

COMPANY REGISTRATION NUMBER
02519968

UK PORTFOLIO MANAGEMENT LIMITED
FINANCIAL STATEMENTS
31 DECEMBER 2013

TUESDAY



A20 *A36SXX35* #167
29/04/2014
COMPANIES HOUSE

UK PORTFOLIO MANAGEMENT LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

CONTENTS	PAGES
Officers and professional advisers	1
Directors' report	2 - 3
Independent auditor's report to the members	4 - 5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8 - 15

UK PORTFOLIO MANAGEMENT LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

P Hursthouse
G M Flower
J C Polin
A Tagliabue
R H Sinclair
H F A Burnham
D A Palmer
M J Taylor
A Dowden
T Meadows

Company secretary

M W Bellamy

Registered office

Ropergate House
43 Ropergate
Pontefract
West Yorkshire
WF8 1JY

Auditor

PricewaterhouseCoopers LLP
Chartered Accountants
& Statutory Auditor
Benson House
33 Wellington Street
Leeds
LS1 4JP

UK PORTFOLIO MANAGEMENT LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2013

The directors present their report and the audited financial statements of the company for the year ended 31 December 2013.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was investment management.

The profit for the financial year, after taxation, amounted to £613,171 (2012: £495,698)

DIRECTORS

The directors who served the company during the year were as follows:

M Creswell-Turner	(Resigned 3 May 2013)
L R Coleman	(Resigned 4 April 2014)
P Hursthouse	
G M Flower	
M A Bussey	(Resigned 4 April 2014)
J C Polin	(Appointed 4 April 2014)
A Tagliabue	(Appointed 4 April 2014)
R H Sinclair	(Appointed 4 April 2014)
H F A Burnham	(Appointed 4 April 2014)
D A Palmer	(Appointed 4 April 2014)
M J Taylor	(Appointed 4 April 2014)
A Dowden	(Appointed 4 April 2014)
T Meadows	(Appointed 4 April 2014)

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

At the time of approval and during the year qualifying third party indemnity insurance was in place for the benefit of one or more of the directors.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared 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 year.

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,

UK PORTFOLIO MANAGEMENT LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 DECEMBER 2013

STATEMENT OF DIRECTORS' RESPONSIBILITIES (Continued)

- 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

AUDITOR

The independent auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the Annual General Meeting

STATEMENT OF DISCLOSURE OF INFORMATION TO AUDITORS'

Each of the persons who is a director at the date of approval of this report confirm that

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the special provision relating to small companies within part 15 of the Companies Act 2006.

Signed on behalf of the directors



G M Flower

Director

Approved by the directors on 24/4/14 .

UK PORTFOLIO MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UK PORTFOLIO MANAGEMENT LIMITED

YEAR ENDED 31 DECEMBER 2013

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 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.

This opinion is to be read in the context of what we say in the remainder of this report

What we have audited

The financial statements, which are prepared by UK Portfolio Management Limited, comprise

- the balance sheet as at 31 December 2013,
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed,
- the reasonableness of significant accounting estimates made by the directors, and
- the overall presentation of the financial statements

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements (the "Annual Report") to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

UK PORTFOLIO MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UK PORTFOLIO MANAGEMENT LIMITED *(continued)*

YEAR ENDED 31 DECEMBER 2013

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to prepare financial statements in accordance with the small companies' regime, take advantage of the small companies' exemption in preparing the Directors' Report and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on pages 2-3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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.



Gary Shaw (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Leeds

25 April 2014

UK PORTFOLIO MANAGEMENT LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2013

	Note	2013 £	2012 £
TURNOVER	2	1,757,700	1,529,807
Administrative expenses		<u>1,149,164</u>	<u>1,146,664</u>
OPERATING PROFIT	3	608,536	383,143
Interest receivable		1,991	2,128
Interest payable and similar charges	6	(121)	(59)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>610,406</u>	<u>385,212</u>
Tax on profit on ordinary activities	7	(2,765)	(110,486)
PROFIT FOR THE FINANCIAL YEAR		<u>613,171</u>	<u>495,698</u>

All of the activities of the company are classed as continuing

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

There are no material differences between the profit and loss on the ordinary activities before taxation and the profit for the financial year stated above and their historical equivalents.

The notes on pages 8 to 15 form part of these financial statements.

UK PORTFOLIO MANAGEMENT LIMITED

BALANCE SHEET

31 DECEMBER 2013

	Note	2013 £	2012 £
FIXED ASSETS			
Tangible assets	8	57,361	68,376
CURRENT ASSETS			
Debtors	9	2,918,176	2,200,125
Cash at bank		612,791	797,281
		<u>3,530,967</u>	<u>2,997,406</u>
CREDITORS: Amounts falling due within one year	11	<u>439,189</u>	<u>529,814</u>
NET CURRENT ASSETS		<u>3,091,778</u>	<u>2,467,592</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>3,149,139</u>	<u>2,535,968</u>
CAPITAL AND RESERVES			
Called-up equity share capital	15	400,000	400,000
Share premium account	16	20,904	20,904
Profit and loss account	16	2,728,235	2,115,064
SHAREHOLDERS' FUNDS	17	<u>3,149,139</u>	<u>2,535,968</u>

These accounts set out on pages 6 to 15 have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within part 15 of the Companies Act 2006

These accounts were approved by the members and authorised for issue on 24/4/14, and are signed on their behalf by


G M Flower
Director

Company Registration Number 02519968

The notes on pages 8 to 15 form part of these financial statements.

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES

1.1 Basis of accounting

The financial statements have been prepared under the going concern basis under the historical cost convention, and in accordance with applicable UK accounting standards

The principal accounting policies, which the directors have adopted within that convention, are set out below, and have been applied consistently throughout the year

1.2 Cash flow statement

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1 (revised 1996) "Cash flow statements".

1.3 Turnover

Revenue represents investment management and trail fees. 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 when the revenue recognition criteria have been met.

1.4 Fixed assets

All fixed assets are initially recorded at cost

1.5 Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold Property	- 15% straight line
Fixtures and Fittings	- 15% straight line
Equipment	- 20% straight line

1.6 Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

1.7 Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES *(continued)*

1.8 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation. A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax assets and liabilities are calculated at the average tax rates expected to be effective at the time the timing differences are expected to reverse. Deferred tax assets and liabilities are not discounted

1.9 Operating leases

Rentals under operating leases are charged on a straight line basis over the lease term

2. TURNOVER

All turnover arose within the United Kingdom and is attributable to the principal activity of the company

3. OPERATING PROFIT

Operating profit is stated after charging.

	2013	2012
	£	£
Staff pension contributions	9,688	21,575
Depreciation of owned fixed assets	14,265	2,742
Operating lease costs		
- Other	5,903	28,597
Auditor's remuneration - audit of the financial statements	12,464	10,318
Auditor's remuneration - taxation	<u>6,232</u>	<u>5,159</u>

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

4. STAFF COSTS

Staff Costs, including directors' remuneration, were as follows;

	2013	2012
	£	£
Wages and salaries	405,133	635,429
Social security costs	44,563	71,055
Other pension costs	9,688	21,575
	<u>459,384</u>	<u>728,059</u>

The average monthly number of employees, including the directors, during the year was as follows,

	2013	2012
Management	3	3
Administration	12	12
	<u>15</u>	<u>15</u>

5. DIRECTORS' REMUNERATION

The directors' aggregate remuneration in respect of qualifying services were.

	2013	2012
	£	£
Aggregate remuneration	416,469	582,000
Value of company pension contributions to money purchase schemes	22,875	31,000
	<u>439,344</u>	<u>613,000</u>

The number of directors who accrued benefits under company pension schemes was as follows:

	2013	2012
	No	No
Money purchase schemes	4	5

All of the above amounts were incurred by a parent of the entity. It is not possible to split the remuneration of the directors between the companies they work for.

6. INTEREST PAYABLE AND SIMILAR CHARGES

	2013	2012
	£	£
Finance charges	95	—
Other interest and similar charges	26	59
	<u>121</u>	<u>59</u>

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2013 £	2012 £
Current tax		
UK Corporation tax based on the results for the year at 23.25% (2012 - 24.50%)		
Adjustments to tax in respect of previous periods	-	(109,857)
Total current tax	-	(109,857)
Deferred tax		
Origination and reversal of timing differences	(3,438)	(742)
Effect of changes in tax rates	673	113
Tax on profit on ordinary activities	<u>(2,765)</u>	<u>(110,486)</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower (2012: lower) than the standard rate of corporation tax in the UK of 23.25% (2012 - 24.50%)

	2013 £	2012 £
Profit on ordinary activities before taxation	<u>610,406</u>	<u>385,212</u>
Profit on ordinary activities by rate of tax	141,919	94,377
Expenses not deductible for tax purposes	18	533
Depreciation for period in excess of capital allowances	3,316	672
Adjustments to tax charge in respect of previous periods	-	(109,857)
Group relief not paid for	(116,399)	(95,652)
Movement in short term timing differences	122	70
Income not taxable for tax purposes	<u>(28,976)</u>	-
Total current tax (note 7(a))	<u>-</u>	<u>(109,857)</u>

(c) Factors that may affect future tax charges

During the year, as a result of the changes in the UK corporation tax rate to 23% which was substantively enacted on 3 July 2012 and was effective from 1 April 2013; and to 21% which was substantively enacted on 2 July 2013 and will be effective from 1 April 2014 and to 20% which was substantively enacted on 2 July 2013 and will be effective from 1 April 2015, the relevant deferred tax balances have been remeasured.

There are currently no future UK tax rate changes which have not been substantively enacted.

The expected effect of the decrease in tax rates will not have a material effect on these financial statements.

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

8. TANGIBLE FIXED ASSETS

	Leasehold Property £	Fixtures & Fittings £	Equipment £	Total £
COST				
At 1 January 2013	2,336	31,420	65,863	99,619
Additions	—	—	3,250	3,250
At 31 December 2013	2,336	31,420	69,113	102,869
DEPRECIATION				
At 1 January 2013	—	30,008	1,235	31,243
Charge for the year	1,250	255	12,760	14,265
At 31 December 2013	1,250	30,263	13,995	45,508
NET BOOK VALUE				
At 31 December 2013	1,086	1,157	55,118	57,361
At 31 December 2012	2,336	1,412	64,628	68,376

9. DEBTORS

	2013 £	2012 £
Trade debtors	175,141	144,822
Amounts owed by group undertakings	2,649,338	1,900,613
Corporation tax repayable	59,304	106,686
Prepayments and accrued income	30,148	46,524
Deferred taxation (note 10)	4,245	1,480
	2,918,176	2,200,125

Amounts owed by group undertakings are unsecured, interest free, have no fixed repayment date, and are repayable on demand

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

10. DEFERRED TAXATION

The deferred tax included in the Balance sheet is as follows.

	2013	2012
	£	£
Included in debtors (note 9)	<u>4,245</u>	<u>1,480</u>

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

	2013	2012
	£	£
Excess of depreciation over taxation allowances	3,983	1,299
Other timing differences	<u>262</u>	<u>181</u>
	<u>4,245</u>	<u>1,480</u>

11. CREDITORS: Amounts falling due within one year

	2013	2012
	£	£
Trade creditors	17,571	131,170
Amounts owed to group undertakings and undertakings in which the company has a participating interest	81,799	56,296
Other taxation and social security	189,031	129,095
Other creditors	<u>150,788</u>	<u>213,253</u>
	<u>439,189</u>	<u>529,814</u>

Amounts owed to group undertakings are unsecured, interest free, have no fixed repayment date, and are repayable on demand.

12. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2013 the company had annual commitments under non-cancellable operating leases as set out below

	Land and buildings	
	2013	2012
	£	£
Operating leases which expire Within 1 year	<u>-</u>	<u>5,029</u>

13. PENSION COMMITMENTS

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension charge represents contributions payable by the group to the fund and amounted to £9,688 (2012 - £21,575). The amount of pension contributions outstanding at the end of the year amounted to £Nil (2012 - £Nil).

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

14. RELATED PARTY TRANSACTIONS

As at the year end the following was due from (owed to) the following companies;

	2013	2012
	£	£
Yorkshire Investment Group Limited	1,500,405	1,482,421
UK Wealth Management Limited	1,054,554	394,590
Rocheberie Consulting Limited	2,040	5,450
Plan Invest Limited	9,831	9,831
Plan Invest Group Limited	(32,356)	(13,211)
Plan Insure Limited	(5,768)	(2,125)
Yorkshire Investment Consultants Limited	82,508	8,320
YIG Consulting Limited	(250)	(11,946)
DS Aslan Acquisitions Limited	(27,590)	(16,442)

During the year £343,674 (2012: £345,995) of central costs were recharged to UK Portfolio Management Limited from UK Wealth Management Limited and £114,054 (2012: £2,885) from Yorkshire Investment Group Limited. £117,918 (2012: £87,784) of central costs were recharged from UK Portfolio Management Limited to Yorkshire Investment Group Limited.

The above companies are connected by common directors and ownership

At the end of the year UK Portfolio Management Limited owed £814 (2012: £2,883), £15,021 (2012: £4,935) and £Nil (2012: £4,754) to Ford Campbell Financial Management Limited, Townends Wealth Management Limited and BBPI Limited respectively. Ford Campbell Financial Management Limited and Townends Wealth Management Limited are 50% joint ventures of Yorkshire Investment Consultants Limited. During 2013, the holding in BBPI Limited was sold, at which point all outstanding related party balances were settled

15. SHARE CAPITAL

Allotted, called up and fully paid:

	2013		2012	
	No	£	No	£
Ordinary shares of £1 each	<u>400,000</u>	<u>400,000</u>	<u>400,000</u>	<u>400,000</u>

16. RESERVES

	Share premium account	Profit and loss account
	£	£
Balance brought forward	20,904	2,115,064
Profit for the year	—	613,171
Balance carried forward	<u>20,904</u>	<u>2,728,235</u>

UK PORTFOLIO MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2013

17. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2013 £	2012 £
Profit for the financial year	613,171	495,698
Opening shareholders' funds	2,535,968	2,040,270
Closing shareholders' funds	<u>3,149,139</u>	<u>2,535,968</u>

18. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent company is UK Wealth Management Limited

As at 31 December 2013, the ultimate parent undertaking and controlling party is Duke Street LLP, a company incorporated in the United Kingdom.

DS Aslan Holdings Limited is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2013. The consolidated financial statements of DS Aslan Holdings Limited are available from Companies House.

UK Wealth Management Limited is the parent undertaking of the smallest group of undertakings to consolidate these financial statements at the 31 December 2013. The consolidated financial statements of UK Wealth Management Limited are available from Companies House.

Contracts relating to the acquisition of DS Aslan Holdings Limited by Ashcourt Rowan plc were exchanged on the 13th December 2013 subject to approval from the Financial Conduct Authority. Financial Conduct Authority approval was granted on 27th March 2014 and the change of ownership completed on 4th April 2014. Ashcourt Rowan plc subsequently became the ultimate parent undertaking and controlling party.