

# CREST Depository Limited

## Directors' Report and Financial Statements for the year ended 31 December 2023

Registered Company Number: 03133256

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**TABLE OF CONTENTS**

<b>DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023 .....</b>	<b>1</b>
<b>INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREST DEPOSITORY LIMITED .....</b>	<b>4</b>
<b>STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2023 .....</b>	<b>8</b>
<b>STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2023 .....</b>	<b>9</b>
<b>STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2023.....</b>	<b>10</b>
<b>STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2023 .....</b>	<b>11</b>
<b>NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023.....</b>	<b>12</b>

**DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023**

The directors submit their report and the audited financial statements of CREST Depository Limited (the Company) for the year ended 31 December 2023. The Company is a private limited company and is domiciled and incorporated in England and Wales. The address of its registered office is 33 Cannon Street, London, EC4M 5SB.

**Principal activities and risks**

During the year under review, the Company issued CREST Depository Interests (CDI's) representing international securities held by its subsidiary companies, CREST International Nominees Limited and CIN (Belgium) Limited, on behalf of the customers of Euroclear UK & International Limited, its immediate parent company, which operates the CREST settlement system. No change in activity is foreseen. The Company's risks are integral to the activities of, and are managed by, its parent company Euroclear UK & International Limited. The principal risks and future developments of the Company have been assessed and monitored as part of its participation in the Euroclear UK & International Limited group (the Group).

The ongoing geopolitical tensions around the world have caused widespread humanitarian suffering as well as impacted Financial Services. There are 3 resulting areas of risk the Company, as part of the Group, faced as an organisation in 2023, namely Process, Security and, indirectly, People. Staff wellbeing is our priority and the HR team has been communicating with staff and providing support and guidance for anyone affected by the events. The numerous executive orders and measures cascaded down from US, UK, EU authorities have had far reaching effects and the Group has processes in place to identify, assess and implement specific Sanctions where relevant. Another significant risk to the Group, as financial market infrastructure (FMI), sits within potential cyber-attacks, be that a direct attack on our own IT infrastructure or via a 3<sup>rd</sup> party. The Group's Chief Information Security Officer continues to work with our IT teams as well as our service provider to ensure necessary measures to protect our security and mitigate risk, are being taken.

**Results and dividends**

The Company's profit and total comprehensive income for the year was £148 (2022 profit and total comprehensive income for the year: £nil). The year-end financial position of the Company showed net assets of £4,707,200 (2022 net assets: £7,006). The increase in net assets arose due to the purchase of £1 ordinary share issued for £4,700,000 in CREST International Nominees Limited. The additional investment was made in order to meet minimum regulatory capital requirements of CREST International Nominees Limited as a CSD Member of Depository Trust and Clearing Corporation (DTCC).

The directors do not propose to pay a dividend in respect of the year ended 31 December 2023 (2022: £nil).

**Going concern**

After making enquiries, the directors have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the Company has adequate resources to continue to operate for the foreseeable future. The assessment includes the future profitability of the Group. Euroclear UK & International Limited have flexed their assessment on future profits and capital base under various market stresses and made additional assessments on operational resilience. Following these assessments, the directors continue to adopt the going concern basis in preparing the financial statements.

**DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023 (continued)**

**Directors**

The directors of the Company who were in office during the year and up to the date of signing the financial statements were:

Michael Carty	resigned 4 August 2023
Leanne Middleton	resigned 19 April 2023
Christopher Elms	
Craig Clayton	appointed 21 April 2023
Anna Magee	appointed 3 August 2023

Jennifer Parker was Company Secretary until she resigned on 24 August 2023.

David Wilkinson was appointed Company Secretary on 24 August 2023.

**Employees**

The Company has had no employees in the year under review (2022: none).

**Financial Instruments**

The Company holds cash and cash equivalents as financial instruments and there is minimal exposure to market risk and liquidity risk. The Company's exposure to credit risk is disclosed in note 11 of the financial statements.

**Independent auditor**

Deloitte LLP acted as the Company's auditor during the year.

Deloitte LLP have expressed their willingness to continue in office as auditor and will be reappointed as the Company's auditor for the financial year beginning 1 January 2024, in accordance with section 485 of the Companies Act 2006.

**Statement of disclosure of information to auditor**

In accordance with the provisions of Section 418 of the Act, directors' reports shall include a statement, in the case of each director in office at the date the directors' report is approved, that:

- (a) so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware and
- (b) he/she has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

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**DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023 (continued)**

**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 are required to prepare the group financial statements in accordance with the United Kingdom adopted international accounting standards in conformity with the requirements of the Companies Act 2006 and with International Financial Reporting Standards (IFRSs) as issued by the IASB.

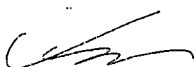
Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required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

- select suitable accounting policies and then apply them consistently; present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information
- make judgements and accounting estimates that are reasonable and prudent
- state whether applicable United Kingdom adopted international accounting standards in conformity with the requirements of the Companies Act 2006 and the International Financial Reporting Standards as issued by the IASB have been followed, subject to any material departures disclosed and explained in the financial statements and
- provide additional disclosures when compliance with the specific requirements of the financial reporting framework are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006 (the Act). 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Approved and authorised by the Board and signed on their behalf



CHRISTOPHER ELMS

**Director**

21 March 2024

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREST DEPOSITORY LIMITED**

**REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

In our opinion the financial statements of CREST Depository Limited (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 31<sup>st</sup> December 2023 and of its profit for the year then ended;
- have been prepared in accordance with United Kingdom adopted international accounting standards and International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board (IASB); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity;
- the cash flows statement;
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law, United Kingdom adopted international accounting standards [and IFRSs as issued by the IASB].

**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 Financial Reporting Council's (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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREST DEPOSITORY LIMITED (continued)**

**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.

**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 intend 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.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**Extent to which the audit was considered capable of detecting irregularities, including fraud**

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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREST DEPOSITORY LIMITED (continued)**

**Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)**

We considered the nature of the Company's industry and its control environment and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management, internal audit, in-house legal counsel and those charged with governance about their own identification and assessment of the risks of irregularities, including those that are specific to the Company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements, including the UK Companies Act; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team, including relevant internal specialists such as tax and IT specialists, regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management, internal audit and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance, reviewing internal audit reports, and reviewing correspondence with HMRC and the Bank of England.



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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CREST DEPOSITORY LIMITED (continued)**

**REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

**Opinions on other matters prescribed by the Companies Act 2006**

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

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

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 any material misstatements in the directors' report.

**Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

**Use of our report**

This report is made solely to the Company's shareholder, 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.



Fiona Walker, FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

London, United Kingdom

21 March 2024

**STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2023**

(£)	Note	2023	2022
<b>Net interest income</b>			
Interest income	5	194	-
<b>Profit before tax</b>		194	-
<b>Taxation</b>	6	(46)	-
<b>Profit and other comprehensive income for the year</b>		148	-

- (i) The profit and total comprehensive income for the year is all attributable to continuing operations.
- (ii) The profit and total comprehensive income for the year is attributable to the owners of the parent company.

The notes on pages 12 to 16 form an integral part of the financial statements.

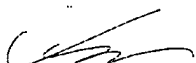
**STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2023**

(£)	Note	2023	2022
<b>Assets</b>			
<b>Non-current assets</b>			
Investments in subsidiary undertakings	7	4,700,006	6
<b>Total non-current assets</b>		<b>4,700,006</b>	<b>6</b>
<b>Current assets</b>			
Cash and cash equivalents	8	7,194	7,000
<b>Total current assets</b>		<b>7,194</b>	<b>7,000</b>
<b>Total assets</b>		<b>4,707,200</b>	<b>7,006</b>
<b>Equity</b>			
<b>Capital and reserves attributable to equity holders of the Company</b>			
Called up share capital	10	7,001	7,000
Share Premium		4,699,999	-
Retained Earnings		148	-
<b>Total equity</b>		<b>4,707,148</b>	<b>7,000</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	9	6	6
Current tax liabilities	6	46	-
<b>Total current liabilities</b>		<b>52</b>	<b>6</b>
<b>Total equity and liabilities</b>		<b>4,707,200</b>	<b>7,006</b>

The notes on pages 12 to 16 form part of the financial statements.

The financial statements on pages 8 to 16 were approved by the board of directors on 18 March 2024 and authorised for issue on that date.

Approved by the Board:



Christopher Elms

**Director**

21 March 2024

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2023**

(£)	Note	Share Capital	Share premium	Retained earnings	Total equity
<b>At 1 January 2023</b>		<b>7,000</b>	-	-	<b>7,000</b>
Issuance of ordinary shares	<b>10</b>	<b>1</b>	<b>4,699,999</b>	-	<b>4,700,000</b>
Profit and Total comprehensive income for the year		-	-	<b>148</b>	<b>148</b>
<b>At 31 December 2023</b>		<b>7,001</b>	<b>4,699,999</b>	<b>148</b>	<b>4,707,148</b>

(£)	Note	Share Capital	Share premium	Retained earnings	Total equity
<b>At 1 January 2022</b>		<b>7,000</b>	-	-	<b>7,000</b>
Profit and Total comprehensive income for the year		-	-	-	-
<b>At 31 December 2022</b>		<b>7,000</b>	-	-	<b>7,000</b>

The total equity is attributable to the owners of the parent company.

The notes on pages 12 to 16 form part of the financial statements.

**STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2023**

(£)	Note	2023	2022
<b>Profit before tax</b>		<b>194</b>	<b>-</b>
Interest income	5	(194)	-
<b>Cash generated from operating activities</b>		<b>-</b>	<b>-</b>
Interest received	5	194	-
<b>Net cash generated from operating activities</b>		<b>194</b>	<b>-</b>
<b>Cash flows generated (used in)/from investment activities</b>			
Proceeds from issuance of shares	10	4,700,000	-
Investment in subsidiary	7	(4,700,000)	-
<b>Net cash generated (used in)/from investing activities</b>		<b>194</b>	<b>-</b>
<b>Net increase in cash and cash equivalents</b>		<b>194</b>	<b>-</b>
Cash and cash equivalents at beginning of the year		7,000	-
<b>Cash and cash equivalents at the end of the year</b>		<b>7,194</b>	<b>-</b>

The notes on pages 12 to 16 form part of the financial statements.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023**

**1. General Information**

The principal activity of CREST Depository Limited during the year was the issuing of CREST Depository Interests (CDI's) representing international securities held by its subsidiary companies, CREST International Nominees Limited and CIN (Belgium) Limited, on behalf of the customers of Euroclear UK & International Limited, its immediate parent company, which operates the CREST settlement system.

CREST Depository Limited is a private company, limited by shares, and is domiciled and incorporated in England and Wales. The address of its registered office is 33 Cannon Street, London, EC4M 5SB.

**2. Accounting policies**

*(a) Basis of preparation*

The financial statements of CREST Depository Limited have been prepared in accordance with the United Kingdom adopted international accounting standards in conformity with the requirements of the Companies Act 2006 and the International Financial Reporting Standards (IFRSs) as issued by the IASB and adopted by the United Kingdom.

The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with the United Kingdom adopted international accounting standards, requirements of the Companies Act 2006 and IFRSs as issued by the IASB requires the use of judgements, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the year. The estimates and associated assumptions are based on historical experience.

The Company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group financial statements (see note 11). These financial statements present information about Euroclear UK & International Limited as an individual undertaking and not with regard to its group.

In preparing the financial statements for the current year, consideration was given to new IFRS, both those that are effective at the year end and those that have been issued but are not effective at the year end, as well as amendments to IFRS and IFRIC IC interpretations. The following standards, IFRIC and amendments to standards became effective on 1 January 2023:

- Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of accounting policies
- IFRS 17 Insurance Contracts
- Amendments to IAS 8 Accounting Policies, Change in Accounting Estimates and Errors: Definition of Accounting Estimates
- Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The adoption of these new standards and amendments had no impact on the entity's financial statements.

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**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023 (continued)**

**2. Accounting policies (continued)**

*(a) Basis of preparation (continued)*

The following new amendments to standards will be applied for financial years commencing on 1 January 2024.

- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current amendments to IAS 1
- Amendments to IAS 1 Presentation of Financial Statements: Non-current Liabilities with Covenants
- Amendments to IFRS 16: Lease Liability in a Sale and Leaseback

The directors do not expect that the adoption of the Standards listed above and all other IFRSs not yet adopted will have a material impact on the entity's financial statements.

After making enquiries, the directors have formed a judgement that there is a reasonable expectation that CREST Depository Limited has adequate resources to continue to operate for the foreseeable future. For this reason, the directors continue to adopt the 'going concern' basis in preparing the financial statements.

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

*(b) Cash and cash equivalents*

Cash and cash equivalents are carried in the balance sheet at fair value. For the purposes of the cash flow statement, cash and cash equivalents comprise balances including: cash on hand; deposits held on call with banks; and other short-term, highly liquid investments which are subject to insignificant risk of change in fair value.

*(c) Trade and other payables*

Trade and other payables are obligations to pay for goods or services that have been acquired in the normal course of business. Accounts payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade and other payables are initially recognised at cost and subsequently measured at fair value.

*(d) Taxation*

Corporation tax payable is calculated using tax rates that have been enacted by the balance sheet date and based on the taxable profits arising in the year.

Current tax assets and liabilities are offset when they arise in the same entity and where there is both a legal right of offset and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

*(e) Related party transactions*

There were no transactions with related parties during the year ended 31 December 2023 (2022: £nil).

*(f) Investments in subsidiary undertakings*

In accordance with the requirements of IAS 27 'Consolidated and Separate Financial Statements', investments in subsidiaries are recognised at cost and subsequently measured at cost less impairment.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023 (continued)***(g) Critical accounting estimates and judgements*

There were no critical accounting estimates and judgements applied in the preparation of these financial statements.

**3. Directors' emoluments and key management compensation**

The Board considers key management personnel to include the directors of both the Company and the immediate parent company. The Company paid no emoluments to the directors or key management personnel in the year ended 31 December 2023 (2022: £nil).

The emoluments of the directors are paid by the parent company which makes no recharge to the Company. The directors are considered key management personnel of the parent company and are directors of a number of fellow subsidiaries. It is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, details of emoluments in respect of the directors have not been provided. The total emoluments are included in the aggregate of key management personnel's emoluments disclosed in the financial statements of the parent company.

**4. Employees**

There were no employees employed by the Company during the year ended 31 December 2023 (2022: None).

**5. Net interest income**

(£)	2023	2022
Interest from cash and cash equivalents	194	-
<b>Net interest income</b>	194	-

**6. Taxation**

(£)	2023	2022
<b>UK Corporation Tax</b>		
Current tax on income for the year	46	-
<b>Current tax expense</b>	46	-

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the average tax rate applicable to profit of the Company as follows:

(£)	2023	2022
<b>Profit before tax</b>	194	-
UK Corporation Tax at 23.50% (2022: 19.00%)	46	-
<b>Tax charge</b>	46	-



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023 (continued)****6. Taxation (continued)**

A change in the UK main corporation tax rate from 19% to 25% was effective from 1 April 2023. The tax rate has been calculated by apportioning the applicable rate over the year. The tax expense for the year comprises current tax.

**7. Investments in subsidiary undertakings**

(£)	Holding Equity Shares*	Cost of investments	
		2023	2022
CREST International Nominees Limited	100%	4,700,002	2
CREST Client Tax Nominee (No.1) Limited	100%	2	2
CIN (Belgium) Limited	100%	2	2
<b>Total investments in subsidiaries</b>		<b>4,700,006</b>	<b>6</b>

\*All subsidiary shareholdings are holdings of ordinary shares.

The Company purchased £1 ordinary share issued for £4.7m in CREST International Nominees Limited during the year. The additional investment was made in order to meet minimum regulatory capital requirements of CREST International Nominees Limited as a CSD Member of Depository Trust and Clearing Corporation (DTCC).

In the opinion of the directors the market value of the investments has not fallen below cost.

All the subsidiary companies operate and are incorporated in England and Wales. The registered office of all the subsidiary companies is 33 Cannon Street, London EC4M 5SB.

The principal activities of CREST International Nominees Limited and CIN (Belgium) Limited are to act as nominee companies holding securities on behalf of the customers of Euroclear UK & International Limited in relation to its provision of custodial services.

CREST Client Tax Nominee (No.1) Limited did not trade during the year.

Each of the subsidiary companies is 100% owned and is registered in England and Wales.

**8. Cash and cash equivalents**

(£)	2023	2022
Cash at bank and in hand	7,194	7,000

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023 (continued)**

**9. Trade and other payables**

(£)	2023	2022
Amount due to subsidiary companies	6	6

All amounts owed to group undertakings are unsecured and non-interest bearing and due on receipt of invoice.

**10. Called up share capital**

(£)	2023	2022
<b>Allotted and paid share capital:</b>		
7,001 (2022: 7,000) Ordinary shares of £1 each	7,001	7,000

CREST Depository Limited issued 1 £1 ordinary share during the year at a premium of £4,699.999, see note 7.

**11. Financial Risk Management**

The Company has minimal exposure to operational risk and market risk due to its activities as a nominee entity. Credit risk is the risk that the Company is exposed to loss if another party fails to perform its financial obligations to the Company. Credit risk arises from cash and cash equivalents and exposure is minimised by following the Group Investment Policy.

**12. Ultimate parent and controlling entity**

The Company is a wholly owned subsidiary of Euroclear UK & International Limited, which is incorporated in England and Wales and is both the immediate parent company and the controlling entity.

Euroclear Holding SA/NV is the ultimate parent entity and controlling party, which is incorporated in Belgium.

The largest group in which the results of Euroclear UK & International Limited and its subsidiaries are consolidated is that of Euroclear Holding SA/NV. The smallest group in which the results of Euroclear UK & International Limited and its subsidiaries are consolidated is that of Euroclear SA/NV.

The registered office of Euroclear Holding SA/NV and Euroclear SA/NV is 1 Boulevard du Roi Albert II, 1210 Brussels, Belgium. Copies of the Euroclear Holding SA/NV group financial statements and the Euroclear SA/NV financial statements can be obtained from this address.