

Registered number: 02594987

CLOSE INVESTMENTS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the Year Ended 31 July 2022



CLOSE INVESTMENTS LIMITED

COMPANY INFORMATION

Directors	C Parry E Reynolds (appointed 1 April 2022) I Wallace M Andrew (resigned 7 March 2022)
Company secretary	J Lewis
Registered number	02594987
Registered office	10 Crown Place London EC2A 4FT
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors London

CLOSE INVESTMENTS LIMITED

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CLOSE INVESTMENTS LIMITED

DIRECTORS' REPORT **For the Year Ended 31 July 2022**

The Directors present their report and the audited financial statements for the year ended 31 July 2022.

The Directors' Report has been prepared in accordance with the special provisions relating to small companies under section 415(A) of the Companies Act 2006. The Company has not prepared a Strategic Report because it is entitled to the small companies exemption in accordance with section 414(B) of the Companies Act 2006.

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

Close Investments Limited ("the Company") is a wholly-owned subsidiary of Close Brothers Group plc ("CBG") and operates as part of CBG's Asset Management division ("CBAM"). The Company is authorised and regulated by the Financial Conduct Authority with Firm Reference Number 148682. The Company is incorporated in the United Kingdom and registered in England and Wales.

The Company did not trade throughout the current and prior year.

The financial position of the Company at 31 July 2022 is set out in the balance sheet on page 8. The Company's result for the financial year was £nil (2021: £nil). Dividends of £nil were paid in the year (2021: £nil). The result for the year is in line with expectations.

CBG manages its operations on a divisional basis. For this reason, the Company's Directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of its development, performance or position. The performance of CBAM is presented in the Strategic Report of CBG's Annual Report, which does not form part of this report.

GOING CONCERN

Following a review of the financial position as shown in the balance sheet on page 8, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Although the Company is not trading, there are no plans to put the Company into liquidation at present. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

DIRECTORS

The Directors who served during the year were:

C Parry
E Reynolds (appointed 1 April 2022)
I Wallace
M Andrew (resigned 7 March 2022)

COMPANY SECRETARY

The Company Secretary, J Lewis, served throughout the year and to the date of this report.

DIRECTORS INDEMNITIES

The Company has made qualifying third party indemnity provisions for the benefit of its Directors which were made during the year and remain in force at the date of this report.

CLOSE INVESTMENTS LIMITED

DIRECTORS' REPORT (CONTINUED)
For the Year Ended 31 July 2022

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, 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 United Kingdom Accounting Standards, comprising FRS 101 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 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 also 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.

CLOSE INVESTMENTS LIMITED

DIRECTORS' REPORT (CONTINUED) **For the Year Ended 31 July 2022**

PRINCIPAL RISKS AND UNCERTAINTIES

In relation to its principal activities, the Company faces the following risks and uncertainties:

Credit

Credit risk is minimal as the Company's assets comprise an intercompany balance due from Close Asset Management Holdings Limited, its immediate parent company, which is a credit worthy counterparty.

The Company also falls under CBG's Risk Management Framework. Pillar 3 disclosures for CBG are available on the Investor Relations page at www.closebrothers.com. In addition CBG's risks are discussed in CBG's Annual Report.

FUTURE DEVELOPMENTS AND EVENTS AFTER THE BALANCE SHEET DATE

The Company is not expected to trade in the forthcoming year. There were no subsequent events after the balance sheet date.

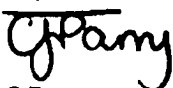
EMPLOYEES

The Company has no employees (2021: none). A contractual arrangement with Close Asset Management Holdings Limited ("CAMHL") provides for the provision of CAMHL's staff to undertake the various activities of the Company.

INDEPENDENT AUDITORS

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

This report was approved by the board and signed on its behalf.



C Parry
Director

Date: 27 September 2022

10 Crown Place
London
EC2A 4FT

Independent auditors' report to the members of Close Investments Limited

Report on the audit of the financial statements

Opinion

In our opinion, Close Investments Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 July 2022 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); 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: the Balance Sheet as at 31 July 2022 and the Statement of Changes in Equity 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 on, 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 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.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 July 2022 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 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 in respect of the financial statements, 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 UK regulatory principles such as those governed by the Financial Conduct Authority ('FCA'), and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. 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 manipulation of financial data to present more favourable financial results through posting inappropriate journal entries. Audit procedures performed by the engagement team included:

- Discussions with management and those charged with governance including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Assessment of matters reported on the Close Brothers Group plc's whistleblowing helpline and the results of management's investigations of such matters;
- Identifying and testing journal entries, including those journals posted with unusual account combinations;
- Incorporating unpredictability into the nature, timing and/or extent of our testing; and,
- Performing testing over period end adjustments.

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.

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: take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Jennifer March (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
27 September 2022

CLOSE INVESTMENTS LIMITED
Registered number: 02594987

BALANCE SHEET
As at 31 July 2022

	Note	2022 £000	2021 £000
Current assets			
Amounts owed by group undertakings	4	3,664	3,664
Net current assets		<u>3,664</u>	<u>3,664</u>
Net assets		<u>3,664</u>	<u>3,664</u>
Capital and reserves			
Called up share capital	5	3,664	3,664
		<u>3,664</u>	<u>3,664</u>

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 27 September 2022.


C Parry
Director

The notes on pages 10 to 13 form part of these financial statements.

CLOSE INVESTMENTS LIMITED

STATEMENT OF CHANGES IN EQUITY
For the Year Ended 31 July 2022

	Called up share capital	Total equity
	£000	£000
At 1 August 2020	3,664	3,664
At 31 July 2021	3,664	3,664
At 31 July 2022	3,664	3,664

The notes on pages 10 to 13 form part of these financial statements.

CLOSE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS **For the Year Ended 31 July 2022**

1. General information, basis of preparation and significant accounting policies

1.1 General information

Close Investments Limited is a private Company limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The address of the registered office is given on page 3. The nature of the Company's operations and its principal activities are set out in the Directors Report on page 1.

1.2 Basis of preparation of financial statements

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council.

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

Where required, equivalent disclosures are given in CBG's Annual Report, see note 6 for further details.

These financial statements are prepared in Pounds Sterling because that is the currency of the primary economic environment in which the Company operates.

The financial statements are prepared under the historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

The principal accounting policies are summarised below. They have been applied consistently throughout the current year and the prior year.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements. Management considers that there are no critical accounting estimates and judgements that apply to the Company.

1.3 Financial Reporting Standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures

CLOSE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
For the Year Ended 31 July 2022

1. General information, basis of preparation and significant accounting policies (continued)**1.4 Going concern**

Following a review of the financial position as shown on the balance sheet on page 8, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Although the Company is not trading, there are no plans to put the Company into liquidation at present. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

1.5 Impact of new international reporting standards, amendments and interpretations

There are no amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 31 July 2022 that have had a material impact on the Company's financial statements.

1.6 Reserves

The profit and loss account represents cumulative profit and losses net of dividends paid and other adjustments.

1.7 Financial assets

Classification and measurement:

Financial assets are classified as:

- those to be measured subsequently at fair value through profit or loss ("FVTPL") (there are no assets measured at fair value through other comprehensive income); or
- those to be measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

Financial assets are recognised when there are contractual rights to receive economic resources.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred.

Financial assets are initially measured at fair value. For financial assets held as FVTPL any subsequent changes in value will be recorded in the profit or loss account.

- Impairment

An assessment of impairment is based on a forward-looking review of expected credit losses associated with assets carried at amortised cost. The impairment applied depends on whether there has been a significant increase in credit risk.

1.8 Dividends

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

CLOSE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS**For the Year Ended 31 July 2022**

2. Auditors' remuneration

During the year all audit fees were borne by CAMHL. The amount incurred on audit fees by CAMHL in respect of the Company was £8,860 (2021: £8,086). Fees for other services pursuant to legislation borne by CAMHL in respect of the Company were £22,478 (2021: £19,363).

3. Directors' remuneration and transactions

No Directors received any emoluments from the Company in the year (2021: £nil).

4. Debtors

	2022 £000	2021 £000
Amounts owed by group undertakings	3,664	3,664
	<u>3,664</u>	<u>3,664</u>

Amounts owed by group undertakings relate to Close Asset Management Holdings Limited.

5. Called up share capital

	2022 £000	2021 £000
Authorised		
20,250,000 (2021 - 20,250,000) Ordinary shares of £0.50 each	10,125	10,125
	<u>10,125</u>	<u>10,125</u>
Allotted, called up and fully paid		
7,328,000 (2021 - 7,328,000) Ordinary shares of £0.50 each	3,664	3,664
	<u>3,664</u>	<u>3,664</u>

6. Controlling party and related party transactions

The immediate parent Company is CAMHL, a Company incorporated in the United Kingdom and registered in England and Wales.

The parent undertaking of the only group of undertakings for which group financial statements are drawn up and of which the Company is a member is CBG, the ultimate parent Company. CBG is incorporated in the United Kingdom and registered in England and Wales. Copies of the financial statements of CBG are available to the public at 10 Crown Place, London, EC2A 4FT.

As outlined in Note 1.3, the Company has taken advantage of the disclosure exemption permitted by Financial Reporting Standard 101 with regard to transactions with other wholly-owned member companies of CBG. There are no other related party transactions requiring disclosure.

CLOSE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
For the Year Ended 31 July 2022

7. Subsequent events

There were no subsequent events after the balance sheet date.