

Company Registration No. 08746800 (England and Wales)

FRENKEL TOPPING GROUP HOLDINGS LIMITED

**REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2018**



FRENKEL TOPPING GROUP HOLDINGS LIMITED

COMPANY INFORMATION

Directors	Mr R C Fraser Mr S G Bentley
Company number	08746800
Registered office	Frenkel House 15 Carolina Way Salford Manchester England M50 2ZY
Auditor	RSM UK Audit LLP Chartered Accountants Central Square 5th Floor 29 Wellington Street Leeds LS1 4DL

FRENKEL TOPPING GROUP HOLDINGS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present the Strategic Report for the year ended 31 December 2018.

Review of the business

The company operates as an intermediary holding company. As such, during the year the company received dividends from its subsidiary and paid out the same amount in dividends to its parent company.

The company's net assets as shown on the statement of financial position of £6.2m (2017: £6.2m) consisted primarily of its 100% interest in Frenkel Topping Limited. There were no changes in the assets held by the company in the year.

Risks and uncertainties

As the company acts as an intermediary holding company and pays out the same amount of dividends it receives, there are no specific risks and uncertainties relevant to the company.

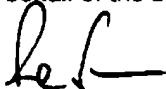
Key performance indicators

As the company acts as an intermediary holding company and pays out the same amount of dividends it receives, there are no key performance indicators relevant to the company.

Financial Instruments

The only financial instruments held by the company are intercompany balances.

On behalf of the board



Mr R C Fraser
Director

9 April 2019

FRENKEL TOPPING GROUP HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2018

The directors present their annual report and financial statements for the year ended 31 December 2018.

Principal activities

The principal activity of the company continued to be that of the parent company of a company engaged in the provision of financial services advice.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr R C Fraser

Mr S G Bentley

(Appointed 1 February 2018)

Results and dividends

The results for the year are set out on page 6. The company has paid a dividend of £3,100,000 (2017: £900,000) during the year. The directors recommend a final dividend on the ordinary shares of £20 per share (amounting to £1,000,000).

Future developments

The company will continue to operate as an intermediary holding company.

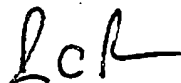
Auditor

RSM UK Audit LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board



Mr R C Fraser

Director

9 April 2019

FRENKEL TOPPING GROUP HOLDINGS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2018

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 Financial Reporting Standard 101: Reduced Disclosure Framework ("FRS 101").

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing those 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FRENKEL TOPPING GROUP HOLDINGS LIMITED

Opinion

We have audited the financial statements of Frenkel Topping Group Holdings Limited ('the company') for the year ended 31 December 2018 which comprise of the statement of comprehensive income, the statement of financial position, the statement of changes in equity and 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 101 "Reduced Disclosure Framework" (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 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 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 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 annual report, 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 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.

Opinions 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FRENKEL TOPPING GROUP HOLDINGS LIMITED (CONTINUED)

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 and the directors' 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 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 page 3, 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's 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 auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

RSM UK Audit LLP

Andrew Alchin FCA (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
Central Square
5th Floor
29 Wellington Street
Leeds
LS1 4DL

9 April 2019

FRENKEL TOPPING GROUP HOLDINGS LIMITED

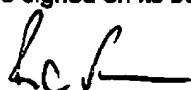
STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	2018 £	2017 £
Investment income	4	3,100,000	900,000
Profit on ordinary activities before taxation		3,100,000	900,000
Taxation on profit on ordinary activities	5	-	-
Profit and total comprehensive income for the year		3,100,000	900,000

FRENKEL TOPPING GROUP HOLDINGS LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 DECEMBER 2018**

	Notes	2018 £	£	2017 £	£
Fixed assets					
Investments	7		6,159,027		6,159,027
Current assets					
Debtors	9	7,500		7,500	
Net current assets			7,500		7,500
Total assets less current liabilities			6,166,527		6,166,527
Net assets			6,166,527		6,166,527
Capital and reserves					
Called up share capital	10		50,000		50,000
Merger reserve	11		5,912,656		5,912,656
Profit and loss reserves	11		203,871		203,871
Total equity			6,166,527		6,166,527

The financial statements were approved by the board of directors and authorised for issue on 9 April 2019 and are signed on its behalf by:



Mr R C Fraser
Director

FRENKEL TOPPING GROUP HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	Share capital £	Merger reserve £	Profit and loss reserves £	Total £
Balance at 1 January 2017		50,000	5,912,656	203,871	6,166,527
Year ended 31 December 2017:					
Profit and total comprehensive income for the year		-	-	900,000	900,000
Dividends	6	-	-	(900,000)	(900,000)
Balance at 31 December 2017		50,000	5,912,656	203,871	6,166,527
Year ended 31 December 2018:					
Profit and total comprehensive income for the year		-	-	3,100,000	3,100,000
Dividends	6	-	-	(3,100,000)	(3,100,000)
Balance at 31 December 2018		50,000	5,912,656	203,871	6,166,527

FRENKEL TOPPING GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

Company information

Frenkel Topping Group Holdings Limited ('the company') is a private company limited by shares domiciled and incorporated in England. The registered office is Frenkel House, 15 Carolina Way, Salford, Manchester, M50 2ZY. The nature of the company's operations and its principal activities are set out in the Directors Report on page 2.

Accounting convention

These financial statements were prepared in accordance with Financial Reporting Standard 101: Reduced Disclosure Framework ("FRS 101").

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. These financial statements are separate financial statements. The company's functional and presentation currency is the pound sterling. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention.

In preparing these financial statements, the company applies the recognition and measurement requirements of International Financial Reporting Standards as adopted by the EU ("IFRS"), amended where necessary in order to comply with Companies Act 2006.

Reduced disclosures

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements and, where relevant, equivalent disclosures have been made in the group accounts of the ultimate parent company, in accordance with FRS 101:

- Presentation of a statement of cash flows and related notes;
- Disclosure of the objectives, policies and processes for managing capital;
- Disclosure of key management personnel compensation;
- Financial instrument disclosures, including:
 - Carrying amounts and fair values of financial instruments by category and information about the nature and extent of risks arising on financial instruments;
 - Income, expenses, gains and losses on financial instruments;
 - Effects of initial application of IFRS 9;
- Comparative period reconciliations for the carrying amount of tangible assets;
- Disclosure of the future impact of new International Financial Reporting Standards in issue but not yet effective at the reporting date;
- Related party disclosures for transactions with the parent or wholly owned members of the group.

The financial statements of the company are consolidated into the financial statements of Frenkel Topping Group Plc. The consolidated financial statements of Frenkel Topping Group Plc are available from its registered office, Frenkel House, 15 Carolina Way, Salford, Manchester, M50 2ZY.

Going concern

The directors have considered, as part of their annual budget process, the adequacy of the company's resources in relation to its profit and cash flow projections. The Directors have reasonable expectations that the company has adequate resources for the foreseeable future. For this reason they continue to adopt the going concern basis in preparing the financial statements.

Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

FRENKEL TOPPING GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies (Continued)

The company assesses at the end of each reporting period whether there was objective evidence that a financial asset or group of financial assets was impaired. A financial asset or a group of financial assets was impaired and impairment losses were incurred only if there was objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) had an impact on the estimated future cash flows of the financial asset or group of financial assets that could be reliably estimated.

Financial instruments

Financial assets and financial liabilities are recognised in the statement of financial position when the company has become a party to the contractual provisions of the instrument.

Other debtors

Other debtors are categorised as loans and receivables in accordance with IAS39. They are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

Audit fees

The subsidiary company, Frenkel Topping Limited, is bearing the cost of auditor's remuneration.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

In view of the nature of the statement of financial position at the year end the directors consider no significant judgements have been applied.

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2018 Number	2017 Number
Directors	2	2

The directors of the company are also directors of the ultimate parent company, Frenkel Topping Group Plc ('the Group'), and their remuneration in respect of services to the Group and company is disclosed in the Group consolidated accounts.

FRENKEL TOPPING GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

4 Investment Income

	2018 £	2017 £
Income from fixed asset investments		
Income from shares in group undertakings	3,100,000	900,000

5 Taxation

	2018 £	2017 £
Total current tax	-	-

The total tax charge for the year included in the statement of comprehensive income can be reconciled to the profit before tax multiplied by the standard rate of tax as follows:

	2018 £	2017 £
Profit before taxation	3,100,000	900,000
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2017: 19.25%)	589,000	173,250
Tax effect of income not taxable in determining taxable profit	(589,000)	(173,250)
Taxation charge for the year	-	-

6 Dividends

	2018 £	2017 £
Final paid	3,100,000	900,000

FRENKEL TOPPING GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

7 Investments

	Notes	2018 £	2017 £
Investments in subsidiaries	8	6,159,027	6,159,027

Movements In Investments

	Shares in group undertakings £
Cost	
At 1 January 2018 & 31 December 2018	6,159,027
Carrying amount	
At 31 December 2018	6,159,027
At 31 December 2017	6,159,027

8 Subsidiaries

Details of the company's subsidiaries at 31 December 2018 are as follows:

Name of undertaking	Registered office key	Nature of business	Class of shares held	% Held Direct Indirect
Frenkel Topping Limited	1	Financial services	Ordinary	100.00
New Horizon AM Limited	1	Dormant	Ordinary	100.00
Frenkel Topping Associates Limited	1	Financial services	Ordinary	50.00

Registered Office addresses:

1 Frenkel House, 15 Carolina Way, Salford, Manchester, M50 2ZY.

9 Debtors

	2018 £	2017 £
Amounts falling due within one year:		
Amounts owed by group undertakings	7,500	7,500

FRENKEL TOPPING GROUP HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

10 Share capital

	2018 £	2017 £
Ordinary share capital		
Issued and fully paid		
42,500 Ordinary A shares of £1 each	42,500	42,500
1,617 Ordinary B shares of £1 each	1,617	1,617
5,883 Ordinary C shares of £1 each	5,883	5,883
	<u>50,000</u>	<u>50,000</u>

The company has one class of Ordinary shares which carry no right to fixed income. The Ordinary shares have attached to them full voting, dividend and capital distribution rights. They do not confer any rights of redemption.

11 Reserves

Profit and loss reserves

The profit and loss reserve represents cumulative profit for the year and prior periods less dividends paid.

Merger reserve

The merger reserve represents the excess of fair value over the nominal value of the shares issued to acquire Frenkel Topping Limited.

12 Controlling party

The immediate and ultimate parent company and the smallest and largest group to consolidate these financial statements is Frenkel Topping Group Plc. The consolidated financial statements of Frenkel Topping Group Plc are available from its registered office, Frenkel House, 15 Carolina Way, Salford, Manchester, M50 2ZY.