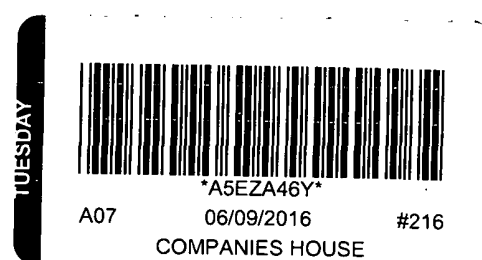


Registered number: 03349370

GLG PARTNERS UK GROUP LTD

ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015



GLG PARTNERS UK GROUP LTD

COMPANY INFORMATION

| | |
|--------------------------|----------------------------------------|
| DIRECTORS | J E H Sorrell G E R Wood J Singh |
| COMPANY SECRETARY | E A Woods |
| REGISTERED NUMBER | 03349370 |
| REGISTERED OFFICE | One Curzon Street London W1J 5HB |

GLG PARTNERS UK GROUP LTD

CONTENTS

| | Page |
|----------------------------------------------|--------|
| Directors' Report | 1 - 2 |
| Directors' Responsibilities Statement | 3 |
| Independent Auditor's Report | 4 - 5 |
| Profit and Loss Account | 6 |
| Balance Sheet | 7 |
| Statement of Changes in Equity | 8 |
| Notes to the Financial Statements | 9 - 18 |

GLG PARTNERS UK GROUP LTD

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

The directors present their report, together with the audited financial statements of GLG Partners UK Group Ltd (the "Company") for the year ended 31 December 2015.

PRINCIPAL ACTIVITIES

During the year there were no significant changes to the principal activities of the Company, which consisted of acting as a holding company.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £90,000 (2014: profit of £8,202,000). The decrease in profit is due to a number of one-off transactions occurring in the prior year as a result of the capital restructuring of the Company and its subsidiary undertaking, GLG Partners UK Holdings Ltd. During the prior year the Company recognised a profit on the disposal of the subsidiary's preference shares of £8,134,000 (which were subsequently cancelled) and also income from shares in companies within the Man Group of companies (the "Group") of £603,000.

During the year the Company did not declare or pay any interim dividends (2014: £29,000,000). The directors do not recommend the payment of a final dividend in respect of the year ended 31 December 2015 (2014: NIL).

FUTURE DEVELOPMENTS

The directors do not expect any development in the Company's business in the current year to be significantly different from its present activities.

GOING CONCERN

The directors have concluded that there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the financial statements have been prepared on a going concern basis.

DIRECTORS

The following individuals served as directors of the Company for the duration of the year and up to the date of approval of this report.

J E H Sorrell
G E R Wood
J Singh

QUALIFYING THIRD PARTY INDEMNITY PROVISIONS

During the year the directors benefitted from a qualifying third party indemnity provision and this remains in force at the date of this report. The indemnity is provided by another company within the Group and covers, to the extent permitted by law, any third party liabilities which directors may incur as a result of their service on the Board.

GLG PARTNERS UK GROUP LTD

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2015**

FINANCIAL INSTRUMENTS

The directors consider the financial risks of the Company to be consistent with those identified at Group level and managed by the directors of Man Group plc. For this reason, the Company's directors believe that a discussion of the Company's financial risks would not be appropriate for an understanding of the development, performance or position of the Company's business. The principal financial risks of Man Group plc, which include those of the Company, are discussed in notes 15 and 28 of the Group's 2015 Annual Report on pages 112-113 and 129-131 respectively (which do not form part of this report).

AUDITOR

Deloitte LLP was formally appointed as auditor of the Company and the Group for the year ended 31 December 2015. Under section 487(2) of the Companies Act 2006, Deloitte LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

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



E A Woods
Secretary

Date: 26 May 2016

GLG PARTNERS UK GROUP LTD

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2015**

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 elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 101 (Reduced Disclosure Framework). 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 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards, including FRS101, have been followed, subject to any material departures disclosed and explained in the financial statements; 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. 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.

GLG PARTNERS UK GROUP LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GLG PARTNERS UK GROUP LTD

We have audited the financial statements of GLG Partners UK Group Ltd (the "Company") for the year ended 31 December 2015 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 15. 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), including FRS 101 "Reduced Disclosure Framework".

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.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

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

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

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 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 FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its loss 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.

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.

GLG PARTNERS UK GROUP LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GLG PARTNERS UK GROUP LTD

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where 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 directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a Strategic Report.



Theo Brennand (Senior Statutory Auditor)

for and on behalf of
Deloitte LLP

Chartered Accountants and Statutory Auditor
London

26 May 2016

GLG PARTNERS UK GROUP LTD

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2015

| | Note | 2015 £000 | 2014 £000 |
|-----------------------------------------|------|--------------|--------------|
| Administrative income/(expenses) | | 1 | (4) |
| Operating profit/(loss) | | 1 | (4) |
| Income from shares in group companies | | - | 603 |
| Profit on disposal of preference shares | | - | 8,134 |
| Amounts written off investments | | (99) | (748) |
| Interest receivable and similar income | 6 | 10 | 275 |
| (Loss)/profit before tax | | (88) | 8,260 |
| Tax on (loss)/profit | 7 | (2) | (58) |
| (Loss)/profit for the year | | (90) | 8,202 |

All amounts relate to continuing operations.

There were no recognised gains and losses for 2015 or 2014 to be reported in other comprehensive income other than those included in the Profit and Loss Account.

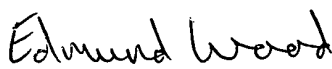
The notes on pages 9 to 18 form part of these financial statements.

GLG PARTNERS UK GROUP LTD
REGISTERED NUMBER:03349370

BALANCE SHEET
AS AT 31 DECEMBER 2015

| | Note | 2015 £000 | 2014 £000 |
|------------------------------------------------|------|--------------|--------------|
| Investments | 9 | 153 | 252 |
| | | <u>153</u> | <u>252</u> |
| Current assets | | | |
| Debtors: amounts falling due within one year | 10 | 629 | 678 |
| | | <u>629</u> | <u>678</u> |
| Creditors: amounts falling due within one year | 11 | (4) | (62) |
| | | <u>(4)</u> | <u>(62)</u> |
| Net current assets | | 625 | 616 |
| Total assets less current liabilities | | 778 | 868 |
| | | <u>778</u> | <u>868</u> |
| Net assets | | 778 | 868 |
| | | <u>778</u> | <u>868</u> |
| Capital and reserves | | | |
| Profit and loss account | | 778 | 868 |
| | | <u>778</u> | <u>868</u> |
| | | <u>778</u> | <u>868</u> |

The financial statements were approved and authorised for issue by the Board and were signed on its behalf by:



G E R Wood
Director

Date: 26 May 2016

The notes on pages 9 to 18 form part of these financial statements.

GLG PARTNERS UK GROUP LTD

**STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2015**

| | Called up share capital (note 12) £000 | Profit and loss account £000 | Total equity £000 |
|------------------------------------------------|-------------------------------------------------|------------------------------------|----------------------|
| At 1 January 2015 | - | 868 | 868 |
| Comprehensive income for the year | | | |
| Loss for the year | - | (90) | (90) |
| Total comprehensive income for the year | - | (90) | (90) |
| At 31 December 2015 | - | 778 | 778 |

**STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2014**

| | Called up share capital (note 12) £000 | Share premium £000 | Profit and loss account £000 | Total equity £000 |
|-----------------------------------------------------|-------------------------------------------------|--------------------------|------------------------------------|----------------------|
| At 1 January 2014 | 34,164 | 3,690 | (16,188) | 21,666 |
| Comprehensive income for the year | | | | |
| Profit for the year | - | - | 8,202 | 8,202 |
| Total comprehensive income for the year | - | - | 8,202 | 8,202 |
| Contributions by and distributions to owners | | | | |
| Dividends: Equity capital (note 8) | - | - | (29,000) | (29,000) |
| Share cancellation (note 12) | - | (3,690) | - | (3,690) |
| Share cancellation (note 12) | (34,164) | - | - | (34,164) |
| Share cancellation (note 12) | - | - | 37,854 | 37,854 |
| Total transactions with owners | (34,164) | (3,690) | 8,854 | (29,000) |
| At 31 December 2014 | - | - | 868 | 868 |

The notes on pages 9 to 18 form part of these financial statements.

GLG PARTNERS UK GROUP LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015

1. GENERAL INFORMATION

The Company was incorporated in the United Kingdom as a company limited by shares on 10 April 1997. The Company's registered office address is One Curzon Street, London, W1J 5HB.

The nature of the Company's operations and principal activities are set out in the Directors' Report on page 1.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

2.1 Basis of accounting

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. Accordingly, in the year ended 31 December 2015 the Company has changed its accounting framework from pre-2015 UK GAAP to FRS 101 as issued by the Financial Reporting Council and has, in doing so, applied the requirements of IFRS 1.6-33 and related appendices. These financial statements were prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council, incorporating the Amendments to FRS 101 issued by the FRC in July 2015 other than those relating to legal changes. The Company has not applied the amendments to Company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 that are effective for accounting periods beginning on or after 1 January 2016. For more information see Note 15.

The financial statements have been prepared on the historical cost basis, except for the revaluation of certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services. The principal accounting policies adopted are set out below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis.

These financial statements are separate financial statements. The Company is exempt from the preparation of consolidated financial statements, because it is included in the group accounts of Man Group plc. Details of the parent are shown in Note 14 to the financial statements.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, capital management, presentation of cashflow statement, standards not yet effective and related party transactions. Where required, equivalent disclosures are given in the group accounts of Man Group plc. The group accounts of Man Group plc are available to the public and can be obtained as set out in Note 14.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (continued)

2.2 Adoption of new and revised standards

As explained above, the Company has adopted FRS 101 for the first time in the current year. Other than the full adoption of FRS 101 and associated applicable International Financial Reporting Standards (IFRSs) requirements, there have been no new or revised Standards and Interpretations adopted in the current year.

There have been no new or revised Standards and Interpretations which have been early adopted in the current year.

2.3 Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

2.4 Investments

Fixed asset investments, including investments in subsidiaries and associates, are shown at cost less provision for impairment.

2.5 Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. 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.

Current tax for the year

Current tax is recognised in profit or loss, except when it relates to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

2.6 Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (continued)

2.7 Interest income

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.8 Administrative expenses

Administrative expenses comprise amounts incurred in the operations of the business and are recognised as incurred.

During the year a credit note was received for network service costs of £3,000 resulting in an overall credit in Administrative expenses for the year.

2.9 Foreign currency

The financial statements are presented in Pounds sterling (GBP), which is the currency of the primary economic environment in which the Company operates (its functional currency).

Transactions in currencies other than the functional currency are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise.

2.10 Financial instruments

Financial assets and financial liabilities are recognised in the Company's Balance Sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial Assets

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

The Company's financial assets are all classified as and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (continued)

2.10 Financial instruments (continued)

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

For all other financial assets objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Company's past experience of collecting payments as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortised cost, the amount of the impairment is the differences between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate. The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When the collection of a trade receivable is considered impaired, it is provided for against the allowance account. Subsequent recoveries of amounts previously provided for are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss. Amounts considered uncollectible are written-off directly against the trade receivables balance, and recognised in profit or loss.

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss.

GLG PARTNERS UK GROUP LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (continued)

2.10 Financial instruments (continued)

Financial liabilities

All of the Company's financial liabilities are classified as 'other financial liabilities'.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION
UNCERTAINTY

The directors have determined that there are no significant areas of judgment or accounting estimates that have a material impact on the financial statements.

4. AUDITOR'S REMUNERATION

The Company paid the following amounts to its auditor in respect of the audit of the financial statements and for other services provided to the Company:

| | 2015 £000 | 2014 £000 |
|-----------------------------------|--------------|--------------|
| Fees for the audit of the Company | 2 | 1 |
| | <u>2</u> | <u>1</u> |

GLG PARTNERS UK GROUP LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

5. EMPLOYEES

The Company has no employees other than the directors, who did not receive any remuneration (2014: £NIL).

6. INTEREST RECEIVABLE

| | 2015 £000 | 2014 £000 |
|------------------------------------------|--------------|--------------|
| Interest receivable from group companies | 10 | 275 |
| | <u>10</u> | <u>275</u> |

7. TAXATION

| | 2015 £000 | 2014 £000 |
|-------------------------------------|--------------|--------------|
| Corporation tax | | |
| Current tax on profits for the year | 2 | 58 |
| Total current tax | <u>2</u> | <u>58</u> |

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is the same as (2014: lower than) the standard rate of corporation tax in the UK of 20.25% (2014: 21.5%). The differences are explained below:

| | 2015 £000 | 2014 £000 |
|-----------------------------------------------------------------------------------------------------------------------|--------------|--------------|
| (Loss)/profit on ordinary activities before tax | <u>(88)</u> | <u>8,260</u> |
| (Loss)/Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.25% (2014: 21.5%) | (18) | 1,776 |
| Effects of: | | |
| Non-tax deductible impairment | 20 | 161 |
| Non-tax deductible gain on disposal of preference shares | - | (1,749) |
| Non-taxable income | - | (130) |
| Total tax charge for the year | <u>2</u> | <u>58</u> |

GLG PARTNERS UK GROUP LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

7. TAXATION (continued)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The Company earns its profits primarily in the UK. A reduction in the UK corporation tax rate from 21% to 20% (effective 1 April 2015) was substantively enacted on 3 July 2013, which resulted in a weighted average rate of 20.25% for the year ended 31 December 2015 (2014: 21.5%). Further reductions to 19% (effective from 1 April 2017) and 18% (effective from 1 April 2020) were also substantively enacted on 26 October 2015. This will reduce the Company's tax charge accordingly.

On 16 March 2016, the Chancellor of the Exchequer announced that the Government intends to reduce the main rate of corporation tax to 17%, instead of 18%, from 1 April 2020. This change to the main tax rate was not substantively enacted at the Balance Sheet date, and, therefore, is not included in these financial statements.

8. DIVIDENDS

Amounts recognised as distributions to equity holders in the period:

| | 2015 £000 | 2014 £000 |
|----------------------------------|----------------------|----------------------|
| Dividends paid on equity capital | - | 29,000 |
| | <u>-</u> | <u>29,000</u> |

No interim dividend in respect of the year ended 31 December 2015 was paid (2014: £29,000,000 per share). The directors do not recommend the payment of a final dividend for the year ended 31 December 2015 (2014: £NIL).

GLG PARTNERS UK GROUP LTD

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015

9. FIXED ASSET INVESTMENTS

| | Investments in subsidiary companies £000 |
|----------------------------|------------------------------------------------------|
| Cost or valuation | |
| At 1 January 2015 | 5,000 |
| At 31 December 2015 | 5,000 |
| Impairment | |
| At 1 January 2015 | 4,748 |
| Charge for the period | 99 |
| At 31 December 2015 | 4,847 |
| At 31 December 2015 | 153 |
| AT 31 December 2014 | 252 |

The investment in subsidiary is stated at cost less provision for impairment.

SUBSIDIARY UNDERTAKINGS

The following was a subsidiary undertaking of the Company:

| Name | Country of incorporation | Class of shares | Holding | Direct or indirect |
|---------------------------------|-----------------------------|--------------------|---------|--------------------|
| GLG Partners UK Holdings Ltd | United Kingdom | Ordinary | 100 % | Direct |

GLG PARTNERS UK GROUP LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

10. DEBTORS

| | 2015 £000 | 2014 £000 |
|------------------------------------|----------------------|----------------------|
| Amounts owed by group undertakings | 629 | 678 |
| | 629 | 678 |

11. CREDITORS: Amounts falling due within one year

| | 2015 £000 | 2014 £000 |
|------------------------------------|----------------------|----------------------|
| Amounts owed to group undertakings | 2 | 4 |
| Corporation tax | 2 | 58 |
| | 4 | 62 |

12. SHARE CAPITAL

The Company has 1 (2014: 1) ordinary share of £0.10

During the prior year the Company simplified its share capital structure by reducing the share premium reserve from £3,690,000 to £NIL and by reducing and cancelling its issued share capital from £34,163,708 comprising 341,637,080 ordinary shares of £0.10 each to £0.10, comprising one ordinary share of £0.10.

13. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption under the provisions of FRS 101 from disclosing transactions with other wholly-owned Group entities since the Company is a wholly-owned subsidiary of Man Group plc, the consolidated financial statements of which are publicly available. During the year and the preceding year there have been no transactions with related parties other than wholly-owned Group entities and directors.

GLG PARTNERS UK GROUP LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

14. CONTROLLING PARTY

In the opinion of the directors, the Company's ultimate parent company and ultimate controlling party is Man Group plc, a company registered in England and Wales, The immediate parent undertaking is FA Sub 3 Limited, a company registered in the British Virgin Islands.

The smallest and largest group of undertakings of which the Company is a member that draws up group financial statements is that of Man Group plc.

The financial statements of Man Group plc are available from Man Group plc, Riverbank House, 2 Swan Lane, London EC4R 3AD, United Kingdom.

15. FIRST TIME ADOPTION OF FRS 101

This is the first year that the Company has presented its financial statements under FRS 101 (Financial Reporting Standard 101) issued by the Financial Reporting Council. The last financial statements under a previous GAAP (UK GAAP) were for the year ended 31 December 2014 and the date of transition to FRS 101 was therefore 1 January 2014.

The policies applied under the entity's previous accounting framework are not materially different to FRS 101 and have not impacted on equity or profit or loss.