

Company No: 01234340

STONEHAGE FLEMING SERVICES LIMITED

Annual Report and Financial Statements

FOR THE YEAR ENDED 31 March 2021





DIRECTORS

E Sofer A H Sternberg

COMPANY SECRETARY

K D Stuttaford (Appointed on 01 February 2021) j St G Shacklock (Resigned on 31 January 2021)

REGISTERED OFFICE

15 Suffolk Street London SWIY 4HG

INDEPENDENT AUDITORS

PricewaterhouseCoopers CI LLP
Chartered Accountants and Statutory Auditor
Royal Bank Place
I Glategny Esplanade
St Peter Port
Guernsey
GYI 4ND

REGISTERED NUMBER

01234340



STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021

The Directors present their Strategic Report of Stonehage Fleming Services Limited (the "Company") for the year ended 31 March 2021.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The Company charges other Stonehage Fleming Group companies for staff and other services supplied. The Strategic Report, the Directors' Report and the financial statements of the Company include a review of the Company's principal business risks and uncertainties, business development and performance.

FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of business risks. The Company's risk management policies seek to minimise potential adverse effects on financial performance.

Currency risk

Substantially all of the Company's revenue, expenses, assets and liabilities are denominated in Pound Sterling. The Company ensures that the exposure to net assets held in foreign currency is monitored and managed. Any excess foreign currency balances would be exchanged for Pound Sterling with entities in the Group.

Market risk

The majority of the Company's revenue arises from services provided to other Group companies on a full recharge basis and is not therefore subject to market risk.

Interest rate risk

The Company's cash balances are exposed to interest rate risk arising from changes in interest rates. Management do not currently operate any hedging policies in respect of this risk. In Management's opinion there are no other significant interest bearing assets or liabilities.

Credit risk

The Company is exposed to credit risk being the risk that receivables and cash are not collected. It is the Company's policy to hold cash with a small number of high quality institutions. Receivables are monitored regularly and Management believe that the Company's procedures adequately mitigate this risk.

The Company's credit exposure is predominantly to other Group companies. Inter-group balances are monitored and settled, where appropriate, on a periodic basis.

Brexit risk

The Company has identified a number of specific risks related to Brexit, specifically potential obstacles in respect of pursuing business opportunities within the European Union, including the distribution and management of funds. There is no significant risk associated with EU nationals working within UK businesses. The majority of these individuals have been based in the UK for more than five years giving them the ability to apply for indefinite leave to remain, settled status or British Citizenship (after 6 years). These risks are managed through the group risk framework.



STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021 (CONTINUED)

FINANCIAL RISK MANAGEMENT (CONTINUED)

Market risk from Coronavirus

The Company was required to implement its business continuity procedures to address the requirement to work at home in response to coronavirus. As a consequence of historical investment in software that enabled staff to work from home to securely access all required applications, the business was able to seamlessly transition to a remote working environment. Consequently, the business and its ability to operate and service clients was not adversely affected. The Company continues to actively monitor the situation and reviews performance on a monthly basis and produces weekly cash flow forecasts as part of a consolidated forecast for the Group.

SECTION 172 STATEMENT

In accordance with the revised 2018 UK Corporate Governance Code and the Companies (Miscellaneous Reporting) Regulations 2018 (both of which are effective for accounting periods beginning on or after 1st January 2019), the Board has considered the interests of key stakeholders when carrying out their duty to promote the success of the Company under Section 172 of the Companies Act 2006. When making decisions, the Directors act in good faith by taking into consideration;

The likely consequences of any decision in the long term

The Company focuses on a 'client-centric' approach to decision making, which puts in the long term interests of the client first. In addition to this, the Stonehage Fleming Family & Partners Limited Group sets out a 5 year plan, and promotes a long-term approach to decision making.

The interests of the company's employees

Although there are no direct employees of the Company, the Company is recharged staff costs for the work that is carried out. This makes up the majority of the Company's expenses. Therefore staffing requirements, salaries and working conditions are carefully considered periodically. There are also plenty of opportunities throughout the year for employees to engage with the Company via a number of forums which ensures that the Company can align with employee interests.

The need to foster the company's business relationships with suppliers, customers and others

In addition to the 'client-centric' approach towards decision making, the Board also recognises the importance of building long term relationships with a variety of external stakeholders. Building a good relationship with clients can help with introducing new business to other Stonehage Fleming entities, and build loyalty and longevity to the Stonehage Fleming brand. With reference to suppliers, the Board recognises that whilst there may be cheaper alternatives for particular services provided to the Company, long-term partnerships with reliable and higher quality suppliers will ultimately lead to a greater client experience and successes for the Company.

The impact of the company's operations on the community and environment

The Stonehage Fleming Family & Partners Limited Group have set up an ESG (Environmental, Social and Governance) committee which aim to assess and mitigate where necessary, any detrimental impacts that the Group's activities have on the environment or in society. Projects include plans to reduce business travel and printing requirements, along with tree planting in an attempt to reduce the Carbon footprint. This is in addition to the philanthropic activities of the Group that donate to a wide variety of charities.

The desirability of the company maintaining a reputation for high standards of business conduct

The board recognises the importance of maintaining a good reputation amongst all stakeholders, which is particularly paramount for the professional services industry. There are numerous systems, processes and controls in place which are regularly reviewed, help ensure a high level of service quality, and promote ethical decision making.



STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021 (CONTINUED)

SECTION 172 STATEMENT (CONTINUED)

The need to act fairly between members of the company

The Company is controlled by a single entity and therefore there is only one member to consider. However, in the event in the future where there is more than one member, the Board would act in good faith to all members irrespective of size or shareholding.

Approved by the Board of Directors on 23 July 2021 and signed on its behalf by:

Anton Stemberg

AH Sternberg Director 23 July 2021

Stonehage Fleming Services Limited Registered Number 01234340



DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2021

The Directors present their report and the audited financial statements of the Company for the year ended 31 March 2021.

INCORPORATION

The Company was incorporated in England and Wales on 19 November 1975 as a private company limited by shares and is domiciled in the United Kingdom.

PRINCIPAL ACTIVITIES

The principal activity of the Company during the year was that of being a service company operating on behalf of the Stonehage Fleming Group. The Company intends to continue to operate with this principal activity during the next financial year.

RESULTS AND DIVIDENDS

In the year under review the Company recorded an operating profit of £161,127 (2020: Profit of £310,969) on revenue of £33,650,090 (2020: £33,131,886). At 31 March 2021, the Company had net assets of £1,844,794 (2020: £1,848,516). The loss after taxation was £3,722 (2020: loss of £16,118). The return on assets, being the profit/loss after taxation divided by the net assets, was (0.20%) (2020: (0.87%)).

The Directors do not recommend the payment of a dividend for the year ended 31 March 2021 (2020: £nil).

DIRECTORS

The Directors of the Company who were in office during the year and up to the date of signing the financial statements are listed on page 1.

EMPLOYEES

The Company has 194 employees (2020:193). The company is an equal opportunities employer and seeks to develop its employees via in-house and external training schemes.

GOING CONCERN

The Directors have made enquiries and having considered the current economic climate at the time of approving the financial statements, as well as the expected working capital requirements that the Company will have for the coming year, they have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.



DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2021 (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006. 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable international accounting standards in conformity with the requirements of the Companies Act 2006 have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 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.

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.

DIRECTORS' CONFIRMATIONS

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the 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.

Approved by the Board of Directors on 23 July 2021 and signed on its behalf:

Anton Stemberg

AH Sternberg Director 23 July 2021

Stonehage Fleming Services Limited Registered Number 01234340

Independent auditors' report to the members of Stonehage Fleming Services Limited

Report on the audit of the financial statements

Opinion

In our opinion, Stonehage Fleming Services Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its loss and cash flows for the
 year then ended;
- have been properly prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: statement of financial position as at 31 March 2021; statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

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

Independence

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

Conclusions relating to going concern

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

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

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

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does

not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

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

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the year ended 31 March 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the posting of inappropriate journal entries. Audit procedures performed by the engagement team included:

- enquiring with management and those charged with governance as to any actual or suspected instances of fraud or non-compliance with laws and regulations;
- reviewing the minutes of meetings of the board of directors for matters relevant to the audit;
- inspecting legal fee expenditure for any indication of undisclosed litigation or non-compliance with laws and regulations;

- identification and testing of journal entries considered to be higher risk, including unusual journal entries posted, and evaluation of the business rationale of any significant or unusual transactions identified outside the normal course of business; and
- performing audit procedures to incorporate an element of unpredictability in relation to the nature, timing and extent of our testing.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.

Simon Perry (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers CI LLP

Chartered Accountants and Statutory Auditors

Guernsey

23 July 2021



STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 €	2020 £
Revenue	2	33,650,090	33,131,886
Administrative expenses		(33,488,963)	(32,820,917)
Operating profit	3	161,127	310,969
Loss on the fair value of investments	7	(19,675)	(109,106)
Interest receivable and other similar income		7,037	12,571
Credit impairment losses on financial assets		-	(65)
Finance costs on right of use asset	8:	(82,515)	(116,616)
Profit for the year before tax		65,974	97,753
Taxation	5	(69,696)	(113,871)
Loss for the financial year		(3,722)	(16,118)
Other comprehensive income for the year		•	-
Total comprehensive loss for the year attributable to equity		(3,722)	(16,118)

The above results are all attributable to continuing operations.

The notes to the financial statements on pages 14 to 30 form an integral part of these financial statements.



STATEMENT OF FINANCIAL POSITION AT 31 MARCH 2021

	Note	2021	2020
		£	£
Non-current assets			
Property, plant and equipment	6	1,235,751	1,532,838
Right of use asset	8	2,867,125	5,077,670
Investments		1	1
		4,102,877	6,610,509
Current assets			
Investments held at fair value through profit and loss	7	455,232	474,907
Trade and other receivables	9	4,550,477	2,913,210
Cash and cash equivalents		3,580,238	2,990,661
		8,585,947	6,378,778
Total assets		12,688,824	12,989,287
Non-current liabilities			
Lease liability	8	(1,066,565)	(3,148,426)
Deferred tax	H	(95,586)	(59,052)
		(1,162,151)	(3,207,478)
Current liabilities			, ,
Trade and other payables	10	(7,600,019)	(5,902,065)
Lease liability	8	(2,081,860)	(2,031,228)
		(9,681,879)	(7,933,293)
Total liabilities		(10,844,030)	(11,140,771)
Net assets		1,844,794	1,848,516
Equity			
Called up Share capital	14	2,702,000	2,702,000
Accumulated losses	• •	(857,206)	(853,484)
Total equity		1,844,794	1,848,516
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The notes to the financial statements on pages 14 to 30 form part of these financial statements.

The financial statements on pages 10 to 30 were approved by the board of Directors on 23 July 2021 and were signed on its behalf by:

Anton Sternberg

A H Sternberg Director 23 July 2021

Stonehage Fleming Services Limited Registered Number 01234340



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2021

·	Called up share capital £	Accumulated losses £	Total equity
Total equity at the end of the year 31 March 2019	2,702,000	(837,366)	1,864,634
Total comprehensive loss for the year ended 31 March 2020		(16,118)	(16,118)
Total equity at the end of the year 31 March 2020	2,702,000	(853,484)	1,848,516
Total comprehensive loss for the year ended 31 March 2021		(3,722)	(3,722)
Total equity at the end of the year 31 March 2021	2,702,000	(857,206)	1,844,794

The notes on pages 14 to 30 form part of these financial statements.



CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 £	2020 £
Operating activities		_	-
Profit on ordinary activities before taxation		65,974	97,753
Adjustments for:			
Depreciation charge on property, plant & equipment	6	369,277	386,867
Depreciation charge on right of use asset	8	2,210,545	2,210,767
Interest receivable		(7,037)	(12,571)
Loss on disposal of fixed assets	6	71,921	-
Finance costs on right of use asset	8	82,515	116,616
Exchange (loss)/gain		-	(17,652)
Loss on the fair value of investments	7	19,675	109,106
		2,812,870	2,890,886
Changes in working capital			
(Increase)/decrease in trade and other receivables		(1,637,267)	708,139
Increase/(decrease) in trade and other payables		1,755,140	(609,808)
Decrease in provision for liabilities and charges		-	(288,975)
Interest received		7,037	12,571
Finance costs paid on right of use asset	8	(82,515)	(116,616)
Income tax paid	5	(90,348)	(29,602)
Net cash flows from operating activities		2,764,917	2,566,595
Cash flow from investing activities	·		
Payments to acquire property, plant and equipment	6	(144,111)	(221,126)
Net cash flows used in investing activities		(144,111)	(221,126)
Cash flow from financing activities		•	
Principal elements of lease payments	8	(2,031,229)	(1,997,126)
Net cash flows used in financing activities		(2,031,229)	(1,997,126)
Net increase in cash and cash equivalents		589,577	348,343
Cash and cash equivalents at I April		2,990,661	2,642,318
Cash and cash equivalents at 31 March		3,580,238	2,990,661

The notes to the financial statements on pages 14 to 30 form part of these financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

I. Principal accounting policies

a) Basis of preparation

The financial statements of Stonehage Fleming Services Limited (the "Company") have been prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006. The financial statements have been prepared for the year ended 31 March 2021 with prior year comparatives.

The functional and presentation currency of the Company is Great British Pounds (£). Figures have been rounded to the nearest £ unless otherwise stated. All accounting policies have been consistently applied.

Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following items:

certain financial assets and liabilities measured at fair value

New standards, amendments and interpretations not yet effective

Certain new accounting standards and interpretations have been published that are not mandatory for 31 March 2021 reporting periods and have not been early adopted by the Company. These standards are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

b) Going Concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report and Annual Report and Financial Statements of the Company.

The Directors have made enquiries and having considered the current economic climate at the time of approving the financial statements, as well as the expected working capital requirements that the Company will have for the coming year, they have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

c) Revenue

Revenue represents the income receivable for the provision of services during the period from Group companies by way of recharges for salaries and overheads incurred. Revenue is recognised on an accruals basis as the Company becomes contractually entitled to such income.

Upon the adoption of IFRS 15 the Company reviewed its revenue streams, identified performance obligations and the transaction price of contracts and determined if revenue should be recognised over time, using the input method or as the performance condition is met. The following is a summary of the review:

Service	Nature	Revenue recognition	Judgements	Cash flows
Group Service	Monthly service fee for	Recognised over time	Certain costs	Payment
Level Income	the provision of direct employees, general office	using the output method	consumed are accrued based on	terms are 30 days from
	administration and sharing	Fees are recognised	estimates	receipt of
	of group overhead costs	monthly based on costs consumed by the group		invoice
	ų ų	companies concerned		



I. Principal accounting policies (continued)

d) Administrative expenses

Administrative expenses represent the expenditure incurred during the normal course of business relating to staff, rent, rates, travel and entertainment and other allied business expenditure.

e) Leases

The Company has changed its accounting policy for leases, where the Company is the lessee, following the adoption of IFRS 16. Until 31 March 2019 leases in which a significant portion of the risks and rewards of ownership were not transferred to the Company as lessee were classified as operating leases (note 8). Payments made under operating leases (net of any incentives received from the lessor) were charged to profit or loss on a straight-line basis over the period of the lease. The Company now classifies lease payments consistently with payment on other financial liabilities in the Statement of Cash flows:

- The portion of the lease payment that represents cash payments for the principal portion of the lease liabilities are presented as cash flows resulting from financial activities.
- The portion of lease payments that represent the interest portion are presented as operating cash flows in accordance with the entity's accounting policy regarding the presentation of interest payments.
- Lease payments which were not included in the measurement of the lease liabilities (including certain variable payments, short-term leases and leases of low-value assets) are presented as operating cash flows.

Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income.

f) 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.

g) Property, plant and equipment

Tangible fixed assets are stated at their purchase price, including any incidental expenses of acquisition. Depreciation is calculated, using the straight line method, to write off the cost or valuation less residual values over the expected useful economic lives of the assets concerned. Computer equipment is depreciated on a straight line basis over two to five years. Leasehold improvements are depreciated over ten years or the remaining length of the lease if shorter. All other fixed assets including furniture, fixtures and fittings are depreciated over two to five years with the exception of some capitalized project expenditure which is depreciated over up to ten years. Antique clocks are not depreciated but are reviewed annually for impairment.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

h) Investments held at fair value through profit and loss

Current asset investments are categorised as financial assets held at fair value through profit or loss. They are carried in the statement of financial position at fair value with net changes in the fair value shown through profit or loss. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.



I. Principal accounting policies (continued)

h) Investments held at fair value through profit and loss (continued)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level I Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The Company assesses, at each reporting date, whether there is objective evidence that a financial asset or a group of financial assets is impaired.

i) Trade and other receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and therefore are all classified as current. Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value. The Company holds trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost. Details about the Company's impairment policies and the calculation of the loss allowance are provided in note 12.

Trade and other receivables with maturities greater than twelve months after the Statement of Financial Position date are classified as non-current assets. They are held at amortised cost using the effective interest method.

j) Trade and other payables

These amounts represent obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers, prior to the end of the financial year which are unpaid. Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. They are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Trade and other payables with maturities greater than twelve months are presented as non-current liabilities. They are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method

k) Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with financial institutions and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. No overdrafts were held at 31 March 2021 (2020: nil).

l) Deferred taxation

Deferred income tax is provided in full, using the liability method, on temporary timing differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is revalued or the deferred tax liability is settled. Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.



I. Principal accounting policies (continued)

m) Pensions

The pension cost recognised in the Statement of Comprehensive Income represents the contributions payable to defined contribution schemes. The contributions are recognised as an employee benefit expense when they are due.

n) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, if it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be readily estimated. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations is small.

When it is not probable that an outflow of resources will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability the Company discloses a contingent liability, unless the possibility of an outflow of resources is remote.

o) Critical accounting estimates and judgements

The preparation of financial statements requires the use of accounting estimates. Management exercise judgement in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong. There have been no actual adjustments this year as a result of an error or change in previous estimates.

The areas involving significant estimates or judgements are:

- Estimation uncertainties and judgements made in 'relation to lease accounting note 8
- Estimated useful lives of property, plant and equipment note 6
- Fair value of current asset investments note 7

The Directors set appropriate assumptions in forming these judgements and exercise appropriate caution when doing so.



2. Revenue

The Company's revenue derives solely from it being a service company in the UK.

3. Operating profit

	2021	2020
	£	£
Auditors' remuneration		
Audit services - statutory audit	36,024	33,928
Depreciation for the year		
Property, plant and equipment	369,277	386,867
Right of use assets	2,210,545	2,210,767

4. Directors and employees

	202 I £	2020 £
Operating profit is stated after charging:	•	
Wages and salaries	22,692,689	22,313,960
Social security costs	3,104,147	2,834,983
Medical insurance costs	183,989	160,070
Other pension costs	1,457,910	1,349,447
	27,438,735	26,658,460

The average monthly number of employees, including Directors, employed by the Company during the year was 194 (2020:194).

2021

Directors' emoluments

2021	2020
£	£
135,939	38,597
7,220	480
-	4,345
143,159	43,422
2021	2020
£	£
110,332	26,020
7,220	-
117,552	26,020
	£ 135,939 7,220 - 143,159 2021 £ 110,332 7,220

Retirement benefits are provided to 1 Director (2020: 1) under a defined contribution pension scheme.

Directors employed by Stonehage Fleming Services Limited receive no remuneration for their duties in respect of Stonehage Fleming Services Limited and their emoluments are included in financial statements for other entities.



5. Tax on profit on ordinary activities

2021	2020
£	£
52,618	90,348
(19,456)	29,602
33,162	119,950
36,534	(6,079)
36,534	(6,079)
69,696	113,871
	£ 52,618 (19,456) 33,162 36,534 36,534

The tax assessed for the year is equal to the standard rate of Corporation tax in the UK of 19% (2020: 19%).

Factors affecting the current and future tax charges

	2021 £	2020 £
Profit on ordinary activities before taxation	65,974	97,753
Profit on ordinary activities multiplied by standard rate of Corporation tax in the UK 19% (2020: 19%)	12,535	18,573
Effects of:		
Origination and reversal of timing differences	36,534	(6,079)
Adjustment in respect of prior year tax charge	(19,456)	29,602
Depreciation in excess of capital allowances	35,483	36,574
Expenses not deductible for taxation purposes	4,600	35,201
Claim of group relief	•	-
Total tax charge for the year	69,696	113,871



6. Non-current assets – property, plant and equipment

	Computer	Furniture Fixtures &	Short Leasehold Improvements	
	Equipment	Fittings	imp. overicina	Total
	£	£	£	£
Cost				
At I April 2020	1,063,882	863,635	1,650,063	3,577,580
Additions	106,462	37,649	-	144,111
Disposals	-	(71,921)	-	(71,921)
At 31 March 2021	1,170,344	829,363	1,650,063	3,649,770
Accumulated Depreciation				
At I April 2020	(766,493)	(123,560)	(1,154,689)	(2,044,742)
Charge for the year	(112,995)	(47,969)	(208,313)	(369,277)
At 31 March 2021	(879,488)	(171,529)	(1,363,002)	(2,414,019)
Net Book Value				
At 31 March 2021	290,856	657,834	287,061	1,235,751
At 31 March 2020	297,389	740,075	495,374	1,532,838

The Company has a number of antique clocks, included within furniture, fixtures & fittings, whose fair value of £892,500 exceeds their current valuation under the historical cost model of £300,000.

7. Current asset investments

Current asset investments are investments in listed and unlisted securities and treated as current assets on the basis that they are potentially realisable within twelve months.

	2021	2020 £
	£	
Investments in unlisted securities		
At 01 April	474,907	562,520
Losses / Gains on fair value	(19,675)	(109,106)
Foreign exchange	<u>-</u>	21,493
At 31 March	455,232	474,907

The above investments comprise non-cash remuneration recognised in accordance with the Company's accounting policy.

Current asset investments of £443,565 (2020: £443,565) are investments in unlisted securities, which are classified as level 3, and £11,667 (2020: £31,341) are investments in securities listed on the London Stock Exchange or Alternative Investment Market, which are classified as Level 1 on the valuation hierarchy.



7. Current asset investments (continued)

Fair Value

The significant unobservable inputs used in the fair value measurements categorised within Level 3 of the fair value hierarchy, together with a quantitative sensitivity analysis as at 31 March 2021 are as shown below:

	Valuation technique	Significant unobservable inputs	Range of inputs	Change in discount +/-	Impact of discount change on valuation +/-£ for year ending 3 I March 2021	Impact of discount change on valuation +/- £ for year ending 31 March 2020
Convertible	Face value	Forecast	2.45 x	5%	(22,178)	(22,178)
loan notes	of the loan notes	earnings and multiples	(2020: 2.2x)	٠.	/22,178	/ 22,178
	compared against the enterprise value and repayment waterfall of the business	·	face value of loan			

Valuations are prepared internally. All valuations are considered by the Directors of the Company. The main Level 3 inputs used are as follows:

- Recent capital raising
- Shareholder letters
- Forecast earnings
- Comparative company multiples
- Repayment waterfall to confirm that the enterprise value exceeds the face value of the loan notes

8. Leases

The Company leases office buildings with rental contracts between I and 5 years, but may have extension options as noted below. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor and lease contracts in the Company do not require any residual value guarantees.

Contracts may contain both lease and non-lease components. The Company allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. Until 31 March 2019, leases of property, plant and equipment were classified as operating leases, see note 1 for details. Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments less any lease incentives receivable
- variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- the exercise price of a purchase option if the Company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option.
- Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.



8. Leases (continued)

The lease payments are discounted using the Company's incremental borrowing rate, being the rate that the Company would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. As the Company holds no external debt, to determine the incremental borrowing rate, the Company uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk.

The Company is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- · the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- · any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.

Right of use Assets	£
Cost	
At I April 2020	7,288,437
Additions	•
Disposals	
Exchange Difference	-
At 31 March 2021	7,288,437
Accumulated Depreciation	
At I April 2020	(2,210,767)
Depreciation	(2,210,545)
Disposals	· · · · · ·
Exchange Difference	•
At 31 March 2021	(4,421,312)
Net Book Value	
At 31 March 2021	2,867,125
At I April 2020	5,077,670



8. Leases (continued)

	31 March 2021	31 March 2020
Lease liabilities	£	£
Current	2,081,860	2,031,228
Non-current	1,066,565	3,148,426
	3,148,425	5,179,654
	31 March 2021	31 March 2020
Lease expenses	£	£
Interest expense (included in finance costs)	82,515	116,616
	82 515	116.616

Extension and Termination Options

Extension and termination options are included in the property lease for the Company. These are used to maximise operational flexibility in terms of managing the assets use in the Company's operations. The extension and termination options held are exercisable only by the Company and not by the lessor.

Significant Estimates

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension options, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

In determining the lease liability the Company considers if any leasehold improvements are expected to have significant remaining value and other factors including historical lease durations and the costs and business disruption required to replace the leased asset. The lease term is reassessed if an option is actually exercised or not exercised. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Company.

9. Trade and other receivables

	2021	2020	
	£	£	
Trade debtors	65,672	78,772	
Amounts owed by Group undertakings	3,071,458	2,035,963	
Other debtors	334,581	446,068	
Prepayments and accrued income	1,078,766	352,407	
	4,550,477	2,913,210	

Amounts owed by Group undertakings, being inter-company loans, are unsecured, interest free and have no fixed dates of repayment. Trade debtors are stated net of provisions for doubtful debts of £nil (2020: £nil).



10. Trade and other payables

	2021	2020
	£	£
Amounts owed to Group undertakings	29,468	603,577
Corporation tax payable	33,163	90,348
Other taxation and social security	536,095	434,306
Other creditors	1,012,014	111,820
Accrued expenses	5,989,279	4,662,014
	7,600,019	5,902,065

Amounts owed to Group undertakings, being inter-company loans are unsecured, interest fee and have no fixed repayment dates.

Accrued expenses consist primarily of bonuses accrued for the year ending 31 March 2021 that are expected to be paid in the June 2021 payroll.

11. Deferred tax

	2021	2020
	£	£
At I April	(59,052)	(65,131)
Deferred tax credit in statement of comprehensive income (Note 5)	(36,534)	6,079
At 31 March	(95,586)	(59,052)
	2021	2020
	£	£
Accelerated capital allowances	(95,586)	(59,052)

12. Financial risk management

The Company's principal financial liabilities comprise trade and other payables. The Company's principal financial assets include trade and other receivables and cash that derive directly from its operations.

The company holds Level 3 investments which are subject to price risk. Details of sensitivities of the inputs used in the valuations and their resultant impact on the fair values is disclosed on Note 7.

Market risk

Market risk is the risk that the fair value of future cash flows will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk.

Interest rate risk

The Company's cash balances are exposed to interest rate risk arising from changes in interest rates. Management do not currently operate any hedging policies in respect of this risk. In Management's opinion there are no other significant interest bearing assets or liabilities.



12. Financial risk management (continued)

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company does not have any significant exposure to foreign currencies. The Company reviews its foreign exchange exposures and ensures that these are managed as appropriate.

As at 31 March 2021	GBP £	USD £	EUR £	CHF £	ZAR £	Total
Net assets	2,068,659	(61,779)	(8,108)	(21,034)	(132,944)	1,844,794
Sensitivity analysis +/- Assuming a 10% movement in exchange rates against Sterling:		(6,178)	(811)	(2,103)	(13,294)	(22,386)
As at 31 March 2020	GBP	USD £	EUR £	CHF £	ZAR £	Total £
Net assets / liabilities	1,840,312	3,047	701	•	4,456	1,848,516
Sensitivity analysis +/- Assuming a 10% movement in exchange rates against Sterling:	_	305	70	_	446	821

Price risk

The Company holds Level 3 investments which are subject to price risk. Details of sensitivities of the inputs used in the valuation and their resultant impact on the fair values is disclosed in Note 7. The Company's income primarily comprises income from Group companies by way of recharges for salaries and overheads incurred. It is therefore not exposed to material price risk on this income.



12. Financial risk management (continued)

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade and other receivables) and deposits with banks. The Company monitors its credit exposures and ensures that these are managed as appropriate.

Cash balances within the Company are held with banks with a minimum credit rating of 'A'.

The ageing analysis of trade receivables is as follows:

5 5 ,	Total £	0-3 months	3-6 months £	6-9 months	9-12 months £	> 12 months
31 March 2021	65,672	56,800		•	-	8,872
31 March 2020	78,722	69,922	•	8,850	-	•

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 365 days past due. The Group considers this methodology to be materially consistent with a loss allowance calculated using the simplified expected loss model under IFRS 9 which uses a lifetime expected loss allowance.

The Company considers that forward looking information such as macroeconomic factors will have an immaterial impact on expected credit losses. Impairment losses on trade receivables and contract assets are presented as credit impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

The Company had no provisions against trade receivables at 31 March 2021 (2020: nil).



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

12. Financial risk management (continued)

Liquidity risk

Liquidity risk includes the risk that, as a result of liquidity requirements in the future, the Company will be forced to sell financial assets at a potentially unfavourable value or may be unable to exit these positions at all, or the Company will have insufficient funds to settle a transaction on the due date. Management believe this risk is mitigated through proper cash flow management and the existence of sufficient liquid reserves.

Contractual maturity of financial assets and liabilities at 31 March 2021	Total	Less than I year £'000	Between I-2 years £'000	Between 2 and 5 years £'000	Greater than 5 years £'000
Cash and cash equivalents	3,580,238	3,580,238	•		-
Current asset investments	455,232	455,232	_	-	-
Trade and other receivables	4,550,477	4,550,477	•	-	-
Trade and other payables	(7,600,019)	(7,600,019)	•	-	-
Lease liabilities	(3,148,425)	(2,081,860)	(1,066,565)	-	-
	(2,162,497)	(1,095,932)	(1,066,565)	•	•

Contractual maturity of financial assets and liabilities at 31 March 2020	Total	Less than I year £'000	Between I-2 years £'000	Between 2 and 5 years £'000	Greater than 5 years £'000
Cash and cash equivalents	2,990,661	2,990,661	-	-	-
Current asset investments	474,907	474,907	-	-	-
Trade and other receivables	2,913,210	2,913,210	-	•	-
Trade and other payables	(5,902,065)	(5,902,065)	-	-	•
Lease liabilities	(5,179,654)	(2,031,228)	(2,067,932)	(1,080,494)	•
	(4,702,941)	(1,554,515)	(2,067,932)	(1,080,494)	-

The net payable shown in the table above will be settled by the Company recharging group entities for their share of lease costs and other back office costs via a service level agreement and receiving cash transfers from these entities to ensure that the Company can cover its liquidity requirements.

13. Contingencies

The Company has no contingent liabilities at 31 March 2021 (2020: none).



14. Called up share capital

2021 _£	2020 £
3,009,000	3,009,000
1,000	1,000
3,010,000	3,010,000
2,701,000	2,701,000
1,000	1,000
2,702,000	2,702,000
	3,009,000 1,000 3,010,000 2,701,000 1,000

The deferred equity shares carry no rights to any distribution in the event of a winding up or to attend or vote at any Annual General Meeting of the Company. The deferred equity shares have the right to a fixed non-cumulative dividend of 5% per annum when profits exceed £100 million and the right of return of the amount paid up if, on a return of assets or winding up, the payment exceeds £100 million in aggregate to all other shareholders.

15. Capital structure

The Company's objectives when managing capital remain unchanged and are to:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders;
- maintain an optimal capital structure and;
- ensure compliance with applicable capital requirements and regulations.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce liabilities. The Company considers its capital to be its total equity as shown on the Statement of Financial Position.

16. Pension commitments

The Company operates defined contribution personal pension plans for all employees. During the year, the Company made total contributions of £1,457,910 (2020: £1,349,447) to Stonehage Fleming Group personal pension plans and individual executive pension plans, which are defined contribution schemes. The amount unpaid at year-end was £nil (2020: £2,535).



17. Related party transactions

The table below sets out the amounts payable, amounts receivable and balance due to or payable by the Company in respect of all related party transactions.

		Income from related parties	Expenses to related parties	Amounts owed by related parties *	Provisions and amounts owed to related parties *
-		£	£	<u>£</u>	<u>£</u>
Parent Company	2021	•	-	-	-
· · · · · · · · · · · · · · · · · · ·	2020	•			<u> </u>
Entities with significant	2021	810	-	1069	-
influence over the entity**	2020	<u>-</u>		259	
Fellow subsidiaries	2021	33,519,266	-	3,070,389	29,468
	2020	32,913,637	6,038	2,035,704	603,577
Key management	2021	-	-	-	-
personnel of the Company or its Parent	2020	•	-	-	-

^{*} These amounts are classified as trade receivables and trade payables, respectively (see Notes 9 and 10).

The Company has made two loans of £60,000 and £153,058 (2020: £60,000; £153,058) to two employees, on which interest is charged at 2.75% (2020: 3.00%).

Interest charged on these loan balances during the year amounted to £5,859 (2020: £6,392).

^{**} Entities with significant influence over the Company are considered to be entities that control Sturdon Holdings Limited either directly or indirectly.



18. Ultimate parent undertaking

The immediate parent undertaking and controlling party of the Company is Sturdon Holdings Limited, a company incorporated in Jersey (registered number 73719).

The smallest and largest group of undertakings for which group financial statements are drawn up and of which the Company is a member is Stonehage Fleming Family & Partners Limited.

Stonehage Fleming Family & Partners Limited does not have a single immediate parent company or ultimate controlling party. It is owned primarily by the following entities, Stonehage Fleming Global Limited as trustee of Stonehage Fleming Incentive Trust, SIH Limited, Caledonia Investments plc, Spes Bona Limited and Blue Coast Capital Limited, none of whom have an individual ownership interest greater than 38%. In addition to these entities the Group is owned by a number of smaller shareholders whose aggregate shareholding is less than 10%.

19. Events after the reporting year

No events occurred after the reporting year that required adjustment or disclosure in the financial statements.