WDB Capital Limited

Annual Report
For the 15 months ended 31 March 2012

Registered Number: 4061756

DIRECTORS' REPORT
For the 15 months ended 31 March 2012

The Directors present their report together with the Financial Statements for the 15 months ended 31 March 2012

During the period Investec Plc, the "Ultimate Parent Company", made an offer to purchase The Evolution Group Plc, the "Immediate Parent Company" of Evolution Securities Limited The offer was accepted by the shareholders in September 2011 and the purchase of The Evolution Group Plc and its subsidiaries was completed in December 2011

In order to bring the balance sheet date in line with Investec Plc, the Company changed its balance sheet date from 31st December 2011 to 31st March 2012 Therefore the current reporting period is for 15 months from 1st January 2011 to 31st March 2012 The prior year period is therefore not comparable

Principal activities and business review

The Company was deregistered from the FSA on the 19 April 2011 and a notice of withdrawal was submitted on the 31 March 2011 Prior to this the Company's principal activity was that of Investment Fund Manager to WDB Capital UK Equity Fund Limited

The Fund was launched on 24 September 2007 A final liquidation valuation of the Fund was completed for the month ending 31 October 2010 following the decision taken by the Investment Manager to terminate the Fund's activity due to ongoing difficulty in raising new third party funds Following the final valuation capital was returned to unit holders

For the financial period ended 31 March 2012 the Company has been in the process of winding down its activities in an orderly fashion and realise residual assets of the Company to cash

During the period ended 31 March, Share Capital was reduced to £2,000 and Share premium to £10,000 following a share capital reduction against reserves in accordance with section 177 of the Companies Act 2006

Going concern

In accordance with their responsibilities, the Directors have considered the appropriateness of the going concern basis for the preparation of the Financial Statements Under the going concern basis, it is assumed that a company will continue in operation for the foreseeable future and there is neither the intention nor the need to cease trading

The Directors have determined that it is no longer appropriate for the Financial Statements to be prepared on a going concern basis because the Company ceased trading during the financial period and the Directors intend to wind up the Company Consequently the Financial Statements have been prepared on a break up basis

Whilst the Financial Statements will be prepared on a break up basis, it is not anticipated that the Company will face difficulties in discharging its liabilities in full during the Company's wind down period The Directors are also not aware of any material contingent liabilities such as legal proceedings outstanding against the Company

Outlook

The Directors intend to keep WDB Capital Limited as a dormant Company for the purposes of protecting intellectual property

Results and dividends

During the 15 month period ended 31 March 2012 the Company made a profit after taxation of £6,000 (2010 profit £42,000) During the period a dividend payment of £629,000 (2010 £nil) was approved by the Directors

DIRECTORS' REPORT
For the 15 months ended 31 March 2012

Directors

The directors of the Company, who held office since 1 January 2011, unless otherwise stated, are as shown below

	Date of appointment	Date of resignation
Alex Snow	-	-
Andrew Westenberger	-	12th August 2011

Company Secretary

Tony Lee	-	31st January 2012
David Miller	31st January 2012	-

Charitable Donations

The Company made no charitable donations during the period

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial period Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union 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 International Financial Reporting Standards (IFRS) as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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

BY ORDER OF THE BOARD

Alex Snow
Director
10 October 2012

Registered Number 4061756

WDB Capital Limited

STATEMENT OF COMPREHENSIVE INCOME (Unaudited)

	Note	Period ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Fee and commission income		-	390
Fee and commission expense		-	(1)
Total income		-	389
Operating expenses	4	**(58)**	(349)
Operating (loss)/profit		**(58)**	40
Finance income		**3**	4
(Loss)/Profit before tax		**(55)**	44
Income Tax credit/(expense)	7	**32**	(2)
(Loss)/Profit for the period/year		**(23)**	42
Total Comprehensive (Expense)/Income for the period/year		**(23)**	42

The notes on pages 7 to 17 form an integral part of these Financial Statements

WDB Capital Limited

BALANCE SHEET (Unaudited)

	Note	31/03/2012 £'000	31/12/2010 £'000
ASSETS			
Current assets			
Trade and other receivables	10	**10**	3
Cash and cash equivalents	11	-	765
Total current assets		**10**	768
LIABILITIES			
Current liabilities			
Trade and other payables	12	-	74
Current tax liabilities	13	-	32
Total current liabilities		-	106
Net assets		**10**	662
EQUITY			
Capital and reserves attributable to equity shareholders			
Share capital	14	**2**	102
Share premium		**10**	458
Retained earnings		**(2)**	102
Total equity		**10**	662

The notes on pages 7 to 17 form an integral part of these Financial Statements

The Financial Statement on pages 3 to 17 were approved by the Board of Directors on 10 October 2012, and were signed on behalf of the Board by

For the period ended 31 March 2012 the company was entitled to exemption under section 477 of the Companies Act 2006 relating to small companies

No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 476 of the Companies Act 2006

The director's acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts

Alex Snow
Director
10 October 2012

STATEMENT OF CHANGES IN EQUITY (Unaudited)

	Share capital	Share premium	Retained earnings	Total equity
	£'000	£'000	£'000	£'000
Balance at 1 January 2011	**102**	**458**	**102**	**662**
(Loss)/Profit for the period	-	-	**(23)**	**(23)**
Total comprehensive expense for the period	-	-	**(23)**	**(23)**
Dividends paid	-	-	**(629)**	**(629)**
Share capital reduction	**(100)**	**(448)**	**548**	-
Transactions with shareholders	**(100)**	**(448)**	**(81)**	**(629)**
Balance at 31 March 2012	**2**	**10**	**(2)**	**(10)**

	Share capital	Share premium	Retained earnings	Total equity
	£'000	£'000	£'000	£'000
Balance at 1 January 2010	102	458	60	620
Profit for the year	-	-	42	42
Total comprehensive income for the year	-	-	42	42
Balance at 31 December 2010	102	458	102	662

The notes on pages 7 to 17 form an integral part of these Financial Statements

WDB Capital Limited

CASH FLOW STATEMENT (Unaudited)

	Note	Period ended 31/03/2011 £'000	Year ended 31/12/2010 £'000
Cash flow from operating activities			
Cash (used in) / generated from operations	14	**(139)**	260
Interest received		**3**	4
Tax paid		-	(4)
Net cash (used in) generated from operating activities		**(136)**	260
Cash flow from financing activities			
Dividends paid to the Company's shareholders		**(629)**	-
Net cash used by financing activities		**(629)**	260
Net increase in cash and cash equivalents		**(765)**	260
Cash and cash equivalents at beginning of period/year		**765**	505
Cash and cash equivalents at end of period/year		**-**	765

The notes on pages 7 to 17 form an integral part of these Financial Statements

NOTES TO THE FINANCIAL STATEMENTS
For the 15 months ended 31 March 2012

1. ACCOUNTING POLICIES

The Company is a limited company incorporated and domiciled in the United Kingdom The address of its registered office is 9th Floor, 100 Wood Street, London, EC2V 7AN

The principal accounting policies adopted in the preparation of these financial statements are set out below Except as explained below, these policies have been consistently applied to the periods presented

Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU") and IFRIC interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS

In order to bring the balance sheet date in line with the Ultimate Parent Company, Investec Plc, the Company changed its balance sheet date from 31st December 2011 to 31st March 2012 Therefore the current reporting period is for 15 months from 1st January 2011 to 31st March 2012

Going concern

IAS 1 states that Financial Statements should be prepared on a going concern basis unless management intends to liquidate the entity, or to cease trading

The Directors have determined that it is no longer appropriate for the Financial Statements to be prepared on a going concern basis because the Company ceased trading during the financial period and the Directors intend to wind up the Company Consequently the Financial Statements have been prepared on a break up basis

Whilst the Financial Statements will be prepared on a break up basis, it is not anticipated that the Company will face difficulties in discharging its liabilities in full during the Company's wind down period The Directors are also not aware of any material contingent liabilities such as legal proceedings outstanding against the Company

Significant accounting policies

Changes in accounting policies and disclosures

a) New and amended standards adopted by the Company
There are no IFRSs or IFRIC interpretations that are effective for the first time for the financial period beginning on or after 1 January 2011 that would be expected to have a material impact on the Company

The new and amended standards the company have adopted are

- IAS 24 (amendment), 'Related Party Disclosures', effective for periods beginning on or after 1 January 2011, now requires the Company to clarify the definition of a related party and include an explicit requirement to disclose commitments involving related parties

- IAS 1 (amendment), 'Presentation of financial statements' effective for periods beginning on or after 1 January 2011 clarifies that an entity will present an analysis of other comprehensive income for each component of equity either in the statement of changes in equity or in the notes to the financial statements

- IFRS 7 (amendment), 'Financial instruments' effective for periods beginning on or after 1 January 2011 emphasises the interaction between quantitative and qualitative disclosures about the nature and extent of risks associated with financial instruments

b) Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Company

1. ACCOUNTING POLICIES (continued)

The following standards have not been early adopted by the Company, as the Company is being wound up and early adoption by the Company would have no significant effect on the Financial Statements

- IAS 1 (amendment), 'Presentation of items of other comprehensive income,' effective for periods beginning on or after 1 July 2012, is a requirement for entities to group items presented in other comprehensive income based on whether these items can potentially be reclassified to profit or loss subsequently

- IFRS 7 (amendment), 'Disclosures – transfer of financial assets,' effective for periods beginning on or after 1 July 2011 An entity shall provide the required disclosures for all transferred financial assets that are not derecognised and for any continuing involvement in a transferred asset, existing at the reporting date, irrespective of when the related transfer transaction occurred

- IFRS 9, 'Financial instruments,' effective for periods beginning on or after 1 January 2015 IFRS 9 replaces the parts of IAS 39 that relate to the classification and measurement of financial instruments and requires financial assets to be classified into two measurement categories those measured as at fair value and those measured at amortised cost The determination is made at initial recognition The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument For financial liabilities, the standard retains most of the IAS 39 requirements The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change relating to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch

- IFRS 13 'Fair value measurement,' effective for periods beginning on or after 1 January 2013, aims to improve consistency and reduce complexity by providing a precise definition of fair value measurement and disclosure requirements for use across IFRSs

There are no other IFRS or IFRIC interpretations that are not yet effective that would be expected to have a material impact

Income recognition

Revenue comprises the fair value of consideration received or receivable for the sale of services in the ordinary course of the Company's activities Revenue is recognised when the amount of revenue can be reliably measured, and it is probable that the economic benefits associated with the transaction will flow into the Company

a) Fee income

Performance fees are calculated as a percentage of the net appreciation of the relevant fund's net asset value at the end of a given contractual period (referred to as the performance period) In accordance with IAS 18, 'Revenue' performance fees are only recognised once they can be measured reliably The Company can only reliably measure performance fees at the end of the performance period as the net asset value of the funds could move significantly, as a result of market movements, between the Company's balance sheet date and the end of the performance period

Management fees, which include all non-performance related fees, are recognised in the period in which the services are rendered

Fee income is recognised in the Statement of Comprehensive Income when the related services are performed and all legal conditions have been satisfied, and when considered recoverable

b) Fee expense

Fee expenses comprise of fees paid in connection with investment management services provided

NOTES TO THE FINANCIAL STATEMENTS (continued)

1 ACCOUNTING POLICIES (continued)

Finance income

Finance income for all interest-bearing financial instruments is recognised within 'Finance Income' in the Statement of Comprehensive Income using the effective interest method

Financial assets and liabilities

Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the

receivables Evidence that an impairment of the asset may be required includes ageing of the debt beyond 180 days, persistent lack of communication and internal awareness of third party trading difficulties

The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate The amount of the provision is recognised in the Statement of Comprehensive Income within operating expenses

Cash and cash equivalents
For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, deposits held at call with banks, and other short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value Such investments are normally those with original maturities of three months or less Bank overdrafts are shown within borrowings in current liabilities on the balance sheet

Trade and other payables
Trade and other payables are recognised initially at fair value, which is the agreed market price at the time goods or services are provided and are subsequently measured at amortised cost using the effective interest rate The Company accrues for all goods and services consumed but as yet unbilled at amounts representing management's best estimate of fair value

Provisions

Provisions are recognised for present obligations arising as consequences of past events where it is probable that a transfer of economic benefit will be necessary to settle the obligation and it can be reliably estimated

Contingent liabilities are possible obligations whose existence will be confirmed only by uncertain future events or present obligations where the transfer of economic benefit is uncertain or cannot be reliably measured Contingent liabilities are not recognised in the Financial Statements, however, they are disclosed unless considered remote

Current and deferred taxes

Current taxes are computed on a basis of the tax laws enacted or substantially enacted at the Balance Sheet date in the countries where the Company's subsidiaries operate and generate income

Deferred taxes are computed using the liability method, on temporary differences between the bases of assets and liabilities and their carrying amounts in financial statements The deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects either accounting or taxable profit or loss

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which tax losses or deductible temporary differences can be utilised

Deferred tax is charged or credited in the Statement of Comprehensive Income, except when it relates to items recognised in other comprehensive income or directly in equity, in which case the deferred tax is also dealt with in equity

NOTES TO THE FINANCIAL STATEMENTS (continued)

1. ACCOUNTING POLICIES (continued)

Share capital

Ordinary shares are classified as equity

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax

Group Recharge

Another subsidiary of the Parent company through the normal course of business incurs costs on behalf of its subsidiaries These costs generally relate to operating expenses and are recharged to the Company

Dividends

Dividend distribution to the Company's shareholders is recognised in equity in the Financial Statements in the period in which the dividends are paid Final dividends are recognised at the date they are approved by those shareholders

2. CRITICAL ESTIMATES AND JUDGEMENTS

The preparation of Financial Statements requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the Financial Statements and the reported amounts of revenues and expenses during the period Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates There are no areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the Financial Statements

3 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Through its normal operations, the Company is exposed to a number of risks, the most significant of which are market, credit liquidity, operational and regulatory risks Its strong cash position also ensures that it has low liquidity risk

Risk Management Framework

The Company Board is responsible for approving all risk management policies and for determining the overall risk appetite for the Company

The Ultimate Parent Company Audit Committee is responsible for reviewing the Company's internal control and risk management systems

a) Management of Market Risk

Market risk management seeks to identify and control the potential loss in the value of the company's assets arising from changes in market prices

Interest rate risk

The Company had interest bearing assets in mainly cash and cash equivalents The Company during the period had a policy of maintaining excess funds in cash and short-term deposits and is not exposed to medium-term or long-term interest rate risk At the period-end, all of the Company's excess funds had been distributed to its parent The Company did not use any derivatives to hedge interest rate risk

Foreign exchange risk

The Company's activities are primarily denominated in Sterling and it therefore has minimal foreign exchange risk Any transactions denominated in a foreign currency that would expose the Company to currency risk are translated immediately, into sterling The Company does not enter into forward exchange contracts for hedging anticipated transactions

3. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

b) Management of Credit Risk

During the period the company was exposed to credit risk on non trade related receivables, exposure to this risk is managed by taking into account financial positions, past experience and other factors At the end of the period the company only had a receivable balance due from its parent company

The quality of the Company's financial assets in terms of their credit rating is "AAA-A" rated 100% (2010 100%) and "Un-Rated" 0% (2010 0%)

The ratings noted above have been derived using source information from Standard & Poor's and Moody's All financial assets over an "A" rating are consolidated under the "AAA-A" category and represent assets such as cash and cash equivalents

The following table of financial assets analyses amounts due by ageing

As at 31 March 2012	Neither past due nor impaired £'000	0-3 months £'000	Impaired £'000	Carrying value £'000
Trade receivables	-	-	-	-
Other receivables	-	-	-	-
Cash and cash equivalents	-	-	-	-
Amounts owed by Group undertakings	10	-	-	10
	10	-	-	**10**

As at 31 December 2010	Neither past due nor impaired £'000	0-3 months £'000	Impaired £'000	Carrying value £'000
Trade receivables	-	-	-	-
Other receivables	3	-	-	3
Cash and cash equivalents	765	-	-	765
Amounts owed by Group undertakings	-	-	-	-
	768	-	-	**768**

c) Fair Value of financial instruments

The carrying values of assets and liabilities not held at fair value (cash and cash equivalents, trade receivables, other receivables, and trade and other payables) are not significantly different from fair value

d) Management of Liquidity Risk

The Company sought to manage liquidity risk, by maintaining a mixture of cash and short-term deposits to ensure sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably As part of this process the Company seeks to diversify its deposits to ensure that it is not exposed to undue risk caused by the possible increase in redemption times in its money market funds Given the business has been wound down during the period and the Company has paid a dividend to its parent company of £629,000 The result of which is the business now holds minimum assets for any unforeseen liabilities

The tables below analyse the Company's future cash outflows based on the remaining period to the expected maturity date The amounts disclosed are the contractual undiscounted cash flows

3. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

As at 31 March 2011	Less than 1 year £'000	1-2 years £'000	2-5 years £'000	Over 5 years £'000	Total £'000
Trade and other payables	-	-	-	-	-
	-	-	-	-	-

As at 31 December 2010	Less than 1 year £'000	1-2 years £'000	2-5 years £'000	Over 5 years £'000	Total £'000
Trade and other payables	74	-	-	-	74
	74	-	-	-	74

e) Operational Risk Control

The Company defines operational risk as the risk of loss resulting from inadequate or failed internal processes, people, and systems or from external events The Company recognises that operational risk can never be eliminated, but seeks to minimise the probability and impact of operational risk events

f) Management of capital risk

The Company's objective when managing capital is to safeguard the Company's ability to wind down its activities in an orderly fashion and realise any residual assets to cash

4. OPERATING EXPENSES

The following items have been included in arriving at operating profit

	Period ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Operating expenses		
Employee benefits expense (note 6)	**56**	206
Legal costs	**(9)**	(5)
Auditors' Remuneration (note 5)	**-**	11
Group recharge	**-**	75
Other operating expenses	**11**	62
Operating expenses – total	**58**	349

5. AUDITORS' REMUNERATION

During the period the company obtained the following services from the Company's auditors as detailed below

	Period ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Audit services:		
Fees payable to the Company's auditor for		
- statutory audit in respect of the Company	-	7
- other services pursuant to legislation	-	4
	-	11

Fees for audit services above include all amounts payable to the Company's auditors in their capacity as such

NOTES TO THE FINANCIAL STATEMENTS (continued)

6. EMPLOYEES AND DIRECTORS

	Penod ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Employee benefits expense		
Wages and salanes	**50**	158
Socıal secunty costs	**6**	21
Redundancy and Ex-Gratıa	-	27
	56	206

The actual number of full tıme employees was nıl at 31 March 2012 (31 December 2010 1)

Directors

The emoluments of the hıghest paıd dırector were £50,000 (2010 £96,000)

	Penod ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Aggregate emoluments	**50**	96
	50	96

7. INCOME TAX EXPENSE

	Penod ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Current tax:		
Corporatıon tax on profit	-	1
Adjustments ın respect of pnor years	**(32)**	1
Current penod tax charge	**(32)**	2
Tax expense	**(32)**	2

Factors affectıng the tax charge for the penod are explaıned below

NOTES TO THE FINANCIAL STATEMENTS (continued)

7. INCOME TAX EXPENSE (continued)

	Period ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
(Loss)/profit before tax	**(55)**	44
Profit multiplied by the standard rate of corporation tax in the UK of 26 4% (2010 28%)	**(15)**	12
Effects of		
Adjustments in respect of prior period	**(32)**	1
Expenses not deductible for tax purposes	-	(2)
Group relief surrendered/(gained)	**15**	(9)
Current period tax (credit)/charge	**(32)**	2
Total tax (credit)/charge	**(32)**	2

The standard rate of corporation tax in the UK for the period ended 31 March 2012 was reduced from 28% to 26% during the period (2010 28%) Further reductions to the UK corporation tax rate were announced in the March 2012 Budget The change which was substantially been enacted in March 2012, is that the corporation tax rate for the Financial Year beginning 1 April 2012 will reduce the corporation tax rate to 24%

8. PROPERTY, PLANT AND EQUIPMENT

Fixtures and Fittings	2012 £'000	2010 £'000
Cost		
At 1 January	**24**	24
Scrapped Assets	**(24)**	-
At 31 December	-	24
Depreciation		
At 1 January	**24**	24
Scrapped Assets	**(24)**	-
At 31 December	-	24
Net book value		
At 31 December	-	-

NOTES TO THE FINANCIAL STATEMENTS (continued)

9. TRADE AND OTHER RECEIVABLES

	2012 £'000	2010 £'000
Current		
Amounts owed by group undertakings	**10**	-

Amounts owed by group undertakings are unsecured, interest free and have no fixed date of repayment

10. CASH AND CASH EQUIVALENTS

	2012 £'000	2010 £'000
Cash and cash equivalents		
Cash at bank and in hand	-	765

11 TRADE AND OTHER PAYABLES

	2012 £'000	2010 £'000
Accruals and deferred income	-	24
Amounts owed to group undertakings	-	50
	-	74

Amounts owed to group undertakings are unsecured, interest free and have no fixed date of repayment

12. CURRENT TAX LIABILITIES

	2012 £'000	2010 £'000
At 1 January	32	34
Statement of Comprehensive Income credit	(32)	(2)
As at end of period/year	-	32

13. SHARE CAPITAL

	2012 £'000	2010 £'000
Authorised:		
200,000 (2010 200,000) Ordinary Shares of £1 each	**200**	200
Allotted, issued and fully paid:		
2,264 (2010 102,432) Ordinary Shares of £1 each	**2**	102

NOTES TO THE FINANCIAL STATEMENTS (continued)

14. CASH FLOW FROM OPERATING ACTIVITIES

Reconciliation of operating profit to net cash inflow from operating activities

	Period ended 31/03/2012 £'000	Year ended 31/12/2010 £'000
Cash generated from operations		
Operating (loss)/profit	**(58)**	40
Adjustments for changes in working capital		
(Increase)/Decrease in trade and other receivables	**(7)**	471
(Decrease) in trade and other payables	**(74)**	(251)
Cash (used in)/generated from operations	**(139)**	260

15. RELATED PARTY TRANSACTIONS

The Company is a wholly owned subsidiary of the Immediate Parent Company which in turn is a wholly owned subsidiary of the Ultimate Parent Company, the consolidated Financial Statements of which are publicly available

The following transactions were carried out with related parties

i) Intra-group trading

The following table shows the balances owed by or (owed to) other group undertakings at period end

	2012 £'000	2010 £'000
The Evolution Group Plc	**10**	-
Evolution Group Services Limited	-	(44)
Evolution Securities Limited	-	(6)
	10	(50)

The Company, by virtue of it being a subsidiary of The Evolution Group plc, transacts routinely with the Group service company, Evolution Group Services Limited ("EVGS") As a result all accounts payable, payroll, operating lease charges, and other similar operating expenses are settled by EVGS with subsequent intercompany recharging as a matter of course

In addition to the above the Company receives fee income from the WDB Capital UK Equity Fund Limited The total management and performance fees received for the period were £Nil (2011 £377,000) and £Nil (2011 £13,000) respectively

ii) Key management compensation

The compensation paid to key management is detailed below Key management are defined as the directors of the Company

	2012 £'000	2010 £'000
Remuneration in respect of key management		
Salaries and short term employee benefit	**50**	85
Social security costs	**6**	11
	56	96

NOTES TO THE FINANCIAL STATEMENTS (continued)

16. RELATED PARTY TRANSACTIONS (continued)

iii) Dealings with directors

The Company has had no dealings with companies in which any of the key management, or persons connected to them, is a director

17. POST BALANCE SHEET EVENTS

There have been no significant events since the balance sheet date

18. ULTIMATE HOLDING COMPANY

The immediate Parent Company is The Evolution Group Plc, a company incorporated in Great Britain and registered in England and Wales Evolution Group Plc statutory financial statements are available from The Secretary, 2 Gresham Street, London, EC2V 7QP The ultimate holding company and controlling party is Investec Plc, a company incorporated in the U K Copies of the Investec Plc statutory financial statements are available from the Investec website, www investec co uk