69	66
- Audit services	18	22
- Subsidiary audits current year	22	24
- Other service	(147)	161
Foreign exchange (gain)/loss	210	196
Depreciation		

### 5. Interest receivable

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
Interest receivable	513	321	541	383
	513	321	541	383

### 6. Interest payable and similar charges

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
Interest payable	278	271	303	186
	278	271	303	186

### 7. Staff costs and Directors' emoluments

Staff costs incurred by the Group during the period, including the Directors, were as follows:



**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

	<b>2020</b> <b>\$'000</b>	<b>2019</b> <b>\$'000</b>
Wages and salaries	6,435	5,144
Social security costs	564	584
Post-employment benefits (see note 8)	181	128
	<u>7,180</u>	<u>5,856</u>

During the year the Company incurred wage and salary costs of \$ 4,234,000 (2019: \$4,178,000), social security costs of \$584,000 (2019: \$577,000) and post-employment benefit costs of \$135,000 (2019: \$128,000).

The monthly average number of employees of the Group, and the categories in which they were employed, is as follows:

	<b>2020</b>	<b>2019</b>
Front Office and Trading	19	18
Administration and support	16	21
	<u>35</u>	<u>39</u>

The remuneration of Directors received for their qualifying services to the Group was \$1,282,000 (2019: \$1,040,000). The highest paid Director received remuneration of \$540,000 (2019: \$443,000).

Key management includes the directors and members of the senior management team. The compensation paid or payable to key management for employee services is shown below:

	<b>2020</b> <b>\$'000</b>	<b>2019</b> <b>\$'000</b>
Salaries and other short-term benefits	2,008	1,629
Post-employment benefits	61	54
	<u>2,069</u>	<u>1,683</u>

#### **8. Defined contribution pension scheme**

The Group operates defined contribution pension schemes. The amount recognised as an expense for the defined contribution schemes was:

	<b>Group</b> <b>2020</b> <b>\$'000</b>	<b>Company</b> <b>2020</b> <b>\$'000</b>	<b>Group</b> <b>2019</b> <b>\$'000</b>	<b>Company</b> <b>2019</b> <b>\$'000</b>
Contributions	181	135	128	128
	<u>181</u>	<u>135</u>	<u>128</u>	<u>128</u>

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

**9. Taxation on profit on ordinary activities**

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
<b>(a) Analysis of charge in the year</b>				
Corporation tax	23	-	(26)	(38)
Total current tax for the year	23	-	(26)	(38)
Adjustment in respect of prior periods	(5)	-	5	(1)
Deferred tax	43	70	(102)	(72)
Total tax for the year	61	70	(123)	(111)
<b>(b) Factors affecting current tax charge</b>				
Profit on ordinary activities before tax	(2,826)	(1,608)	(1,451)	2,961
Profit on ordinary activities at the standard rate of corporation tax in the UK of 19.0% (2019: 19.0%)	(537)	(305)	(276)	563
Effects of:				
Non-Taxable income	(1)	-	(1)	(950)
Expenses not deductible for tax purposes	22	-	32	10
Allowance for research and development	(6)	-	(12)	-
Adjustment in respect of prior periods	(4)	-	5	(1)
Utilisation of losses including group relief	68	70	-	-
Group relief surrendered	-	-	-	258
Deferred tax not provided	513	305	124	9
Income taxed at rates other than group rate	6	-	5	-
Total tax charge/(credit) for the year	61	70	(123)	(111)

**Amius Group Limited**  
Notes forming part of the financial statements  
for the year ended 30 September 2020 *(continued)*

**10. Tangible fixed assets**

Group	Computer equipment \$'000	Furniture and fittings \$'000	Motor Vehicles \$'000	Office equipment \$'000	Total \$'000
<b>Cost</b>					
At 1 October 2019	267	209	172	591	1,239
Additions	29	13	-	2	44
<b>At 30 September 2020</b>	<b>296</b>	<b>222</b>	<b>172</b>	<b>593</b>	<b>1,283</b>
<b>Depreciation</b>					
At 1 October 2019	231	116	26	323	696
Charge for the year	17	46	35	113	211
<b>At 30 September 2020</b>	<b>248</b>	<b>162</b>	<b>61</b>	<b>436</b>	<b>907</b>
<b>Net Book Value</b>					
At 1 October 2019	36	93	146	268	543
At 30 September 2020	48	60	111	157	376

Company	Office equipment \$'000	Total \$'000
<b>Cost</b>		
At 1 October 2019	32	32
<b>At 30 September 2020</b>	<b>32</b>	<b>32</b>
<b>Depreciation</b>		
At 1 October 2019	-	-
Charge for the year	-	-
<b>At 30 September 2020</b>	<b>-</b>	<b>-</b>
<b>Net Book Value</b>		
At 1 October 2019	32	32
At 30 September 2020	32	32

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

**11. Investments**

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
Investment in subsidiary undertakings	-	17,313	-	17,313
Other investments	-	-	-	-
	-	17,313	-	17,313

*Principal investments*

The Company has an investment in the following subsidiary undertakings:

Subsidiary undertakings	Principal activity	Country of incorporation	Share class	Holding
<b>Direct Investments</b>				
Amius Services Limited 55 Drury Lane London WC2B 5SQ	Holding Company	Great Britain	Ordinary	100%
Amius Sourcing Limited 55 Drury Lane London WC2B 5SQ	Dormant Company	Great Britain	Ordinary	55.67%
AOTC Limited 55 Drury Lane London WC2B 5SQ	Dormant Company	Great Britain	Ordinary	100%
<b>Indirect Investments</b>				
Amius Limited 55 Drury Lane London WC2B 5SQ	OTC provider	Great Britain	Ordinary	100%
Amius Pte. Limited 10 Anson Road, #31-01, International Plaza, Singapore (079903)	Representative office	Singapore	Ordinary	100%
Amius Latam LLC 1395 Brickell Avenue, Suite 650 Miami, FL33131	Representative office	USA	Ordinary	100%
Amius Futures LLC 141 W. Jackson Blvd. Suite 1711, Chicago, IL 606040000	Introducing Broker and Service Provider	USA	Ordinary	100%

Amius Sourcing Limited and Amius Latam LLC were both dissolved during the year.

Amius Futures LLC was acquired effective 01 December 2019.

AOTC Limited and Amius Futures LLC have financial years ending 31 December.

All subsidiaries have been included within the Group consolidation.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

*Acquisition of subsidiary*

On 01 December 2019, the Group obtained control of DT Clearing LLC (since then re-named Amius Futures LLC) through the purchase of 100% of the share capital of that company. Amius Futures LLC's ("AFL") principal activity is that of an NFA approved IB and the Group hopes to use the acquisition to expand its activities in the United States of America.

The fair value of the net assets acquired was approximate to the consideration paid amounting to US\$ 93,900.

AFL contributed US\$1,272,000 to the group's revenue and US\$1,700 to the group's loss for the period from the date of acquisition to the balance sheet date.

**Other Investments**

During the prior year the Company made an impairment provision against an investment of \$47,000 in a UK private company.

**12. Debtors: amounts falling due within one year**

	<b>Group 2020 \$'000</b>	<b>Company 2020 \$'000</b>	<b>Group 2019 \$'000</b>	<b>Company 2019 \$'000</b>
Amounts due from brokers				
- due within one year	14,595	-	13,945	-
Financial assets at fair value through profit or loss				
- due within one year	3,863	-	6,712	-
Trade debtors and accrued income	8,962	4,185	9,625	5,787
Amounts due from group companies	-	486	-	-
Provision for bad debts	(7,867)	(4,166)	(5,098)	(2,666)
Corporation tax receivable	58	36	45	38
Deferred tax (note 14)	-	-	43	70
Other debtors	1,753	1,132	1,313	786
	<b>21,364</b>	<b>1,673</b>	<b>26,585</b>	<b>4,015</b>

The impairment loss recognised in the Group profit & loss account for the period in respect of bad and doubtful trade debtors was \$2,720,000 (2019: \$2,489,000).

Amounts owed by group undertakings are unsecured, interest free and are repayable on demand.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

**13. Creditors: amounts falling due within one year**

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
Financial liabilities at fair value through profit or loss				
- due within one year	8,563	-	9,218	-
Trade creditors	2,514	-	5,174	-
Corporation tax payable	18	-	-	-
Deferred tax liability (note 14)	-	-	-	-
Amounts owed to group companies	-	2,318	-	3,090
Short term loans	-	-	3,000	-
Other creditors	447	134	122	122
Short term borrowings	528	528	565	565
Accruals and deferred income	1,688	1,042	1,761	997
	<u>13,758</u>	<u>4,022</u>	<u>19,840</u>	<u>4,774</u>

Amounts owed to group undertakings are unsecured, interest free and are repayable on demand.  
During the year a loan facility was utilised and \$nil (2019: \$3,000,000) was outstanding at year end.

**14. Deferred tax**

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
Net deferred tax (liability)/asset brought forward	43	70	(59)	(2)
Deferred tax in income statement	(43)	(70)	102	72
Net deferred tax (liability)/asset carried forward	<u>-</u>	<u>-</u>	<u>43</u>	<u>70</u>

  

	Group 2020 \$'000	Company 2020 \$'000	Group 2019 \$'000	Company 2019 \$'000
Fixed asset timing differences	(19)	(3)	(39)	(2)
Provision for dilapidation	20	-	10	-
Losses	(1)	3	72	72
Provision for deferred tax	<u>-</u>	<u>-</u>	<u>43</u>	<u>70</u>

Reductions to the UK Corporation Tax rates were substantively enacted as part of the Summer Budget 2016, where the UK government announced legislation setting the Corporation Tax main rate at 19% for the years starting 1 April 2017, 2018 and 2019 and at 18% for the year starting 1 April 2019. At the presentation of the 2017 Budget, the government announced a further reduction to the Corporation Tax main rate for the year starting 1 April 2020 to 17%.

The Budget of 11 March 2020 confirmed that the rate reduction to 17% would be reversed and the Corporation Tax rate remains at 19%.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

Deferred tax has been provided at 19% (2019: 17%) as the average rate of tax that will apply when the underlying timing differences will reverse.

A deferred tax asset of \$375,000 in respect of losses carried forward in the Company has not been provided as recovery is uncertain.

**15. Share Capital**

<b>Allotted, called up and fully paid</b>	<b>2020</b>	<b>2019</b>
<b>1,723,729 Ordinary shares of \$1 each</b>	<b>\$'000</b>	<b>\$'000</b>
At 1 October 2019	1,723	1,723
Issued during the year	-	-
At 30 September 2020	<u>1,723</u>	<u>1,723</u>

**16. Share Premium**

<b>Allotted, called up and fully paid</b>	<b>2020</b>	<b>2019</b>
<b>1,723,729 Ordinary shares of \$1 each</b>	<b>\$'000</b>	<b>\$'000</b>
At 1 October 2019	3,480	3,480
Issued during the year	-	-
At 30 September 2020	<u>3,480</u>	<u>3,480</u>

No shares were issued in the current year (2019: nil).

**17. Non-controlling interests**

Amius Sourcing Limited was incorporated in March 2019 with a view to develop a physical commodity brokerage activity in partnership with a third party. 55.67% of the equity was held by the Company.

Amius Sourcing Limited was dissolved on 13 October 2020.

**18. Related party transactions**

The Company holds an unsecured loan facility in the amount of \$528,000 (2019: \$565,000), as disclosed in note 13, from a non-director who is a close family member of one of the directors and the Company's ultimate controlling party.

The Company made temporary loan facilities available to directors during the year as follows: Adrian Brickell received loans of US\$130,302.54 and £50,000 (total approximately US\$194,401.37); Matthias Bormann received a loan of US\$25,252.30. All loans attracted interest at 2.5% and were fully repaid during the financial year.

The Group has taken advantage of the exemptions available under FRS102 Section 33.1A and as a result has not reported transactions with wholly owned subsidiaries

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

**19. Financial Instruments: Disclosures**

FRS 102 contains definitions of financial assets and liabilities and describes different categories of each. Below is an analysis of financial assets and liabilities under these categories for the Group:

**Financial Assets**

	At fair value through Profit and loss \$'000	Loans and receivables \$'000
<b>2020</b>		
<b>Amounts falling due within one year</b>		
Financial assets at fair value through profit or loss	3,863	-
Amounts due from brokers	-	14,595
Trade and other debtors	-	2,501
Cash at bank and in hand	-	17,370
<b>30 September 2020</b>	<b>3,863</b>	<b>34,466</b>
	<b>\$'000</b>	<b>\$'000</b>
<b>2019</b>		
Financial assets at fair value through profit or loss	5,326	-
Amounts due from brokers	1,386	13,945
Trade and other debtors	-	5,414
Cash at bank and in hand	-	21,351
<b>30 September 2019</b>	<b>6,712</b>	<b>40,710</b>

**Financial Liabilities**

	At fair value through Profit and loss \$'000	Other financial liabilities \$'000
<b>2020</b>		
<b>Amounts falling due within one year</b>		
Financial liabilities at fair value through profit or loss	8,563	-
Trade and other creditors	-	5,177
Short-term loan	-	-
<b>30 September 2020</b>	<b>8,563</b>	<b>5,177</b>
<b>2019</b>		
<b>Amounts falling due within one year</b>		
Financial liabilities at fair value through profit or loss	9,218	-
Trade and other creditors	-	7,622
Short-term loan	-	3,000
<b>30 September 2019</b>	<b>9,218</b>	<b>10,622</b>



**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

**19. Financial Instruments: Disclosures (continued)**

**Maturity profile of financial liabilities**

The table below reflects the contractual maturities of the Group's financial liabilities as at the year ended 30 September:

	Due within 3 months	Due between 3 months and 1 year	Total
	\$'000	\$'000	\$'000
<b>2020</b>			
Trade and other creditors	4,649	546	5,195
Derivative financial instruments	3,771	4,792	8,563
<b>30 September 2020</b>	<b>8,420</b>	<b>5,338</b>	<b>13,758</b>

	Due within 3 months	Due between 3 months and 1 year	Total
	\$'000	\$'000	\$'000
<b>2019</b>			
Trade and other creditors	7,057	565	7,622
Short term loan	3,000	-	3,000
Derivative financial instruments	2,617	6,601	9,218
<b>30 September 2019</b>	<b>12,674</b>	<b>7,166</b>	<b>19,840</b>

Financial assets and liabilities are carried at fair value. The table below sets out the fair value measurements using FRS102 paragraph 11.27 fair value hierarchy.

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 – inputs other than quoted prices included within level 1 that are observable for the asset or liability.
- Level 3 – inputs for the asset or liability that are not based on observable market data.

The level in the fair value hierarchy within which the fair value measurement is categorised in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgement, considering factors specific to the asset or liability.

The following tables analyse within the fair value hierarchy the Group's assets and liabilities measured at fair value at 30 September:

**Amius Group Limited**  
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**for the year ended 30 September 2020 (continued)**

**19. Financial Instruments: Disclosures (continued)**

<b>2020</b>	<b>Level 1 \$'000</b>	<b>Level 2 \$'000</b>	<b>Level 3 \$'000</b>	<b>Total \$'000</b>
<b>Financial Assets</b>				
Derivative financial instruments	-	3,863	-	3,863
<b>Total financial assets</b>	<b>-</b>	<b>3,863</b>	<b>-</b>	<b>3,863</b>
<b>Financial Liabilities</b>				
Derivative financial instruments	-	8,563	-	8,563
<b>Total financial liabilities</b>	<b>-</b>	<b>8,563</b>	<b>-</b>	<b>8,563</b>
<b>2019</b>				
<b>Financial Assets</b>				
Derivative financial instruments	1,386	5,326	-	6,712
<b>Total financial assets</b>	<b>1,386</b>	<b>5,326</b>	<b>-</b>	<b>6,712</b>
<b>Financial Liabilities</b>				
Derivative financial instruments	-	9,218	-	9,218
<b>Total financial liabilities</b>	<b>-</b>	<b>9,218</b>	<b>-</b>	<b>9,218</b>

Investments whose values are based on quoted market prices in active markets, and are therefore classified within Level 1, comprise of amounts due from brokers, which include exchange traded futures and options positions and cash posted as margin. The Group does not adjust the quoted price for these instruments.

Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from other observable inputs).

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs). The valuation model used to determine the fair value of the derivative contracts held by the Group uses observable inputs. There are no Level 3 instruments held (2019: nil).

The fair values of the Group's over-the-counter ('OTC') derivatives are subject to market risk. A sensitivity analysis of financial assets shows the impact that a shift in the observable input variables would have on the valuation result:

**30 September 2020**

<b>Description</b>	<b>Fair value \$'000</b>	<b>Valuation technique</b>	<b>Observable inputs</b>	<b>Reasonable possible shift +/-</b>	<b>Change in valuation \$'000</b>
OTC derivatives	3,863	Option pricing model	Price volatility of underlying assets	1-2%	1,626

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

**19. Financial Instruments: Disclosures (continued)**

**30 September 2019**

Description	Fair value \$'000	Valuation technique	Observable inputs	Reasonable possible shift +/-	Change in valuation \$'000
OTC derivatives	5,326	Option pricing model	Price volatility of underlying assets	1-2%	2,276

***Financial instrument risk exposure and management***

The Group is exposed to risks that arise from its use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them, where relevant.

**Credit and counterparty risk:** The credit risk exposure relating to the financial assets of the Group is represented by the fair value as at the balance sheet date. The exposure arises from transactions with clients, most of which enjoy initial and variation margin credit lines and balances with banks and brokers.

Exposures are approved, after careful analysis, in accordance with group policy and monitored closely. Counterparties are geographically widely distributed but given the Group's focus on specific commodities there are certain industry specific concentration risks. These are monitored and carefully managed.

**Liquidity risk:** The Group maintains sufficient liquid assets and credit lines to meet its liabilities as they fall due. The majority of assets are current, and are represented by trading book positions valued at market price, counterparty balances and cash. The majority of liabilities arise from trading positions. The liquidity profile of all trading positions are reviewed and stress tested on a daily basis (see "Market Risk").

**Market risk:** Market risk arises from the Group's trading in and holding of financial instruments. It is an inherent risk that the fair value of a financial instrument will fluctuate because of changes in an underlying instrument (price risk and volatilities), interest rates (interest rate risk) and foreign exchange rates (currency risk). Trading positions are monitored and stress tested on an instrument and book basis; Value at Risk ('VaR') is used to monitor and manage exposures.

The VaR of a trading book refers to the estimate of the potential loss on risk positions as a result of movements in market rates and prices over a specific time horizon. The VaR calculation adopted by the Group assumes a 1-2% shift in underlying volatility and  $\pm 5\%$  shift in the market price of the underlying instrument.

The Group recognises that VaR measures of market risk, considered in isolation, have limitations. It is for this reason that the Group adopts the use of other tools, such as stress testing and scenario analysis, to manage its market risk exposures. The use of VaR has the following limitations:

- The historical data on which calculations are based may not reflect all the factors that are relevant to the estimation of VaR, give the correct weight to these factors, or be the best estimate of risk factor changes that will occur in the future.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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- Focusing on the maximum loss that is expected to be incurred says little about the smaller losses that are expected to be incurred more frequently.
- VaR figures are based on calculations performed at the end of each business day. The VaR during the course of a single day may change substantially, and the end-of-day figure may not be representative of the figure at other times of the day.

**Interest and foreign exchange risk:** The Group has a moderate exposure to interest rate risk and exposure is mitigated by pricing instruments appropriately and by matching maturities where possible.

Foreign exchange exposure is monitored within the trading book for trading position related exposures, or treasury for general balance sheet exposures. Exposures are hedged where material.

**Capital:** The main trading company within the Group is authorised and regulated by the FCA and is subject to externally imposed regulatory capital requirements.

The Group monitors capital (all components of equity) to ensure that it maintains adequate resources to carry on its business and meet its regulatory obligations. The Directors are aware that continued shareholder support is required to carry on the Group's business. Details of the risks and regulatory obligations are noted in the Report of Directors.

The Group's objective when maintaining capital is to safeguard the Group's ability to continue as a going concern and preserve funds for future investment.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

**Cash:** Cash balances are held with institutional banks and the Directors view the risk of holding amounts with those institutions to be low. The Group carefully monitors the credit standing of its banks.

Moderate amounts of cash and positive open trade equity may be held with carefully selected brokers.

**Other debtors:** Other debtor balances are sundry assets and are reviewed and reconciled on an ongoing basis. As at 30 September 2020, 'other debtor' balances were not overdue and were not considered impaired.

## **20. Ultimate controlling party**

The ultimate controlling party of the Company and Group is Adrian Brickell.

## **21. Post Balance Sheet events**

There are no material post balance sheet events.

**Amius Group Limited**  
**Notes forming part of the financial statements**  
**for the year ended 30 September 2020 (continued)**

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**22. Contingent liabilities and commitments**

The Group has the following future lease payment commitments under non-cancellable operating leases. The lease commitments are held in Amius Limited.

	<b>2020</b> <b>\$'000</b>	<b>2019</b> <b>\$'000</b>
Less than one year	475	444
Over one year but less than five	118	555
	<u>593</u>	<u>999</u>