

Company registration number 02146049 (England and Wales)

THE 140 INVESTMENT MANAGERS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2022

THE 140 INVESTMENT MANAGERS LIMITED

COMPANY INFORMATION

Directors	K E Andrews Lord Camrose (J W Berry) W A Berry J P Cowper-Coles A C Lavery
Secretary	J Lawrence
Company number	02146049
Registered office	17 Grosvenor Gardens London SW1W 0BD
Auditors	Harwood Hutton Limited 22 Wycombe End Beaconsfield Buckinghamshire HP9 1NB

THE 140 INVESTMENT MANAGERS LIMITED

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THE 140 INVESTMENT MANAGERS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2022

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

Fair review of the business

The directors consider meeting of the FCA requirements for financial resources and capital adequacy as the main performance indicators since it is not a company striving to maximise profits. The key regulatory capital test of the company remains the fixed overhead requirement, as set out in IPRU-INV 11.3.3AUK, for which the company holds nearly three times the financial resources required. The directors consider that the company's policy of gradual retention of profit, to ensure that it will be able to meet any reasonable increases in the regulators requirements, has now been adequately met and that year end profits will be reviewed with the potential of rebating surplus profits back into the Broadway OEIC. In the year to 31st March 2022, £450,186 (2021: £400,000) was rebated back to the Broadway Funds. The directors regard the result for the year and the financial position of the company as satisfactory.

Principal risks and uncertainties

The principal risk to the company is that is exposed to stock market risk as its management fee income is calculated as a percentage of assets under management.

Objectives and policies - The company has various financial assets and liabilities such as bank balances, trade debtors and trade creditors arising directly from its operations. The company does not hold any derivative instruments.

Liquidity risk- The company manages its cash requirements to maximise interest income and minimise interest expense, whilst ensuring that the company has sufficient liquid resources to meet the operating needs of its business.

Price risk - The company is exposed to risk arising from variations in management fee income which is calculated as a percentage of assets under management.

Credit risk - Investments of cash surpluses are made through banks with sufficiently high credit ratings.

On behalf of the board

K E Andrews
Director

21 July 2022

THE 140 INVESTMENT MANAGERS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2022

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

Principal activities

The principal activity of the company continued to be acting as the authorised corporate director of Broadway Investment Company ICVC. It is anticipated that this activity will continue unchanged for the foreseeable future. The company is regulated by the Financial Conduct Authority.

Results and dividends

The results for the year are set out on page 6.

The directors do not recommend payment of an ordinary dividend.

Directors

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

K E Andrews
Lord Camrose (J W Berry)
W A Berry
J P Cowper-Coles
A C Lavery

Auditor

The auditor, Harwood Hutton Limited, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of directors' responsibilities

The directors are responsible 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 then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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.

Statement of disclosure to auditor

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

On behalf of the board

K E Andrews
Director

21 July 2022

THE 140 INVESTMENT MANAGERS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THE 140 INVESTMENT MANAGERS LIMITED

Opinion

We have audited the financial statements of The 140 Investment Managers Limited (the 'company') for the year ended 31 March 2022 which comprise the statement of income and retained earnings, the statement of comprehensive income, the balance sheet, the statement of cash flows and notes to the financial statements, including 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 profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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.

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

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

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

THE 140 INVESTMENT MANAGERS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF THE 140 INVESTMENT MANAGERS LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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 are to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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.

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

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

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

THE 140 INVESTMENT MANAGERS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF THE 140 INVESTMENT MANAGERS LIMITED

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

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested material entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 2 were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

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

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

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

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

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Keir Singleton (Senior Statutory Auditor)
For and on behalf of Harwood Hutton Limited

21 July 2022

Chartered Accountants
Statutory Auditor

22 Wycombe End
Beaconsfield
Buckinghamshire
HP9 1NB

THE 140 INVESTMENT MANAGERS LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS

FOR THE YEAR ENDED 31 MARCH 2022

	Notes	2022 £	2021 £
Turnover	2	1,697,723	1,504,528
Administrative expenses		(1,649,430)	(1,457,264)
Operating profit	3	48,293	47,264
Interest receivable and similar income	6	125	573
Profit before taxation		48,418	47,837
Tax on profit	7	(9,199)	(9,089)
Profit for the financial year		39,219	38,748
Retained earnings brought forward		1,218,291	1,179,543
Retained earnings carried forward		1,257,510	1,218,291

The Income Statement has been prepared on the basis that all operations are continuing operations.

THE 140 INVESTMENT MANAGERS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2022

	2022 £	2021 £
Profit for the year	39,219	38,748
Other comprehensive income	-	-
Total comprehensive income for the year	<u>39,219</u>	<u>38,748</u>

THE 140 INVESTMENT MANAGERS LIMITED

BALANCE SHEET

AS AT 31 MARCH 2022

		2022		2021	
	Notes	£	£	£	£
Current assets					
Debtors	8	398,357		315,818	
Cash at bank and in hand		1,287,371		1,233,677	
		<u>1,685,728</u>		<u>1,549,495</u>	
Creditors: amounts falling due within one year	9	(208,218)		(111,204)	
Net current assets		<u>1,477,510</u>		<u>1,438,291</u>	
Capital and reserves					
Called up share capital	11	120,000		120,000	
Share premium account		100,000		100,000	
Profit and loss reserves		<u>1,257,510</u>		<u>1,218,291</u>	
Total equity		<u>1,477,510</u>		<u>1,438,291</u>	

The accompanying accounting policies and notes form part of these financial statements.

The financial statements were approved by the board of directors and authorised for issue on 21 July 2022 and are signed on its behalf by:

K E Andrews
Director

Company Registration No. 02146049

THE 140 INVESTMENT MANAGERS LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2022

		2022		2021	
	Notes	£	£	£	£
Cash flows from operating activities					
Cash generated from operations	14	62,658		62,583	
Income taxes paid		(9,089)		(9,332)	
Net cash inflow from operating activities		53,569		53,251	
Investing activities					
Interest received		125		573	
Net cash generated from investing activities		125		573	
Net increase in cash and cash equivalents		53,694		53,824	
Cash and cash equivalents at beginning of year		1,233,677		1,179,853	
Cash and cash equivalents at end of year		1,287,371		1,233,677	

THE 140 INVESTMENT MANAGERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2022

1 Accounting policies

Company information

The 140 Investment Managers Limited is a private company limited by shares incorporated in England and Wales. The registered office is 17 Grosvenor Gardens, London, SW1W 0BD.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are presented in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided in the normal course of business.

Revenue for the provision of professional services is recognised in the period in which the services are provided.

1.4 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Basic financial assets

Short term debtors are measured at transaction price less any provision for impairment. Loans receivable are measured initially at fair value, net of transaction costs and are subsequently carried at amortised costs using the effective interest method, less any provision for impairment.

Basic financial liabilities

Short term creditors are measured at transaction price. Other financial liabilities, including bank loans and other loans, are measured initially at fair value, net of transaction costs and are subsequently carried at amortised costs using the effective interest method.

1.5 Taxation

The tax expense represents the sum of the tax currently payable.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

THE 140 INVESTMENT MANAGERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2022

1 Accounting policies

(Continued)

1.6 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.7 Retirement benefits

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further obligation payments. The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

2 Turnover and other revenue

An analysis of the company's turnover is as follows:

	2022 £	2021 £
Turnover analysed by class of business		
Provision of services	1,697,723	1,504,528
	<u> </u>	<u> </u>
	2022 £	2021 £
Other revenue		
Interest income	125	573
	<u> </u>	<u> </u>

3 Operating profit

	2022 £	2021 £
Operating profit for the year is stated after charging:		
Fees payable to the company's auditor for the audit of the company's financial statements	8,550	9,609
	<u> </u>	<u> </u>

4 Directors' remuneration

	2022 £	2021 £
Remuneration for qualifying services	239,056	231,470
	<u> </u>	<u> </u>

THE 140 INVESTMENT MANAGERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2022

5 Employees

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

	2022 Number	2021 Number
Administration and support	8	10

Their aggregate remuneration comprised:

	2022 £	2021 £
Wages and salaries	644,756	703,250
Social security costs	86,265	90,124
Pension costs	23,409	29,078
	<u>754,430</u>	<u>822,452</u>

6 Interest receivable and similar income

	2022 £	2021 £
Interest income		
Interest on bank deposits	125	573

Investment income includes the following:

Interest on financial assets not measured at fair value through profit or loss	<u>125</u>	<u>573</u>
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7 Taxation

	2022 £	2021 £
Current tax		
UK corporation tax on profits for the current period	<u>9,199</u>	<u>9,089</u>

THE 140 INVESTMENT MANAGERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2022

7 Taxation

(Continued)

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2022 £	2021 £
Profit before taxation	48,418	47,837
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	9,199	9,089
Taxation charge in the financial statements	9,199	9,089

8 Debtors

	2022 £	2021 £
Amounts falling due within one year:		
Prepayments and accrued income	398,357	315,818

Carrying amounts of financial assets include other debtors measured at amortised cost of £nil (2021: £nil).

9 Creditors: amounts falling due within one year

	2022 £	2021 £
Corporation tax	9,199	9,089
Other taxation and social security	31,175	31,199
Accruals and deferred income	167,844	70,916
	208,218	111,204

Carrying amounts of financial liabilities include other creditors and accruals measured at amortised cost of £167,845 (2021: £70,916).

10 Retirement benefit schemes

	2022 £	2021 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	23,409	29,078

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

There were no contributions payable to the scheme at the end of the current or previous year.

THE 140 INVESTMENT MANAGERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2022

11 Share capital

	2022 £	2021 £
Ordinary share capital		
Allotted, called up and fully paid		
120,000 Ordinary shares of £1 each	120,000	120,000
	<u>120,000</u>	<u>120,000</u>

There is a single class of ordinary shares. There are no restrictions on the distribution of dividends and the repayment of capital.

12 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel is as follows.

	2022 £	2021 £
Aggregate compensation	239,056	231,470
	<u>239,056</u>	<u>231,470</u>

Transactions with related parties

No guarantees have been given or received.

13 Ultimate controlling party

The company is controlled by the directors. The company's shares are held by The 140 Trustee Company Limited in trust for members of the families of the descendants of Lord Camrose. That company is therefore regarded as the ultimate controlling party.

14 Cash generated from operations

	2022 £	2021 £
Profit for the year after tax	39,219	38,748
Adjustments for:		
Taxation charged	9,199	9,089
Investment income	(125)	(573)
Movements in working capital:		
(Increase)/decrease in debtors	(82,539)	20,186
Increase/(decrease) in creditors	96,904	(4,867)
Cash generated from operations	<u>62,658</u>	<u>62,583</u>

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