Shore Capital Limited

Annual Report and Financial Statements for the year ended

31 December 2020



Shore Capital Limited Annual Report and Financial Statements for the year ended 31 December 2020 Contents

		. •		Page
	• .		1. 1.	•
Company Information				1
Strategic Report				2
Directors' Report	· .			3
Independent Auditor's Report				5
Profit and Loss Account	•			7
Balance Sheet			٠.	8
Statement of Changes in Equity		,		9
Notes to the financial statements			•	10

Shore Capital Limited Company Information

Directors

E C Kaye D R Kaye

Company Secretary

D R Kaye

Registered office

Cassini House 57 St James's Street London SW1A 1LD United Kingdom

Registered number

03841076

Bankers

The Royal Bank of Scotland plc 28 Cavendish Square Marylebone London W1G 0DB

Auditor

BDO LLP 55 Baker Street London United Kingdom W1U 7EU

Shore Capital Limited Strategic Report

Review of the business, risks and uncertainties

The directors present the Strategic Report of Shore Capital Limited ("the Company") for the year ended 31 December 2020.

The Company ceased revenue-generating activities in the previous year and is in the process of winding down its operations with a view to becoming dormant. As a result, management have recognised that the Company no longer has relevant KPIs, risks and uncertainties.

Future Developments

The Company's revenue-generating activities ceased during the previous year.

Management have reviewed the future requirements of the Company and are now in the process of winding down its operations with a view to becoming dormant. No decision has been made to wind up the Company in the foreseeable future, the Company has minimal ongoing liabilities and sufficient cash resources to manage its remaining affairs. As a result the Directors continue to adopt the going concern basis in preparing these financial statements.

Statement by the directors in performance of their statutory duties in accordance with s172(1) Companies Act 2006

The directors of the Company, as those of all UK companies, must act in accordance with a set of general duties. These duties are detailed in section 172 of the Companies Act 2006, which is summarised as follows:

"A director of a company must act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its shareholders as a whole and, in doing so, have regard (amongst other matters) to:

- (a) The likely consequences of any decisions in the long term;
- (b) The interests of the company's employees;
- (c) The need to foster the company's business relationships with suppliers, customers and others;
- (d) The impact of the company's operations on the community and the environment;
- (e) The desirability of the company maintaining a reputation for high standards of business conduct; and
- (f) The need to act fairly as between shareholders of the company."

This report was approved by the board on 3 December 2021

D R Kaye
Director
Cassini House
57 St James's Street

London SW1A 1LD

Shore Capital Limited Directors' Report

The directors present their annual report and financial statements for Shore Capital Limited for the year ended 31 December 2020.

Dividends and results

The retained loss for the year is set out on page 7 and the net assets on page 8. No interim dividend is proposed during the year (2019: nil).

Going Concern

The Company's business activities, its future development, together with the factors likely to affect performance and position are set out in the Review of the Business in the Strategic Report.

The Company is in the process of winding down operations and becoming dormant. No decision has been made to wind up the Company in the foreseeable future, the Company has minimal ongoing liabilities and sufficient cash resources to manage its remaining affairs. As a result the Directors continue to adopt the going concern basis in preparing these financial statements.

Subsequent events

There were no events subsequent to the year end that require disclosing in this Annual Report and Financial Statements.

Directors' Indemnities

The company makes qualifying third-party provisions for the benefit of its directors. These were made during the year and remain in force at the date of this report.

Directors

The directors who served during the year were:

D R Kaye

E C Kaye

Disclosure of information to the auditor

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

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

A resolution to re-appoint BDO LLP as auditor of the Company will be proposed at the Company's Annual General Meeting.

Financial Risk Management objectives and information on exposure to risks has been disclosed in the Strategic Report.

Shore Capital Limited Director's Report (continued)

Statement of Directors' Responsibilities

The directors are responsible for preparing the Strategic Report, 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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently,
- · make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards 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.

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.

This report was approved by the board on 3 December 2021

D R Kaye Director
Cassini House

57 St James's Street London SW1A 1LD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SHORE CAPITAL LIMITED

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31st December 2020 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.

We have audited the financial statements of Shore Capital Limited ("the Company") for the year ended 31st December 2020 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

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

Independence

We are independent of the Group and the Parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report other than the financial statements and our auditor's report thereon. 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.

Other Companies Act 2006 reporting

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

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

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SHORE CAPITAL LIMITED

Responsibilities of Directors

As explained more fully in the Statement of Directors' Responsibilities, 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.

Extent to which the audit was 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:

We gained an understanding of the legal and regulatory framework applicable to the Company and the industry in which it operates, and considered the risk of acts by the Company which were contrary to applicable law and regulations, including fraud. The Company monitors its compliance with these frameworks through its central compliance function. We held discussions with Management, reviewed correspondence with regulators and reviewed minutes of board meetings to assess how the Company is complying with the legal and regulatory framework.

We consider the significant laws and regulations to be the Companies Act 2006, the FCA rules, requirements of PAYE and VAT legislation and FRS 102 (UK GAAP).

In respect of management override we have tested a risk based sample of journals back to supporting documentation, including assessing whether there was evidence of bias by the Directors that may have represented a risk of material misstatement.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that 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, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

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

Use of our report

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

-DocuSigned by:

Peter Smith

peter Smith (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
London, UK
3 December 2021

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Shore Capital Limited Profit and Loss Account for the year ended 31 December 2020

	Notes	2020 £000	2019 £000
Turnover	2	1	21
Administrative expenses		(22)	(62)
(Loss) on ordinary activities before taxation	3	(21)	(41)
Tax credit on (loss) on ordinary activities	5	6	6
(Loss) for the financial year		(15)	(35)

Continuing operations

All transactions are in respect of discontinued operations.

There are no recognised gains and losses other than the loss shown and therefore no separate statement of comprehensive income has been presented.

The notes on pages 10 to 16 form part of the financial statements.

Shore Capital Limited Balance Sheet

As at 31 December 2020

Company number: 03841076

	Notes		2020 £000		2019 £000
Fixed assets	•	•	•		
Tangible assets	6		•		48
Investment in subsidiaries	. 7	. •	402		402
			402		450
Current assets					
Debtors	- 8	1,581		1,498	
Cash at bank and in hand		· 129		215	
		1,710		1,713	
Creditors: amounts falling due					
within one year	9	(30)		(66)	
Net current assets			1,680		1,647
Net assets		_	2,082	·	2,097
Capital and reserves					
Share capital	10		2,095	•	2,095
Profit and loss account	•		(13)		2
		· · · · · · · · · · · ·		· 	
Shareholders' funds		_	2,082	 	2,097

The notes on pages 10 to 16 form part of the financial statements.

These financial statements were approved by the Board of Directors on 3 December 2021

Signed on behalf of the Board of Directors.

D R Kaye Director

Shore Capital Limited Statement of Changes in Equity for the year ended 31 December 2020

	Share capital £000	Share premium account £000	Profit and loss account £000	Total £000
At 1 January 2019	2,500		(368)	2,132
Loss for the financial year Total comprehensive loss	<u>-</u>	<u>-</u> -	(35) (35)	(35) (35)
Cancellation of shares At 31 December 2019	(405) 2,095	-	405 2	2,097
At 1 January 2020	2,095	-	2	2,097
Loss for the financial year Total comprehensive loss		<u>-</u>	(15) (15)	(15) (15)
At 31 December 2020	2,095		(13)	2,082

The notes on pages 10 to 16 form part of the financial statements.

1 Accounting policies

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

Company information

Shore Capital Limited is a limited company domiciled and incorporated in England and Wales. The registered office is Cassini House, 57 St James's Street, London SW1A 1LD.

Accounting convention

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with the Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The Company's functional and presentational currency are both Sterling.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it under FRS 102 paragraph 1.12 in respect of its separate financial statements. The Company is consolidated in the financial statements of its parent, Shore Capital Group Limited, which may be obtained from its Head Office at 3rd Floor, Le Truchot, St Peter Port, Guernsey, GY1 1WD. Exemptions have been taken in these separate Company financial statements in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

The Company has taken advantage of the disclosure exemption for transactions with group companies as provided by section 33 of Financial Reporting Standard 102. There were no other related party transactions requiring disclosure.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

Judaements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

Taxation

Management estimates the level of provision required for both current and deferred tax on the basis of professional advice and the nature of any current discussions with the tax authority concerned.

Deferred tax assets

Management judgement is required to determine the amount of deferred tax assets that can be recognised based upon the likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. The carrying value of deferred tax assets is set out in note 5.

1 Accounting policies (continued)

Going concern

The Company's business activities, its future development, together with the factors likely to affect performance and position are set out in the Review of the Business in the Strategic Report.

The Company is in the process of winding down operations and becoming dormant. No decision has been made to wind up the Company in the foreseeable future, the Company has minimal on going liabilities and sufficient cash resources to manage its remaining affairs. As a result the Directors continue to adopt the going concern basis in preparing these financial statements.

Turnover

Turnover comprises investment management fees receivable in respect of services provided to an investment fund and is recognised on a right to receive basis.

Financial instruments

Financial assets and financial liabilities are recognised in the balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities

Financial assets and liabilities that are classified as at fair value through profit and loss are stated at fair value, with any resultant gain or loss recognised in profit and loss.

Trade debtors and other receivables

Trade receivables and other receivables which have fixed or determinable payments which are not quoted in an active market are classified as loans and receivables. Financial assets that are debt instruments 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.

Trade creditors and other payables

Trade creditors, intercompany payables and other payables are measured at initial recognition at fair value, and are subsequently measured at amortised cost.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is calculated so as to write off the cost of tangible fixed assets by equal annual instalments over their estimated useful lives at the following annual rates:

Leasehold premises :

over the unexpired term of the lease

Fixtures and equipment:

25% straight line.

1 Accounting policies (continued)

Operating leases

Rentals paid under operating leases are charged to profit and loss account evenly over the period of the lease.

Cash flow statement

Under FRS 102 the Company is exempt from the requirement to prepare a cash flow statement since the cash flows of the Company are included in Shore Capital Group Limited's financial statements for the year ended 31 December 2020, which are publicly available. The shareholders of the company were notified and did not object to the use of this exemption.

2 Turnover

Turnover comprises investment management fees receivable in respect of services provided to a number of investment funds and is recognised on a right to receive basis. No material amounts of turnover are generated outside of the UK.

3	Operating loss		2020 £000	2019 £000
	This is stated after charging:			
	Expenses incurred but recharged to subsidiary		(37)	(75)
,	Operating lease rentals - land buildings		(4)	10
	Depreciation charge		48	74
	Auditor's remuneration for audit services		5	18
	Other administrative expenses		10	35
		_	22	62

4 Staff costs

The Company did not have any employees in the current year or in the prior year.

There are no directors' emoluments as the Directors do not receive any remuneration in respect of their directorship in the Company. Directors are remunerated by other group companies in respect of their directorship in, and employment by, those companies.

5	Taxation		2020 £000	2019 £000
	Analysis of credit in year			
	Current tax:			•
	UK corporation tax (credit)/charge	•	5	.1
	Deferred tax charge/(credit)		26	· (7)
	Prior year over provision	•	(37)	-
	•			
	Tax credit on (loss) on ordinary activities	=	(6)	(6)

Factors affecting the tax charge for year

The differences between the Corporation Tax charge and the amount calculated by applying the standard rate of Corporation Tax to the (loss) before tax are explained as follows:

	2020 £000	2019 £000
(Loss) on ordinary activities before tax	(21)	(41)
Standard rate of corporation tax	19.00%	19.00%
(Loss) on ordinary activities multiplied by the standard rate of corporation tax	(4)	(8)
Effects of: Other Total tax credit for year	(2) (6)	(6)

Factors that may affect future tax charges

The Company has used 19% to calculate the deferred tax. To the extent that deferred tax reverses at a different rate from that at which it is recognised, this will change the impact on the net deferred tax asset.

Deferred tax

The deferred tax asset remaining at year end relates to the temporary timing difference between depreciation in excess of capital allowances on tangible fixed assets.

		2020	2019
	. *	£000	£000
Deferred tax asset			
At 1 January	•	26	19
Movement in short term timing differences		(26)	7_
At 31 December			26

6 Tangible fixed assets

			Leasehold improvements £000	Fixtures and equipment £000	Total £000
Co		•	•.	• •	
	1 January 2020		859	566	1,425
	ditions		-	· -	-
Dis	sposals				<u> </u>
At	31 December 2020		<u> </u>	<u>566</u>	1,425
	•				
	preciation		•		
	1 January 2020	4	859	518	1,377
	arge for the year		· · · · · · · · · · · · · · · · · · ·	_. 48	48
Dis	sposals				
At	31 December 2020		859	566	1,425
Ne	t book value				•
At	31 December 2020		<u> </u>	<u>-</u>	- ,
At,	31 December 2019		<u> </u>	48	48.
		•	,		•
7 Inv	estment in subsidiarie	!s			
				2020	2019
		•		£000	£000
Co	st and net book value				•
At	1 January			402	402
	31 December			402	402

Shore Capital Limited owns 91.3% of shares in its subsidiary Puma Investment Management Limited (2019: 91.3%).

Subsidiary	Country of registration and operation	Activity	Portion of ordinary shares and voting rights held
Puma Investment Management Limited	England and Wales	Investment Management	91.3%

The subsidiary listed above shares the same registered office as the Company.

8	Debtors		•	2020	2019
				£000	£000 ,
	Amounts owed by group undertakings			1,580	1,470
	Other debtors			-1	. 2
	Deferred tax			.	26
			, 1	1,581	1,498
			•	•	
9	Creditors: amounts falling due with	in one year		2020	2019
				£000	£000
	Amounts award to aroun undertakings				27
	Amounts owed to group undertakings.			5	21
	Corporation tax			, 3	6
	Other creditors Accruals and deferred income			25	33
	Accidais and deferred income		•		
				30	66
				·	
10	Share capital	2020	2019	2020	2019
	·	No	No	£000	£000
	Authorised:		•		
	Ordinary A shares of £1 each	. 1	· 1	-	• •
	Ordinary B shares of £1 each	2,095,000	2,095,000	2,095	2,095

The ordinary A shares have voting rights whereas the ordinary B shares do not.

11 Related Party Transactions

The Company has not disclosed normal trading transactions with other group companies. The Directors are of the opinion that all such transactions are not material to either the Company or the other group companies.

Group overheads are recharged throughout the group, including to and from this company, by way of a management charge. Amounts recharged to and from the rest of the group during the year were as follows.

	•	2020 £000	2019 £000
Recharged to Shore Capital Group plc and other group entities	·	. 37	75

Administrative expenses are shown net of costs that have been incurred but recharged of £37,000 (2019: £75,000).

12 Parent Company

The immediate parent company is Shore Capital International Asset Management Limited. The ultimate parent company and ultimate controlling party is Shore Capital Group Limited, a company incorporated in Guernsey. Shore Capital Group Limited is the parent of the only group for which 2020 consolidated financial statements are prepared. Group financial statements are available on application from Shore Capital Group Limited, 3rd Floor, Le Truchot, St Peter Port, Guernsey, GY1 1WD.

13 Post Balance Sheet Events

There were no events subsequent to the year end that require disclosing in this Annual Report and Financial Statements.