# **BC Capital Management Services Limited**

Registered Number: 3986168

**Directors' Report and Audited Consolidated Financial Statements** 

For the year ended 31 March 2023

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# **Administrative Information**

## **Directors**

P A Cox

R J Heaselgrave (appointed: 20 September 2022) E C Shuttleworth (resigned: 31 March 2023)

# **Auditor**

KPMG LLP 15 Canada Square London E14 5GL

# **Registered Office**

Nova North, 11 Bressenden Place London SW1E 5BY

# **Directors' Report**

The Directors present their annual report of BC Capital Management Services Limited (the "Company") and its subsidiaries (collectively the "Group") together with the Group and Company financial statements for the year ended 31 March 2023.

# Principal activity and review of the business

The principal activity of the Group is the provision of office, infrastructure and employment services to BlueCrest Capital Management (UK) LLP ("BCM(UK)LLP") and BlueCrest Capital Management LP ("BCM LP").

During the year, the Company operated as the holding company for BlueCrest Capital Management (Singapore) Pte. Ltd. ("BCM Singapore"), an operating subsidiary based in Singapore, which, together with the Company, forms the Group. The principal activity of BCM Singapore is the provision of investment management services under sub-investment management agreements with BlueCrest Capital Management Limited ("BCML") in its capacity as general partner of BCM LP.

The financial statements presented for the current and prior year are the consolidated results and position of the Company and its subsidiaries.

The Group's key financial indicators during the year were as follows:

|  | 2023     | 2022   |
|--|----------|--------|
|  | £000's   | £000's |
| Turnover   | 125,391  | 85,547 |
| Group operating (loss)/ profit                   | (24,759) | 5,651  |
| (Loss)/ profit on ordinary activities before tax | (23,420) | 6,135  |

The average number of Group employees during the period increased by 11% to 278 (2022: 250)

## Claims and contingencies

The Directors are not aware of any claims or liabilities that are not recorded or disclosed in the financial statements. Certain of the Partnership's affiliates perform regulated activities in a range of jurisdictions and from time to time regulators make enquiries, investigations and examinations of our business (together "Enquiries"). Enquiries are currently being conducted and the Directors have assessed that there will be no material liabilities arising from such Enquiries to the Company.

## Disclosure of information to the auditor

So far as each person who was a Director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow Directors, each Director has taken all the steps that they are obliged to take as a Director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

# **Directors' Report**

# **Energy and Carbon Report**

The following information summarises the Company's direct environmental performance.

|   | 2023  | 2022  |
|---|-------|-------|
|   | 000   | 000   |
| Greenhouse emissions (tCO <sub>2</sub> e)         |       |       |
| Scope 1 - Natural gas                             | 66    | 53    |
| Scope 2 - The purchase of electricity for own use | 152   | 149   |
| Scope 3 - Business travel                         | 90    | 16    |
|   | 308   | 218   |
| Energy consumption (mWh)                          | 1,193 | 1,100 |
| Intensity ratio: tCO <sub>2</sub> e per Employee  | 4.9   | 3.3   |

The methodology used to calculate the Company's emissions is based on 'Environmental Reporting Guidelines: Including streamlined energy and carbon reporting guidance' (March 2021) issued by DEFRA and using the latest UK Government GHG Conversion factors.

## **Directors**

The Directors of the Company during the period and up to the date of this report were as follows:

Peter Cox

Robert Heaselgrave (appointed: 20 September 2022) Edward Shuttleworth (resigned: 31 March 2023)

## **Auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

On behalf of the board

P A Cox Director

26 September 2023

# **Group Strategic Report**

#### Results and dividends

The Group's loss for the year after tax is £20,954k (2022: £5,100k profit). The Company did not declare or pay any interim dividend during the period (2022: £nil).

## **Future developments**

The Directors aim to continue the activities of the Group as a service provider to BCM(UK)LLP and BCM LP.

## Principal risks and uncertainties

Risk is an inherent component of the Group's business. The ability to earn a return on capital of the funds managed under the sub-investment management agreements derives from taking risks. The principal risks facing the Group include:

- Business risk: the risk that the market position of the funds managed under the sub-investment management agreements may be adversely impacted resulting in a reduction to the future profitability of the business.
- Foreign exchange risk: the Group is exposed to foreign exchange risk as a result of the foreign currency denominated assets held.
- Credit risk: the Group is exposed to credit risk in respect of fees receivable from BCM LP. In turn BCM LP is exposed to credit risks in respect of a counterparty or fund failing to meet their contractual obligations.
- Operational risk: the Group is exposed to most of the operational risks normally found within asset management businesses. Examples of significant risks include: fraud, mis-selling of products or errors in fund prospectuses, breach of investment mandate, technology failures and fund valuation errors.
- Liquidity risk: the risk of not having sufficient liquid resources to meet obligations as they fall due.

The Group addresses these risks through:

- Capital planning to ensure that the Group at all times holds capital resources in excess of its capital
  requirements. An important aspect of this is for the Group to maintain a cost base that is variable to
  the greatest extent possible in order to minimise the probability of failing to meet budgeted profit
  levels.
- Holding working capital in cash and daily liquidity funds and monitoring cash balances on a daily basis.

The Group mitigates operational risks through:

- Fostering a culture that emphasises the importance of effective risk management, strong internal controls, sound governance and a clear understanding of operational risk management processes.
- The recruitment, retention and motivation of high calibre professionals across portfolio management, infrastructure and operational functions.
- The design, implementation and effective operation of the firm-wide risk management framework which outlines responsibilities and escalation procedures for the identification and management of operational risks and operational risk losses.
- Regular review of the integrity and robustness of information technology systems including significant resources committed to protecting the resilience of these systems, formal business continuity plans, appropriate remote data back-up and disaster recovery facilities.

# **Group Strategic Report**

# Going concern

The Group has considerable financial resources with no external debt, together with sub-investment management agreements with BCM LP and a service agreement with BCM(UK)LLP. The Directors believe that the Group is well placed to manage its business risks successfully and to pay all of its liabilities as and when they fall due. After making enquiries, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for at least the next 12 months. Accordingly, they continue to adopt the going concern basis in preparing the report and financial statements.

On behalf of the board

P A Cox

Director

26 September 2023

# Statement of Directors' Responsibilities

in respect of the Strategic Report, the Directors' Report and the financial statements

The directors are responsible for preparing the Strategic Report, the Directors' Report and the Group and Parent 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 they have elected to prepare the group and parent company financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), 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 group and parent company and of their profit or loss for that period. In preparing each of the group and parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- assess the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and to prevent and detect fraud and other irregularities.

## To the members of BC Capital Management Services Limited

## **Opinion**

We have audited the financial statements of BC Capital Management Services Limited ("the Company") for the year ended 31 March 2023 which comprise the Group statement of comprehensive income, Parent company statement of comprehensive income, Group statement of financial position, Parent company statement of financial position, Group statement of changes in equity, Parent company statement of changes in equity, Group statement of cash flows and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 March 2023 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Group in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

#### Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Group or the Company or to cease their operations, and as they have concluded that the Group and the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over their ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Group's business model and analysed how those risks might affect the Group and Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Group or the Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Group or the Company will continue in operation.

## Fraud and breaches of laws and regulations - ability to detect

Identifying and responding to risks of material misstatements due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors and inspection of policy documentation as to the BC Capital Management's
  policies and procedures to prevent and detect fraud that apply to this group company, reading Board
  and Group Executive Committee minutes and enquiring whether the directors have knowledge of any
  actual, suspected or alleged fraud;
- Using analytical procedures to identify any unusual or unexpected relationships; and
- Considering remuneration incentive schemes and performance targets for management and members.

## To the members of BC Capital Management Services Limited

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the calculation of the revenue involves a clear separation of duties with limited opportunity for manipulation, due to the limited judgement involved in the calculation.

We did not identify any additional fraud risks.

We performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted by senior finance management, those posted to unusual accounts and/or at unusual times, posted by unauthorized users and all material post year-end closing journals.

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience through discussion with the directors and others management (as required by auditing standards), and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, BC Capital Management Services Limited is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Group is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect:, data protection laws, anti-bribery and employment law, recognising the nature of the Group's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

## To the members of BC Capital Management Services Limited

### Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

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

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

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit
  have not been received from branches not visited by us;
- the parent Company financial statements are not in agreement with the accounting records and returns;
- · 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 these respects.

### Directors' responsibilities

As explained more fully in their statement set out on page 6, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Group and parent 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 they either intend to liquidate the Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

### The purpose of our audit work and to whom we owe our responsibilities

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.

To the members of BC Capital Management Services Limited

John Waterson (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

319 St Vincent Street

Glasgow

G2 5AS

27 September 2023

# **Group Statement of Comprehensive Income**

for the year ended 31 March 2023

|  | Notes          | 2023<br>£000's       | 2022<br>£000's   |
|--|----------------|----------------------|------------------|
| Turnover   |                |                      |                  |
| Sub-investment management fees Service fees receivable                         | 2<br>2         | 76,207<br>49,184     | 45,398<br>40,149 |
| Service rees receivable  | <sup>2</sup> - | 125,391              | 85,547           |
|  |                | ŕ                    | ·                |
| Other income Administrative expenses   |                | 34<br>(150,184)      | 21<br>(79,917)   |
| Administrative expenses  |                | (130,184)            | (79,917)         |
| Group operating (loss)/profit  | 3              | (24,759)             | 5,651            |
| Interest receivable and similar income   |                | 8                    | -                |
| Interest payable and similar charges   |                | (28)                 | (9)              |
| Fair value gains from investments  |                | 125                  | 463              |
| Net foreign exchange gain  |                | 1,234                | 30               |
| (Loss)/ profit on ordinary activities before tax                               | <del>-</del>   | (23,420)             | 6,135            |
| Tax benefit (charge) on profit on ordinary activities                          | 5              | 2,466                | (1,035)          |
| (Loss)/profit on ordinary activities after tax                                 | -              | (20,954)             | 5,100            |
| Other comprehensive (loss)/income  |                |                      |                  |
| Exchange differences on retranslation of net assets of subsidiary undertakings |                | 3,227                | 1,630            |
| Total comprehensive (loss)/income  |                | (17,727)             | 6,730            |
| Total comprehensive (loss)/income attributable to:                             |                |                      |                  |
| Members of the parent company  | -<br>-         | (17,727)<br>(17,727) | 6,730<br>6,730   |

All amounts relate to continuing operations.

# **Parent Company Statement of Comprehensive Income**

for the year ended 31 March 2023

|  | Notes | 2023<br>£000's  | 2022<br>£000's |
|--|-------|-----------------|----------------|
| Turnover   | 2     | 45,402          | 37,644         |
| Administrative expenses  |       | (41,771)        | (34,708)       |
| Operating profit   |       | 3,631           | 2,936          |
| Interest receivable and similar income<br>Fair value gains on investments<br>Net foreign exchange gain |       | 8<br>125<br>520 | -<br>463<br>80 |
| Profit on ordinary activities before tax   | _     | 4,284           | 3,479          |
| Tax charge on profit on ordinary activities  | .5    | (260)           | (605)          |
| Profit on ordinary activities after tax  | _     | 4,024           | 2,874          |
| Total comprehensive income   |       | 4,024           | 2,874          |

All amounts relate to continuing operations.

# **Group Statement of Financial Position**

at 31 March 2023

|  | Notes   | 2023     | 2022     |
|--|---------|----------|----------|
|  |         | £000's   | £000's   |
| Fixed assets                                   |         |          |          |
| Tangible fixed assets                          | 6       | 2,876    | 4,496    |
| Investments                                    | 7(a)    | 13,911   | 13.614   |
|  |         | 16,787   | 18,110   |
| Current assets                                 |         |          |          |
| Debtors  | 8       | 55,300   | 69,047   |
| Cash and cash equivalents                      |         | 6,932    | 4,456    |
| Total current assets                           |         | 62,232   | 73,503   |
| Creditors: amounts falling due within one year | 9       | (16,900) | (10,351) |
| Net current assets                             |         | 45,332   | 63,152   |
| Total assets less current liabilities          |         | 62,119   | 81.262   |
| Creditors: amounts falling due after one year  | 9       | (764)    | (2,180)  |
| Net assets                                     |         | 61,355   | 79,082   |
| Equity   |         |          |          |
| Called up share capital                        | 12      | 1,750    | 1,750    |
| Profit and loss account                        |         | 59,605   | 77,332   |
| Total shareholders' funds                      | <u></u> | 61,355   | 79,082   |

Signed on behalf of the Board

P A Cox Director

26 September 2023

# **Parent Company Statement of Financial Position**

at 31 March 2023

|  | Notes | 2023<br>£000's | 2022<br>£000's |
|--|-------|----------------|----------------|
| Fixed assets                                   |       |                |                |
| Tangible fixed assets                          | 6     | 2,423          | 4,046          |
| Investments in subsidiary undertakings         | 7(b)  | 1,156          | 1,156          |
| Investments                                    | 7(a)  | 13,911         | 13,614         |
|  |       | 17,490         | 18,816         |
| Current assets                                 |       |                |                |
| Debtors  | 8     | 26,797         | 25,773         |
| Cash and cash equivalents                      |       | 5,624          | 3,600          |
| Total current assets                           |       | 32,421         | 29,373         |
| Creditors: amounts falling due within one year | 9     | (6,920)        | (7,677)        |
| Net current assets                             |       | 25,501         | 21,701         |
| Total assets less current liabilities          |       | 42,991         | 40,512         |
| Creditors: amounts falling due after one year  | 9     | (635)          | (2,180)        |
| Net assets                                     |       | 42,356         | 38,332         |
| Equity   |       | •              |                |
| Called up share capital                        | 12    | 1,750          | 1,750          |
| Profit and loss account                        |       | 40,606         | 36,582         |
| Total shareholders' funds                      | _     | 42,356         | 38,332         |

Signed on behalf of the Board

P A Cox Director

26 September 2023

# **Group Statement of Changes in Equity**

for the year ended 31 March 2023

|  | Called-up<br>share capital<br>£000's | Profit and loss account £000's | Total equity £000's |
|--|--------------------------------------|--------------------------------|---------------------|
| Balance at 1 April 2021:   | 1,750                                | 70,602                         | 72,352              |
| Profit for the year  | -                                    | 5,100                          | 5,100               |
| Exchange differences on retranslation of net assets of subsidiary undertakings | -                                    | 1,630                          | 1,630               |
| Balance at 31 March 2022   | 1,750                                | 77,332                         | 79,082              |
| Loss for the year  | -                                    | (20,954)                       | (20,954)            |
| Exchange differences on retranslation of net assets of subsidiary undertakings | -                                    | 3,227                          | 3,227               |
| Balance at 31 March 2023   | 1,750                                | 59,605                         | 61,355              |

No dividends were declared and paid by the Group during the year (2022: £nil).

# Parent Company Statement of Changes in Equity

for the year ended 31 March 2023

|                          | Called-up<br>share capital<br>£000's | Profit and loss account £000's | Total<br>equity<br>£000's |
|--------------------------|--------------------------------------|--------------------------------|---------------------------|
| Balance at 1 April 2021  | 1,750                                | 33,708                         | 35,458                    |
| Profit for the period    | -                                    | 2,874                          | 2,874                     |
| Balance at 31 March 2022 | 1,750                                | 36,582                         | 38,332                    |
| Profit for the year      | -                                    | 4,024                          | 4,024                     |
| Balance at 31 March 2023 | 1,750                                | 40,606                         | 42,356                    |

No dividends were declared and paid by the Company during the period (2022: £Nil).

# **Group Statement of Cash Flows**

for the year ended 31 March 2023

|   | Notes | 2023<br>£000's          | 2022<br>£000's            |
|---|-------|-------------------------|---------------------------|
| (Loss)/ profit for the year after tax Adjustments to reconcile profit for the year/ period to net cash flow from operating activities |       | (20,954)                | 5,100                     |
| Depreciation of tangible fixed assets Decrease/ (increase) in debtors   | 6     | 3,092<br>16,796         | 3,001<br>(9,436)          |
| Increase in creditors Increase/ (decrease) in provision for liabilities Other non-cash movements                                      | 10    | 1,214<br>4,183<br>1,568 | 1,914<br>(1,541)<br>1,589 |
| Currency movements Income from investments  |       | 1,056<br>(125)          | (150)<br>(463)            |
| Interest payable and similar charges Interest receivable and similar income Tax expense for the year                                  |       | 28<br>(8)<br>(2,466)    | 9<br>-<br>1,035           |
| Tax paid  |       | (851)                   | (1,304)                   |
| Net cash inflow/ (outflow) from operating activities  |       | 3,533                   | (246)                     |
| Investing activities  |       |                         |                           |
| Other investment income  Bank and other interest received   |       | 39 · 8                  | 1                         |
| Payments to acquire tangible fixed assets   | 6     | (1,428)                 | (1,624)                   |
| Payments to acquire fixed asset investments   | 7(a)  | (1,420)                 | (583)                     |
| Proceeds from sale of fixed asset investments   | 7(a)  | 172                     | 1,056                     |
| Net cash outflow from investing activities  |       | (1,209)                 | (1,150)                   |
| Financing activities  |       |                         |                           |
| Interest paid   |       | (28)                    | (9)                       |
| Net cash outflow from financing activities  |       | (28)                    | (9)                       |
| Exchange movements Exchange movements   |       | 178                     | 180                       |
| Net cash outflow from foreign exchange  |       | 178                     | 180                       |
| Increase/ (decrease) in cash and cash equivalents   |       | 2,474                   | (1,225)                   |
| Cash and cash equivalents at 1 April  |       | 4,458                   | 5,681                     |
| Cash and cash equivalents at 31 March   |       | 6,932                   | 4,456                     |
|   |       |                         |                           |

The Company is exempt under the terms of paragraph 1.12(b) of FRS 102 from preparing a statement of cash flows.

# **Notes to the Financial Statements**

for the year ended 31 March 2023

## 1. Accounting policies

### Statement of compliance

BC Capital Management Services Limited (the "Company") is a limited company incorporated in England and Wales. The Registered Office is Nova North, 11 Bressenden Place, London SW1E 5BY.

## Basis of preparation

The financial statements of the Group have been prepared in compliance with Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and in accordance with the requirements of the Companies Act 2006.

The financial statements have been prepared on the going concern basis, under the historical cost convention, as modified by the revaluation of certain financial assets measured at fair value through profit and loss and in accordance with applicable accounting standards. The financial statements are presented in Great British Pounds ("GBP") and have been rounded to the nearest £1,000.

The Group has considerable financial resources with no external debt, together with sub-investment management agreements with BCM LP and a service agreement with BCM(UK)LLP. The Directors believe that the Group is well placed to manage its business risks successfully and to pay all of its liabilities as and when they fall due. After making enquiries, the Directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for at least the next 12 months from the date of signing. Accordingly, they continue to adopt the going concern basis in preparing the report and financial statements.

#### Basis of consolidation

The group financial statements consolidate the financial statements of BC Capital Management Services Limited and its subsidiary (collectively the "Group").

All intercompany transactions and balances have been eliminated in the Group accounts.

## Judgements, assumptions 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 period. However, the nature of estimation means that actual outcomes could differ from those estimates.

The estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

Dilapidation of leases (note 10)

The amount recognised as a provision relates to the best estimate of the consideration required to settle the present obligation at the balance sheet date. The dilapidations in their entirety are expected to be paid in 2033 when the lease expires. The most critical estimates and assumptions relate to the cost of works that will be required to be performed when the lease expires given that this is a number of years in the future. In determining this amount, the Company engaged with a reputable surveying company to assess the level of works required, and the best estimate of the costs to complete.

Management is of the opinion that there were no other key assumptions or judgements concerning the future and other key sources of estimation uncertainty at the balance sheet date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

## Fixed asset investments

The Company has estimated the fair value of financial instruments measured at fair value through profit or loss (refer to note 16).

## **Revenue Recognition**

Sub-investment management fees are recognised in the period in which services are provided, whilst sub-investment performance fees are recognised at the point at which they crystallise. Service fees are recognised in the period in which the services are provided.

# **Notes to the Financial Statements**

## for the year ended 31 March 2023

During the year, the Company updated its transfer pricing policy, which has resulted in a change in its accounting estimate regarding the crystallisation of those components of sub-investment management fees based on variable performance-based costs. Under the previous transfer pricing policy, these fees would have all crystallised and, therefore, been recognised in the current period. Under the new transfer pricing policy, one third of the fees crystallise in the current period, with the remaining two thirds only being recognised over the next two financial years.

The prospective application of this change in estimate has been made in the financial statements for the current reporting period and will continue to be applied in future reporting periods. In the current year, this has resulted in a decrease in revenue of £116,823k.

There are no significant estimates made in the preparation of these financial statements.

#### Interest income

Interest income is recognised as interest accrues using the effective interest method.

#### Income from investments

Income from investments comprises gains on sale of investments.

Gains on sale of investments are recognised at the point at which they crystallise.

#### **Expenses**

Service fees payable include office, infrastructure and employment services provided by BCM(UK)LLP and are recognised in accordance with the service agreements in place.

Administrative expenses are recognised on an accrual basis.

Amounts in respect of compensation awards are recognised on a straight-line basis over the relevant vesting period.

### Tangible fixed assets

All fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, based on prices prevailing at the date of acquisition or revaluation, of each asset on a systematic basis over its expected useful life as follows:

Leasehold costs - 5 years

Computers and technology - 3 years

Office equipment - 5 years

Fixtures and fittings - 5 years

### Investments in subsidiaries

Investments in subsidiaries and associates are carried at cost less accumulated impairment losses.

### Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, cash in hand and short term deposits with an original maturity date of three months or less.

## **Financial Instruments**

Financial assets

Basic financial assets, including trade and other receivables and cash and bank balances, are initially recognised at transaction price.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

# **Notes to the Financial Statements**

## for the year ended 31 March 2023

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price.

Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

### Financial liabilities

Basic financial liabilities, including trade and other payables and loans from fellow group companies are initially recognised at transaction price.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### **Provisions for liabilities**

A provision is recognised when the Group has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

## Foreign currencies

## Company

The Company's functional currency is GBP. Transactions in foreign currencies are initially recorded in the Company's functional currency by applying the spot exchange rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the Statement of Comprehensive Income.

# Group

The balance sheets of overseas subsidiary undertakings are translated to GBP at the rate of exchange ruling at the balance sheet date. The profit and loss account of overseas subsidiary undertakings are translated at the average rate of exchange for the period. The exchange difference arising on translation of subsidiary undertakings is taken directly to reserves.

#### Current and deferred tax

The current tax charge is calculated on the basis of the tax law enacted or substantively enacted at the balance sheet date in the countries where the Group entities operate and generate taxable income. From 1 April 2023 the corporate tax rate will increase from 19% to 25%.

Deferred tax is provided using the liability method on all timing differences, calculated at the rate at which it is anticipated the timing differences will reverse. Deferred tax assets are recognised only when, on the basis of available evidence, it is more likely than not that there will be taxable profits in the future against which the deferred tax asset can be offset.

# **Notes to the Financial Statements**

for the year ended 31 March 2023

## **Operating leases**

Rent payable under operating leases is charged in the Statement of Comprehensive Income on a straight line basis over the lease term. Lease incentives are recognised on a straight-line basis over the lease term.

### **Pensions**

Contributions to defined contribution schemes are recognised in the profit and loss account in the period in which they become payable.

## 2. Turnover

Service fees receivable, which is stated net of any value added tax, comprises service fees received by the Company. Service fees are attributable to the provision of office, infrastructure and employment services to BCM(UK)LLP and BCM LP and back office operational services to Global Execution Limited.

Sub-investment management fees consist of revenue derived from the provision of investment management services under sub-investment management agreements with BCM LP.

# 3. Group operating profit

|      |   | 2023<br>£000's | 2022<br>£000's        |
|------|---|----------------|-----------------------|
|      | Group operating profit is stated after charging:  |                |                       |
|      | Auditor's remuneration  | 90             | 132                   |
|      | Depreciation (note 6)   | 3,092          | 3,001                 |
|      | Operating lease rentals – land and buildings  | 2,559          | 2,398                 |
|      | Auditor's remuneration comprises:   |                |                       |
|      | Fees payable to the Company's auditor for the audit of the Group and Company financial statements | 90             | 132                   |
|      | Total auditor's remuneration  | 90             | 132                   |
| 4. ( | Group staff costs   |                |                       |
|      | ·   | 2023<br>£000's | <i>2022</i><br>£000's |
|      | Wages and salaries  | 130,184        | 63,811                |
|      | Social security costs   | 3,601          | 2,824                 |
|      | Pension contributions   | 2,030          | 1,784_                |
|      | -   | 135,815        | 68,419                |
|      |   | No.            | No.                   |
|      | The average number of employees during the period   | 278            | 250                   |

Pension contributions of £2,030k are in respect of defined contribution schemes (2022: £1,784k).

5.

# **Notes to the Financial Statements**

for the year ended 31 March 2023

| Tax on profit on ordinary activities   |   |   |
|--|---|---|
| Group  | <i>2023</i><br>£000's                   | <i>2022</i><br>£000's                   |
| The Group tax charge is made up as follows:  |   |   |
| (a) Analysis of charge in the year   |   |   |
| Current Tax: UK corporation tax on profit for the year Adjustments in respect of prior period  | 556<br>(508)                            | 472<br>(153)                            |
| Foreign tax: US business tax Other   | 42                                      | 408                                     |
| Deferred tax: (note 11) Origination and reversal of timing differences Adjustments in respect of prior period  | 90<br>(2,539)<br>(17)<br>(2,556)        | 727<br>164<br>144<br>308                |
| Total tax charge for the year  | (2,466)                                 | 1,035                                   |
| (b) Factors affecting tax charge for the year/ period  |   |   |
| The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:  |   |   |
| (Loss)/Profit on ordinary activities before tax  | (23,420)                                | 6,135                                   |
| Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2022: 19%)  | (4,450)                                 | 1,166                                   |
| Effects of: Application of uniform accounting policies Adjustments in respect of prior period Expenses not deductible for tax purposes Overseas tax – current period Unrecognised timing differences Permanent differences | 7<br>(508)<br>24<br>2,490<br>19<br>(48) | (4)<br>(1)<br>(9)<br>(53)<br>28<br>(92) |

# **Notes to the Financial Statements**

for the year ended 31 March 2023

# 5. Tax on profit on ordinary activities (cont'd)

| Current Tax:   | Company  | <i>2023</i><br>£000's | <i>2022</i><br>£000's |
|--|--|-----------------------|-----------------------|
| Current Tax: UK corporation tax on profit for the year Adjustments in respect of prior period (508) (159) 48 315  Deferred tax: (note 11) Origination and reversal of timing differences Adjustments in respect of prior period 211 134 Adjustments in respect of prior period 1 156 212 290  Total tax charge for the year  Change of rule UK. The differences are explained below:  Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period (507) Change of rate (147) Change of current tax rate on timing differences Permanent differences  100 (55)  | The tax charge is made up as follows:  |                       |                       |
| UK corporation tax on profit for the year Adjustments in respect of prior period  C508)  (159)  48  315  Deferred tax: (note 11) Origination and reversal of timing differences Adjustments in respect of prior period  Total tax charge for the year  Cb) Factors affecting tax charge for the year  The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:  Profit on ordinary activities before tax  Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period  Change of rate  Change of current tax rate on timing differences Permanent differences  100  (555) | (a) Analysis of charge in the year   |                       |                       |
| Origination and reversal of timing differences Adjustments in respect of prior period  1 156 212 290  Total tax charge for the year  260 605  (b) Factors affecting tax charge for the year  The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:  Profit on ordinary activities before tax  4,284 3,479  Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period Change of rate Change of current tax rate on timing differences Permanent differences 100 (55)  | UK corporation tax on profit for the year  | (508)                 | (159)                 |
| (b) Factors affecting tax charge for the year  The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:  Profit on ordinary activities before tax  4,284  3,479  Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period  Change of rate  Change of current tax rate on timing differences  Permanent differences  100  (55)  | Origination and reversal of timing differences   | 1                     | 156                   |
| The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:  Profit on ordinary activities before tax  4,284  3,479  Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period  Change of rate  Change of current tax rate on timing differences  Permanent differences  100  (55)   | Total tax charge for the year  | 260                   | 605                   |
| Profit on ordinary activities multiplied by full rate of corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period (507) (1) Change of rate (147) Change of current tax rate on timing differences Permanent differences 100 (55)   | The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained |                       |                       |
| corporation tax in the UK of 19% (2020: 19%)  Effects of: Adjustments in respect of prior period (507) (1) Change of rate (147) Change of current tax rate on timing differences   | Profit on ordinary activities before tax   | 4,284                 | 3,479                 |
| Adjustments in respect of prior period (507) (1) Change of rate (147) Change of current tax rate on timing differences Permanent differences 100 (55)  |  | 814                   | 661                   |
| 260 605  | Adjustments in respect of prior period Change of rate Change of current tax rate on timing differences                   | (147)                 | -                     |
|  |  | 260                   | 605                   |

# **Notes to the Financial Statements**

for the year ended 31 March 2023

#### Tangible fixed assets 6.

Group

|                               | Leasehold<br>costs<br>£000's | Computers<br>and<br>technology<br>£000's | Office<br>equipment<br>£'000 | Fixtures and fittings | Total<br>£000's |
|-------------------------------|------------------------------|--|------------------------------|-----------------------|-----------------|
| Cost:                         |                              |  |                              |                       |                 |
| At 1 April 2022               | 6,938                        | 9,465                                    | 11                           | 1,216                 | 17,630          |
| Additions                     | 516                          | 819                                      | -                            | 93                    | 1,428           |
| Foreign exchange adjustment   | 38                           | 84                                       |                              | 35                    | 157             |
| At 31 March 2023              | 7,492                        | 10,368                                   | 11                           | 1,344                 | 19,215          |
| Depreciation: At 1 April 2022 | 5,324                        | 7,328                                    | 11                           | 471                   | 13,134          |
| Provided during the year      | 1,438                        | 1,405                                    | -                            | 249                   | 3,092           |
| Foreign exchange adjustment   | 36                           | 63                                       | -                            | 14                    | 113             |
| At 31 March 2023              | 6,798                        | 8,796                                    | 11                           | 734                   | 16,339          |
| Net book value:               |                              |  |                              |                       |                 |
| At 1 April 2022               | 1,614                        | 2,137                                    |                              | 745                   | 4,496           |
| At 31 March 2023              | 694                          | 1,572                                    |                              | 610                   | 2,876           |

# Company

|                          | Leasehold<br>costs | Computers<br>and<br>technology | Fixtures<br>and<br>fittings | Total  |
|--------------------------|--------------------|--------------------------------|-----------------------------|--------|
|                          | £000's             | £000's                         | £000's                      | £000's |
| Cost:                    |                    |                                |                             |        |
| At 1 April 2022          | 6,482              | 8,592                          | 820                         | 15,894 |
| Additions                | 516                | 658                            | 30                          | 1,204  |
| At 31 March 2023         | 6,998              | 9,250                          | 850                         | 17,098 |
| Depreciation:            |                    |                                |                             |        |
| At 1 April 2022          | 4,906              | 6,602                          | 340                         | 11,848 |
| Provided during the year | 1,400              | 1,257                          | 170                         | 2,827  |
| At 31 March 2023         | 6,306              | 7,859                          | 510                         | 14,675 |
| Net book value:          | <u> </u>           |                                |                             |        |
| At 1 April 2022          | 1,576              | 1,990                          | 480                         | 4,046  |
| At 31 March 2023         | 692                | 1,391                          | 340                         | 2,423  |

# **Notes to the Financial Statements**

for the year ended 31 March 2023

#### 7. Investments

## (a) Fixed asset investments

### Group and Company

|                        | Group and Company<br>Investments |
|------------------------|----------------------------------|
|                        | Total                            |
|                        | £000's                           |
| At 1 April 2022        | 13,614                           |
| Disposals              | (172)                            |
| Fair value adjustments | 469                              |
| At 31 March 2023       | 13,911                           |

## **Group and Company**

During the year, there we no unlisted investments (2022: £583k) acquired and £172k (2022: £1,056k) were disposed of in relation to an Employee Savings Plan. The total investments in relation to the Employee Savings Plan at 31 March 2023 were £101k (2022: £188k).

The remaining fixed asset investments held by the Company in the current and prior year represent an investment in BCM LP and BCM(UK)LLP of £6,305k and £7,504k respectively (2022: £5,922k and £7,504k respectively).

Fair value gains on fixed asset investments of £469k have been recognised in the Statement of Comprehensive Income (2022: £463k).

All investments are unlisted.

# (b) Subsidiary undertakings:

## Company

Details of subsidiary undertakings are as follows:

|   | Proportion of | Country of registration |
|---|---------------|-------------------------|
| Name of company                                     | voting rights | and operation           |
|   |               |                         |
| BlueCrest Capital Management (Singapore) Pte. Ltd.* | 100%          | Singapore               |

Registered office: 9 Straits View #06-07, Marina One West Tower, Singapore 018937

# \* Direct holdings

The activities of the entity listed above are investment management and related activities.

# **Notes to the Financial Statements**

for the year ended 31 March 2023

# 8. Debtors

|                                       | Group  |        | Company |        |
|---------------------------------------|--------|--------|---------|--------|
|                                       | 2023   | 2022   | 2023    | 2022   |
|                                       | £000's | £000's | £000's  | £000's |
| Other debtors and prepayments         | 1,546  | 1,983  | 1,069   | 1,423  |
| Amounts due from BCM(UK)LLP (note 16) | 12,487 | 6,930  | 12,545  | 6,957  |
| Amounts due from BCM LP               | 37,205 | 59,131 | 11,951  | 16,450 |
| Amounts due from subsidiary entities  | -      | -      | 145     | 96     |
| VAT receivable                        | 147    | 134    | -       | -      |
| Corporation tax receivable            | 476    | 24     | 476     | 24     |
| Deferred tax (note 11)                | 3,439  | 845    | 611_    | 823    |
|                                       | 55,300 | 69,047 | 26,797  | 25,773 |

Amounts falling due after one year included above are:

|                               | Group  |        | Group Company |        |
|-------------------------------|--------|--------|---------------|--------|
|                               | 2023   | 2022   | 2023          | 2022   |
|                               | £000's | £000's | £000's        | £000's |
| Other debtors and prepayments | 184_   | 165_   |               |        |
|                               | 184    | 165    |               |        |

# Group

Other debtors and prepayments falling due after one year represents rental deposits of £184k (2022: £165k).

# 9. Creditors

|                                       | Group  |        | Company |        |
|---------------------------------------|--------|--------|---------|--------|
|                                       | 2023   | 2022   | 2023    | 2022   |
|                                       | £000's | £000's | £000's  | £000's |
| Amounts due within one year:          |        |        |         |        |
| Accruals                              | 4,445  | 5,935  | 4,288   | 5,589  |
| Subordinated loan                     | -      | 250    | -       | 250    |
| Other creditors                       | 4,842  | 2,166  | 458     | 201    |
| VAT payable                           | 414    | 53     | 414     | 53     |
| Corporation tax payable               | 98     | 362    | -       | -      |
| Other taxes and social security costs | 1,305  | 1,585  | 1,305   | 1,584  |
| Provisions (note 10)                  | 5,796_ |        | 455     |        |
|                                       | 16,900 | 10,351 | 6,920   | 7,677  |
| Amounts due after one year:           |        |        |         |        |
| Accruals                              | 197    | -      | 68      | -      |
| Provisions (note 10)                  | 567    | 2,180  | 567     | 2,180  |
|                                       | 764    | 2,180  | 635     | 2,180  |
|                                       | 17,566 | 12,531 | 7,555   | 9,857  |

# **Notes to the Financial Statements**

for the year ended 31 March 2023

## 10. Provisions for liabilities

| Amounts | due | within | one | vear: |
|---------|-----|--------|-----|-------|
|---------|-----|--------|-----|-------|

| Gr | o | и | n |
|----|---|---|---|
|    |   |   |   |

|  | Deferred<br>compensation<br>£'000 | Dilapidations<br>£'000 | Total<br>£'000 |
|--|-----------------------------------|------------------------|----------------|
| At 1 April 2022                          | -                                 | -                      | -              |
| Transfer from amounts due after one year | 2,180                             | -                      | 2,180          |
| Charge for provisions                    | 5,796                             | -                      | 5,796          |
| Movements in provisions                  | (2,180)                           | -                      | (2,180)        |
| At 31 March 2023                         | 5,796                             | <u> </u>               | 5,796          |

## Company

|  | Deferred<br>compensation<br>£'000 | Dilapidations<br>£'000 | Total<br>£'000 |
|--|-----------------------------------|------------------------|----------------|
| At 1 April 2022                          | -                                 | -                      | _              |
| Transfer from amounts due after one year | 2,180                             | -                      | 2,180          |
| Charge for provisions                    | 455                               | -                      | 455            |
| Movements in provisions                  | (2,180)                           | -                      | (2,180)        |
| At 31 March 2023                         | 455                               | -                      | 455            |

# Amounts due after one year:

# Group

|   | Deferred compensation | Dilapidations | Total   |
|---|-----------------------|---------------|---------|
|   | £'000                 | £'000         | £'000   |
| At 1 April 2022                         | 2,180                 | -             | 2,180   |
| Charge for provisions                   | 33                    | 534           | 567     |
| Transfer to amounts due within one year | (2,180)               |               | (2,180) |
| At 31 March 2023                        | 33                    | 534           | 567     |

# Company

|   | Deferred compensation | Dilapidations | Total   |
|---|-----------------------|---------------|---------|
|   | £'000                 | £'000         | £'000   |
| At 1 April 2022                         | 2,180                 | -             | 2,180   |
| Charge for provisions                   | 33                    | 534           | 567     |
| Transfer to amounts due within one year | (2,180)               | <u> </u>      | (2,180) |
| At 31 March 2023                        | 33                    | 534           | 567     |

# Deferred compensation

Deferred compensation provisions represent the amount of compensation awards that have been deferred and are payable to Group employees. The provision is recognized on a straight-line basis over the relevant vesting period.

# **Notes to the Financial Statements**

for the year ended 31 March 2023

# Provisions for liabilities (cont'd)

## Dilapidations

The dilapidations provision relates to an estimate for estimated dilapidation costs to repair and renovate the office premises in line with the lease obligations. The provision is an estimation of the expected cost to be incurred at the end of the lease, being May 2033.

## 11. Deferred tax

### Group

|   | 2023<br>£000's |
|---|----------------|
|   |                |
| At 1 April 2022   | 845            |
| Foreign exchange adjustments                            | 38             |
| Origination and reversal of timing differences (note 5) | 2,539          |
| Adjustments in respect of prior period (note 5)         | 17_            |
| At 31 March 2023 (note 8)                               | 3,439          |
| Company   |                |
|   | 2023           |
|   | £000's         |
| At 1 April 2022   | 823            |
| Origination and reversal of timing differences (note 5) | (211)          |
| Adjustments in respect of prior period (note 5)         | (1)            |
| At 31 March 2023 (note 8)                               | 611            |

#### Company

The deferred tax asset represents the expected tax relief due on timing differences expected to reverse in the future in respect of UK profits at 19% (2022: 19%).

## Group

The deferred tax asset represents the expected tax relief due on timing differences expected to reverse in the next twelve months at the various tax rates applicable to the Group entities.

# 12. Called up share capital

| Company and Group          | Issued and |            |            | Issued and |  |
|----------------------------|------------|------------|------------|------------|--|
|                            | Authorised | fully paid | Authorised | fully paid |  |
|                            | 2023       | 2023       | 2022       | 2022       |  |
|                            | £000's     | £000's     | £000's     | £000's     |  |
| Ordinary shares of £1 each | 3,500      | 1,750      | 3,500      | 1,750      |  |
|                            | <u></u>    |            |            |            |  |

# **Notes to the Financial Statements**

for the year ended 31 March 2023

## 13. Parent and ultimate controlling party

The Company's immediate parent is BCM Holdings Limited, a company incorporated in Guernsey.

The Company's ultimate controlling party is BC Cayman Charitable Trust, a trust created in the Cayman Islands.

## 14. Related party transactions

### Group

The Group has taken advantage of the exemption from disclosure of transactions with other Group entities provided by FRS 102 Section 33 "Related Party Disclosures".

BCM(UK)LLP is a related party to the Group as the Company is subject to common control with BCM(UK)LLP. During the year, an amount of £9,868k was paid by BCM(UK)LLP to the Company in relation to services provided (2022: £6,535k). As at 31 March 2023, the Group held a receivable balance of £12,487k (2022: £6,930k).

BlueCrest Capital Management LP ("BCM LP") is a related party to the Group as it is deemed to have significant influence. During the year, the group received £115,401k (2022: £78,801k) in fees from BCMLP. There were £37,205k of amounts receivable from BCMLP at 31 March 2023 (2022: £59,131k).

BCM Holdings Limited ("BCMHL") is a related party to the Group as it is deemed to have significant influence. There were £2,976k of amounts payable from the Group to BCMHL at 31 March 2022 (2022: £1,704k).

The directors of the Group represent key management personnel for the purposes of these financial statements. During the year, key management personnel for the Group were remunerated an aggregate amount of £208k (2022: £159k).

### Company

The Company has taken advantage of the exemption from disclosure of transactions with Group entities provided by FRS 102 Section 33 "Related Party Disclosures".

During the period, the Directors of the Company were also members of the board of BCM(UK)LLP. The Company provided office, infrastructure and employment services to BCM(UK)LLP amounting to £9,868k (2022: £6,535k) with respect to which, after funding provided by BCM(UK)LLP during the period, an amount of £12,545k was receivable as at 31 March 2023 (2022: £6,957k).

Special Capital Limited ("SCL") is a related party to the Company as it is subject to common control. There were no transactions with SCL during the year (2022: £Nil).

Framewater Limited ("FWL") is a related party to the Company as it is subject to common control. There were no transactions with FWL during the year (2022: £Nil).

BlueCrest Capital Management LP ("BCM LP") is a related party to the Company as it is deemed to have significant influence. During the year, the Company received £35,412k (2022: £30,897k) in fees from BCMLP. There were £11,951k of amounts receivable from BCMLP at 31 March 2023 (2022: £16,450k).

BCM Holdings Limited ("BCMHL") is a related party to the Company as it is deemed to have significant influence. There were no amounts payable from the Company to BCMHL at 31 March 2023 (2022: £Nil).

The directors of the Company represent key management personnel for the purposes of these financial statements. The key management personnel of the Company are remunerated by other members of the BlueCrest group.

# **Notes to the Financial Statements**

for the year ended 31 March 2023

# 15. Financial commitments, contingencies and charges

#### Financial commitments

Financial commitments under non-cancellable operating leases are as follows:

|     |   | building<br>2023<br>£000's       | building<br>2022<br>£000's         |
|-----|---|----------------------------------|------------------------------------|
|     | Group:  |                                  |                                    |
|     | Amounts payable: Within one year In two to five years In over five years      | 3,153<br>10,171<br>437<br>13,761 | 3,096<br>10,732<br>2,966<br>16,794 |
|     | Company:  |                                  |                                    |
|     | Amounts payable: Within one year In two to five years In over five years      | 2,529<br>10,118<br>437<br>13,084 | 2,529<br>10,118<br>2,966<br>15,613 |
| 16. | Financial instrument risks  |                                  |                                    |
|     | Group   |                                  |                                    |
|     |   | 2023                             | 2022                               |
|     | Financial assets at fair value through profit or loss Fixed asset investments | £000's<br>13,911                 | £000's                             |
|     |   | 13,911                           | 13,614                             |
|     | Financial assets that are debt instruments measured at amortised cost         |                                  |                                    |
|     | Other debtors   | 825                              | 306                                |
|     | Amounts due from BCM LP   | 37,205                           | 59,131                             |
|     | Amounts due from BCM(UK)LLP   | 12,487_                          | 6,930                              |
|     |   | 50,517                           | 66,367                             |
|     | Financial liabilities measured at amortised cost                              |                                  |                                    |
|     | Subordinated loan   | -                                | 250                                |
|     | Other creditors   | 4,842                            | 2,037                              |
|     |   | 4,842_                           | 2,287_                             |

Financial instruments are defined in FRS 102 as cash, demand and fixed term deposits, accounts receivable and payable, loans and investments (excluding those in subsidiaries and associates). The discussion of risks below is in relation to these instruments.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's risk management policies are determined by the Executive Committee and seek to minimise the Group's exposure to market, credit and liquidity risks; more details on these policies can be found in the Group strategic report on page 4. The risks to which the Group is exposed are summarised as follows.

## Market risk

Market risk consists of foreign exchange risk, interest rate risk and price risk.

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# **Notes to the Financial Statements**

for the year ended 31 March 2023

## 16. Financial instrument risks (cont'd)

## Foreign exchange risk

Foreign exchange risk is the risk that the value of financial instruments will fluctuate because of changes in foreign exchange rates. The Group is exposed to foreign exchange risk to the extent that its financial assets and liabilities are denominated in non-GBP currencies.

The Group's largest foreign exchange exposure is to United States Dollars ("USD"). At 31 March 2023, if USD had weakened or strengthened against the GBP by a percentage variance of 20%, the profit for the financial period would have been approximately £12,205k higher or lower.

#### Interest rate risk

Interest rate risk is the risk that the value of a financial instruments will fluctuate because of changes in market interest rates. The Group's amounts receivable and payable are typically non-interest bearing and have no fixed maturity and therefore there is little direct exposure to interest rate risk. As at the balance sheet date, the Group's interest rate risk exposure is insignificant.

#### Price risk

Price risk is the risk that the Group incurs a loss as a result of adverse movements in the fair value of an asset. The Group is exposed to price risk through the movements in the value of its investments in BCM LP and BCM(UK)LLP. At 31 March 2023, if the value of the investments moved by a percentage variance of 20%, the profit for the financial period would have been either approximately £2,762k higher or lower.

#### Credit risk

Credit risk is the risk that a counterparty will fail to discharge an obligation in respect of a financial instrument, causing the Group to suffer a financial loss.

Exposure to credit risk arising from amounts receivable is minimal as the counterparties are considered to be of high credit quality. The credit worthiness of banks in which cash and cash equivalents are held is monitored on an ongoing basis.

The carrying amounts of the debtors outlined in note 8 together with cash and cash equivalents represent the Group's maximum exposure to credit risk in relation to financial assets. No other financial assets carry a significant exposure to credit risk.

## Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as and when they fall due. The Group's policy is to hold working capital requirements in cash and daily liquidity funds and monitor cash balances on a daily basis. The Group maintains sufficient cash and liquid investments such that liquidity and cash flow risk are negligible.

The table below shows a maturity analysis of the Group's financial liabilities:

| Financial liabilities maturity analysis | 2023     |
|---|----------|
|   | £000's   |
| Amounts falling due within one year     |          |
| 0-3 months                              | 4,841    |
| 3-6 months                              | -        |
| 6 – 12 months                           | <u> </u> |
| At 31 March 2023                        | 4,841    |

# **Notes to the Financial Statements**

for the year ended 31 March 2023

# 16. Financial instrument risks (cont'd)

#### Fair value information

The table below indicates the categorisation of financial assets measured at fair value at 31 March 2023 in respect of the fair value hierarchy.

In this table each financial asset held at fair value through profit or loss has been categorised as:

- a Level 1 instrument where the fair value of the asset or liability is derived from quoted prices in active markets for identical investments;
- a Level 2 instrument where the fair value of the asset or liability is derived from other significant observable inputs (including quoted prices for similar investments, interest rates and similar items); or
- a Level 3 instrument where the fair value of the asset or liability is derived from significant unobservable inputs (to the extent that the observable inputs are not available).

|                                      | Level 1 | Level 2 | Level 3 | Total   |
|--------------------------------------|---------|---------|---------|---------|
|                                      | £'000's | £'000's | £'000's | £'000's |
| Financial assets at fair value       |         |         |         |         |
| Fixed asset investments              | -       | 103     | 13,808  | 13,911  |
| Total financial assets at fair value | -       | 103     | 13,808  | 13,911  |

## 17. Subsequent events

BCM Singapore has submitted a notice to exercise the option to renew the lease of its office space in Singapore for a period of 3 years, starting after the conclusion of the current lease term, on May 1, 2024.