Registration number: 11237279

KYMA Capital Limited

Annual Report and Financial Statements

for the Year Ended 31 March 2022

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DSK Partners LLP Chartered Accountants and Statutory Auditors 75 Park Lane Croydon Surrey CR9 1XS

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Company Information

Directors Mr A Shah

Ms R Machado

Registered office 22 - 25 Portman Close

London

W1H6BS

Auditors DSK Partners LLP

Chartered Accountants and Statutory Auditors

75 Park Lane Croydon Surrey CR9 1XS

Strategic Report for the Year Ended 31 March 2022

The directors present their strategic report for the year ended 31 March 2022.

Kyma Capital Limited ('Kyma') was established in March 2018 and the principal activity of the Company is to act as an Investment Manager to funds and segregated mandate accounts. The investment objectives of Kyma are to seek to achieve a combination of capital appreciation and income by investing in primarily stressed and distressed corporate debt instruments of entities in Western Europe.

Fair review of the business

Kyma is a private business authorised and regulated by the Financial Conduct Authority as an Alternative Investment Fund Manager ('AIFM') and the Company employed 4 staff as of 31.03.2022. Kyma is an investment manager to Kyma Capital Opportunities Master Fund Limited (the "Fund") which launched on 11th January 2019.

As detailed on page 11, from April 2021 to March 2022 the Company made a £19,105 loss.

Principal risks and uncertainties

The Directors consider the Company main risks to be the lack of growth and/or decline in Assets under Management and significant underperformance in the Fund. The Company, through its role as investment manager, derives its revenue from the management fees received from the Fund and is indirectly exposed to its risks and uncertainties in the global stock markets. The Company also considers one of the main risks, the fluctuation on foreign exchange rates as its income is derived in USD and most of its fixed costs are in GBP.

Strategic Report for the Year Ended 31 March 2022 (continued)

Section 172(1) statement

The Directors, in line with their duties under s172 of the Companies Act 2006, act individually and collectively in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members, and in doing so have regard, amongst other matters, to the:

- Likely consequences of any decision in the long term
- Interests of the Company's employees
- Need to foster the Company's business relationships with supplies, customers and others
- Impact of the Company's operations on the community and the environment
- Desirability of the Company maintaining a reputation for high standards for business contact
- Need to act fairly between members of the Company

The Directors' regard to these matters is embedded in their decision-making process, through the Company's business strategy, culture, governance framework, management information flows and stakeholder engagement processes.

The Company's business strategy is focused on achieving success for the Company in the long-term. In setting this strategy, the Board takes into account the impact of relevant factors and stakeholder interests on the Company's performance. The Board identifies principal risks facing the business and sets risk management objectives.

The Board promotes a culture of upholding the highest standards of business conduct and regulatory conduct. The Board ensures these core values are communicated to the Company's employees and embedded in the Company's policies and procedures, employee induction and training programmes and its risk control and oversight framework.

The Board recognises that building strong and last relationships with our stakeholders will help us deliver our strategy in line with our long term values, and operate a sustainable business.

The Directors are supported in the discharge of their duties by:

- A Director training programme to further their understanding of their duties and obligations under applicable law and regulations
- Processes which ensure the provision of timely management information and escalation through reporting lines to the Board from the Company's business areas, its risk and control functions, its services provider, Coremont LLP, and the management information being provided by Coremont LLP.
- Agenda planning for Board meetings to provide sufficient time for the consideration and discussion of key matters.

Strategic Report for the Year Ended 31 March 2022 (continued)

Engagement with employees

Our employees contribute to a positive working culture and healthy working environment. Employees are key to the success of our business. In addition to aiming to be a responsible employer in our approach to pay and benefits, we continue to engage with our team to ascertain which training and development opportunities should be made available to improve our team's productivity and individual employees potential within the business.

Engagement with suppliers, customers and other relationships

Stakeholders

The Board understands the importance of engagement with all stakeholders and gives appropriate weighting to the outcome of its decisions for the relevant stakeholder in weighing up how best to promote the success of the Company. The below summarises the key stakeholders and how we engage with each.

Clients

Clients are at the centre of our business and we strive to build long term relationships with current and potential clients to understand their objectives and requirements. We are in regular contact with clients in order to meet their defined reporting and service requirements.

Suppliers

We work with a limited number of suppliers and we are committed to being fair and transparent in our dealing with suppliers.

The Company's main supplier is its service provider, Coremont, which is authorised and regulated by the Financial Conduct Authority in the UK.

The Company has processes requiring due diligence of suppliers as to their internal governance, for example, their anti-bribery and corruption practices, data protection policies and modern slavery matters.

Environmental matters

The Board's approach to social responsibility, diversity and the community is of high importance. As an Investment Manager, we strive to create sustainable value and help investors seek more meaningful returns. Corporate social responsibility principles are part of our culture and decision making process and we aim to build long term relationships.

Regulators

We work with our regulators and the government in an open and proactive manner to help develop procedures that meet the needs of all stakeholders.

The Board's intention is to behave responsibly and to ensure that the business operates in a responsible manner, acting with the high standards and good governance expected of an investment management business. In doing so, we believe that we will achieve our long term business strategy and further develop our reputation in the sector.

We have a risk and control framework to ensure that the Company complies with all legal and regulatory requirements relating to the provision and services to our clients.

Strategic Report for the Year Ended 31 March 2022 (continued)

Shareholders

The Board also seeks to act in a responsible manner to benefit our shareholders. The Board communicates relevant information to its shareholders.

Approved and authorised by the Board on 25.07.2022 and signed on its behalf by:

Ms R Machado

Director

Directors' Report for the Year Ended 31 March 2022

The directors present their report and the financial statements for the year ended 31 March 2022.

Principal activity

The principal activity of the company is Investment management.

Directors of the company

The directors who held office during the year were as follows:

Mr A Shah

Ms R Machado

Dividends

No dividends will be distributed for the year ended 31 March 2022.

MIFIDPRU 8.1 Disclosure

The company has documented the disclosures required by the FCA under section 9 of its Prudential Sourcebook for the banks, building societies and investment firms ("MIFIDPRU"). There are included as an appendix to these financial statements.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Reappointment of auditors

The auditors, DSK Partners LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Approved and authorised by the Board on 25.07.2022 and signed on its behalf by:

Ms R Machado

Director

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Annual 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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

The 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 KYMA Capital Limited

Opinion

We have audited the financial statements of KYMA Capital Limited (the 'company') for the year ended 31 March 2022, which comprise the Income Statement, Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows, 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 Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 and of its 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 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

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

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

Independent Auditor's Report to the Members of KYMA Capital Limited (continued)

We have nothing to report in this regard.

Opinion on other matter 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and 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 our 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 where 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 Statement of Directors' Responsibilities [set out on page 7], 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.

Independent Auditor's Report to the Members of KYMA Capital Limited (continued)

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. This description forms part of our Report of the Auditors.

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.

Romit Basu FCA (Senior Statutory Auditor)
For and on behalf of DSK Partners LLP,
Chartered Accountants and Statutory Auditors
75 Park Lane
Croydon
Surrey
CR9 1XS

Date: 25th July 2022

Income Statement for the Year Ended 31 March 2022

	Note	2022 £	2021 £
Turnover	3	1,251,759	834,620
Gross profit		1,251,759	834,620
Administrative expenses		(1,291,105)	(432,493)
Other operating income	4	20,241	19,081
Operating (loss)/profit	5	(19,105)	421,208
Other interest receivable and similar income	6		419
(Loss)/profit before tax		(19,105)	421,627
(Loss)/profit for the financial year		(19,105)	421,627

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

Statement of Comprehensive Income for the Year Ended 31 March 2022

	2022 £	2021 £
(Loss)/profit for the year	(19,105)	421,627
Total comprehensive income for the year	<u>(19,105)</u>	421,627

(Registration number: 11237279) Statement of Financial Position as at 31 March 2022

	Note	2022 £	2021 £
Fixed assets Tangible assets	11	8,310	1,381
Current assets Debtors Cash at bank and in hand	12	129,356 1,509,587 1,638,943	66,411 584,961 651,372
Creditors: Amounts falling due within one year Net current assets	13	(274,703) 1,364,240	(18,117) 633,255
Net assets		1,372,550	634,636
Capital and reserves Called up share capital Share premium reserve Retained earnings		3,587 2,303,553 (934,590)	293 1,549,828 (915,485)
Shareholders' funds	,	1,372,550	634,636

Approved and authorised by the Board on 25.07.2022 and signed on its behalf by:

Ms R Machado Director

Statement of Changes in Equity for the Year Ended 31 March 2022

	Share capital £	Share premium £	Retained earnings £	Total £
At 1 April 2021	293	1,549,828	(915,485)	634,636
Loss for the year	-	-	(19,105)	(19,105)
New share capital subscribed	3,294	753,725	-	757,019
At 31 March 2022	3,587	2,303,553	(934,590)	1,372,550
	Share capital £	Share premium £	Retained earnings	Total £
At 1 April 2020	293	1,549,828	(1,337,112)	213,009
Profit for the year		_	421,627	421,627
At 31 March 2021	293	1,549,828	(915,485)	634,636

Statement of Cash Flows for the Year Ended 31 March 2022

	Note	2022 £	2021 £
Cash flows from operating activities			
(Loss)/profit for the year Adjustments to cash flows from non-cash items		(19,105)	421,627
Depreciation and amortisation	5	2,513	2,935
Finance income	6		(419)
		(16,592)	424,143
Working capital adjustments			
Increase in trade debtors	12	(62,945)	(1,577)
Increase in trade creditors	13	256,586	338
Net cash flow from operating activities		177,049	422,904
Cash flows from investing activities			
Interest received	6	-	419
Acquisitions of tangible assets		(9,442)	
Net cash flows from investing activities		(9,442)	419
Cash flows from financing activities			
Proceeds from issue of ordinary shares, net of issue costs		757,019	
Net increase in cash and cash equivalents		924,626	423,323
Cash and çash equivalents at 1 April		584,961	161,638
Cash and cash equivalents at 31 March		1,509,587	584,961

Notes to the Financial Statements for the Year Ended 31 March 2022

1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is: 22 - 25 Portman Close London W1H 6BS

The presentation currency of the financial statements is Pound Sterling (£) rounded to the nearest Pound.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland and the Companies Act 2006'.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

Going concern

COVID-19 might have some impact, but not significantly impacted on the company's performance. Management has determined that there is no material uncertainty that casts doubt on the company's ability to continue as a going concern.

As part of the directors' assessment of going concern, they have prepared detailed cash flow and profit and loss forecasts for the next 12 months. The forecasts have been prepared on an appropriate basis, taking into account the current economic conditions that exist.

After making appropriate analysis, the directors believe the company is well placed to carry on its operational existence for the foreseeable future. Therefore they continue to adopt the going concern basis of accounting to prepare its annual financial statements.

Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

2 Accounting policies (continued)

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the rendering and provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts.

The company recognises revenue when:

The amount of revenue can be reliably measured;

it is probable that future economic benefits will flow to the entity;

and specific criteria have been met for each of the company's activities.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they willbe recovered against the reversal of deferred tax liabilities or other future taxable profits.

Tangible assets

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual values, over their expected useful lives using the straight-line method at the following rates:

Asset class

Depreciation method and rate

Office equipment

3 years

Computer equipment

3 years

Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

2 Accounting policies (continued)

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Defined benefit pension obligation

Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the reporting date minus the fair value of plan assets. The defined benefit obligation is measured using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future payments by reference to market yields at the reporting date on high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension liability.

Actuarial gains and losses are charged or credited to other comprehensive income in the period in which they arise.

Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

2 Accounting policies (continued)

Financial instruments

Classification

3 Turnover

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities, or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

The analysis of the company's turnover for the year from continu	uing operations is as folk	ows:
	2022	2021
	£	£
Sales	1,251,759	834,620
4 Other operating income		
The analysis of the company's other operating income for the ye	ear is as follows:	
	2022	2021
	£	£
Government grants	-	17,448
Miscellaneous other operating income	20,241	1,633
	20,241	19,081
5 Operating (loss)/profit		
Arrived at after charging/(crediting)		
/ invoca at alter energing (eventuring)	0000	2004
	2022 £	2021 £
Depreciation expense	2,513	2,935
·	7,420	2,935 7,535
Research and development cost	7,420	7,000
6 Other interest receivable and similar income		
	2022	2021
	3	3
Interest income on bank deposits	-	419
· · · · · · · · · · · · · · · · · · ·		

Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

7 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

The aggregate payron costs (including directors remaineration) were	as ionows.	
	2022 £	2021 £
Wages and salaries	355,212	191,001
Social security costs	40,787	16,159
Pension costs, defined benefit scheme	3,743	2,626
	399,742	209,786
The average number of persons employed by the company (inclanalysed by category was as follows:	luding directors)	during the year,
	2022	2021
	No.	No.
Other departments	4	3
8 Directors' remuneration		
The directors' remuneration for the year was as follows:		
	2022	2021
	£	£
Remuneration	205,813	115,105
9 Auditors' remuneration		
	2022	2021
	£	£
Audit of the financial statements	5,500	5,500

10 Taxation

Analysis of the tax charge

Other fees to auditors

All other non-audit services

No liability to UK corporation tax arose for the year ended 31 March 2022 nor for the period ended 31 March 2021.

9,802

9,194

Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

11 Tangible assets

TT Tungible 4050to			
	Fixtures and fittings £	Office equipment £	Total £
Cost or valuation			
At 1 April 2021	2,601	6,204	8,805
Additions	<u> </u>	9,442	9,442
At 31 March 2022	2,601	15,646	18,247
Depreciation			
At 1 April 2021	1,930	5,494	7,424
Charge for the year	454	2,059	2,513
At 31 March 2022	2,384	7,553	9,937
Carrying amount			
At 31 March 2022	217	8,093	8,310
At 31 March 2021	671	710	1,381
12 Debtors		2022	2021
Current		£	£
Trade debtors		62,215	32,808
Other debtors		35,843	15,527
Prepayments		31,298	18,076
	_	129,356	66,411
13 Creditors			
		2022	2021
		£	£
Due within one year			
Trade creditors		7,768	-
Other payables		6,928	4,816
Accruals	_	260,007	13,301
		274,703	18,117

Notes to the Financial Statements for the Year Ended 31 March 2022 (continued)

14 Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £3,742 (2021: £2,626). Contributions totalling Nil (2021: NIL) were payable to the fund at the reporting date and are included in creditors.

15 Controlling party

The ultimate controlling party is A Shah.

MIFIDPRU 8.1 Disclosure

Regulatory Context

The following disclosures are provided pursuant to the disclosure rules as laid out by the Financial Conduct Authority ("FCA") within section 9 of its Prudential Sourcebook for the banks, building societies and investment firms ("MIFIDPRU"). The regulatory aim of the disclosures is to improve market discipline through additional transparency.

The prudential framework for investment management firms is set out under the Capital Requirements Directive which has been implemented by the FCA through the Prudential Sourcebook ("MIFIDPRU"). The rules establish for the following for Investment Managers:

- the minimum capital requirement for the investment manager.
- the Internal Capital Adequacy Risk Assessment ("ICARA") and the Supervisory Review and Evaluation Process through which the investment manager and the regulator satisfy themselves as to the adequacy of capital; and
- the requirement of the investment manager to publish its objectives and policies in relation to risk management, and information on its risk exposures and capital resources.

The disclosures below are the required regulatory disclosures and apply solely to Kyma Capital Limited (the "Firm"). The disclosures do not apply to the Kyma Capital Opportunities Fund (the "Fund") managed by the Firm as described below, which are exposed to different risks. Unless otherwise defined, capitalised terms used herein have the meanings given to them in MIFIDPRU. The disclosures reflect the arrangements and financials of the Firm as at 31 March 2022 unless otherwise indicated.

Background to the Firm

The Firm is an investment manager based in London, United Kingdom, and is incorporated in England and Wales as a private limited company. The Firm is a solo UK entity authorised and regulated by the FCA in the United Kingdom to conduct investment management business. The Firm is an AIFM which is categorised as a MIFIDPRU Small Non-Interconnected (SNI) firm as set out in MIFIDPRU 7.1.4 R. The Firm does not have any retail clients and does not hold regulatory permissions to manage or hold client money or client assets.

The Firm's primary business activity is to act as investment manager for the Fund.

Verification

The information contained in this document has not been audited by the Firm's external auditors and does not constitute any form of financial statement and must not be relied upon in making any judgement on the Firm.

(continued)

MIFIDPRU 8.3 - Governance Arrangements

Governance framework

The Firm's governance arrangements are headed by the Board of Directors (the "Board"), who operates as the governing body of the Firm. It meets on a monthly basis and on an ad hoc basis if circumstances so require. The Board reviews, amongst other things, the Firm's financial information (such as accounts, regulatory returns, and audited year end accounts), marketing activity, HR matters, the performance of the service providers, the ICARA, internal and external audit reports and related recommendations, compliance reports and status reports from senior managers.

Risk management objective and framework

The Board is responsible for determining the risk appetite for the Firm. The Firm has established a risk management framework to identify, measure, monitor, report and mitigate risks. Risks identified through the operation of the risk management framework are assessed as part of the Firm's ICARA's processes including the Own Fund Requirements (MIFIDPRU 4), Concentration Risk (MIFIDPRU 5) and Liquidity Risk (MIFIDPRU 6) sections.

The risk management framework sets out the responsibilities and escalation procedures for the identification, monitoring, and management of risks. Specific Senior Managers are assigned responsibility for the risks across the Firm. The Board takes overall responsibility, with the assistance of risk, compliance and control functions, for identifying material risks to the Firm and implementing appropriate mitigating controls.

Risks and mitigating controls are periodically reassessed, taking into account the Firm's risk appetite. Actions are taken to improve the control framework when risks are identified which fall outside of the Firm's risk appetite, or when weaknesses are identified in the Firm's mitigating controls.

ICARA

The Firm's ICARA includes an assessment of the design and performance of the internal controls in place to mitigate risks, the probability of the risk occurring, the potential financial and reputational impact, and the adequacy of the Firm's capital base.

The Board formally reviews and approves a finalised ICARA document on at least an annual basis (or more frequently if there are material changes to the Firm's business model and risk exposures). The Board, as part of its review of the ICARA, sets the Firm's risk appetite, validates that the Firm's key material risks have been considered and assessed, and validates the stress testing scenarios.

The capital requirements of the Firm are determined through a range of methods including scenario analysis of extreme events and stress testing within the ICARA.

MIFIDPRU 4.2 – Capital Resource Requirement

As a MIFIDPRU firm, the Firm maintains sufficient capital to meet its regulatory capital requirements and takes a prudent approach to the management of its capital base. The amount and type of capital resources of the Firm as at 31 March 2022 are set out in the table below:

(continued)

Table 1: Capital Resources as at 31 March 2022

CAPITAL RESOURCES

Tier One Capital

£1,372,000

Tier Two Capital

£0.00

Tier Three Capital

£0.00

Total Capital

£1,372,000

The adequacy of the capital held by the Firm is assessed regularly, and at least annually, as part of the ICARA framework and is subject to approval by the Board. The most recent ICARA review took place on 23rd May 2022.

As a SNI firm and in accordance with MIFIDPRU 4.5, the Firm is required to calculate its variable regulatory capital requirements as a total of the following:

- Permanent Minimum Requirements;
- the Fixed Overhead Requirement ("FOR")
- any additional funds and liquidity requirement.

The Firm has calculated its FOR in accordance with the rules and guidance set out in MIFIDPRU 4.5, which amounts to £122,000 as at 23rd May 2022. There are no additional capital requirements.

(continued)

FCA Remuneration Code

MIFIDPRU 8.6 - Remuneration

The Firm has adopted a remuneration policy that complies with the requirements the FCA's Senior Management Arrangements, Systems and Controls Sourcebook ("SYSC") - and most notably chapter SYSC 19B that sets out the AIFM Remuneration Code and related guidance on proportionality. It should be noted that the Firm's performance year is 01 January to 31 December so the Firm followed the BIPRU remuneration rules for the period of this disclosure.

As a MIFIDPRU SNI firm, the Firm falls within the proportionality rules under the MIFIDPRU Remuneration Code regime. The Firm has concluded that, on the basis of its size and the nature, scale and complexity of its legal structure and business, it does not need to appoint a distinct remuneration committee. Instead, the Board of the Firm sets and oversees compliance with the Firm's remuneration policy, including reviewing the terms of the policy on at least an annual basis.

The Firm currently sets the variable remuneration of its staff in a manner which takes into account individual performance, performance of the individual's business unit and the overall results of the Firm. As permitted for firms falling within proportionality, the Firm takes into account the specific nature of its own activities (including the fee-based nature of its revenues) in conducting any ex-ante risk adjustments to awards of variable remuneration and, given the nature of its business, has disapplied the requirement to make ex-post risk adjustments.

The Firm only has one "business area", which is its investment management and advisory business. During the year ended 31 March 2022 there were 4 Staff. Aggregate fixed/variable remuneration expenditure in respect to Staff was £355,212 of which £168,902 was fixed, comprising base compensation plus benefits.