

JPMORGAN CAZENOVE HOLDINGS
(Registered Number: 4152491)

Annual report for the year ended 31 December 2013



JPMORGAN CAZENOVE HOLDINGS

Annual report for the year ended 31 December 2013

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Strategic report for the year ended 31 December 2013

The directors present their strategic report for JPMorgan Cazenove Holdings (the "Company") for the year ended 31 December 2013. The Company's registration number is 4152491. The Company is part of JPMorgan Chase & Co. group (together with its subsidiaries, the "Group").

Principal activity

The principal activity of the Company continued to be that of a holding company.

Review of business

The directors were satisfied with the performance of the Company.

Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Group, which include those of the Company are discussed with the Group's annual report which does not form part of this report.

Key performance indicators (KPIs)

The results are monitored against expectations of the business activities. A more detailed description of the Group key performance indicators may be found within the Group annual report.

Approved by the board of directors and signed on behalf of the board by a director of the company

A handwritten signature in black ink, appearing to be 'S. White', written over a horizontal line.

S. White, Director

24 July 2014

JPMORGAN CAZENOVE HOLDINGS

Directors' report for the year ended 31 December 2013

The directors present their report and the audited financial statements for JPMorgan Cazenove Holdings (the "Company") for the year ended 31 December 2013. The Company's registration number is 4152491. The Company is part of JPMorgan Chase & Co. group (together with its subsidiaries, the "Group").

Directors

The directors of the Company who served during the year and up to the date of signing the financial statements were as follows:

N.J.D. Collett	(Resigned 4 January 2013)
S.M. White	(Appointed 4 January 2014)
L.J. Navaratne	(Appointed 3 September 2013)
I.R. Lyall	(Resigned 3 September 2013)

Statement of directors' responsibilities

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

Company Law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the Company for the year.

In preparing those 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 accounting standards 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 confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to 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.

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Directors' report for the year ended 31 December 2013 (continued)

Qualifying third party indemnity provisions

An indemnity is provided to the directors of the Company under the by-laws of JPMorgan Chase & Co. against liabilities and associated costs which they could incur in the course of their duties to the Company. The indemnity remains in force at the date of these financial statements and a copy of the by-laws of JPMorgan Chase & Co. is kept at the registered office of the Company.

Company secretary

The secretary of the Company who served during the year and up to the date of signing the financial statements was as follows:


J.P. Morgan Secretaries (UK) Limited

Auditors

The financial statements have not been audited as the Company is entitled to exemption from audit under sections 480 and 479 of the Companies Act 2006 relating to dormant companies.

Members have not required the Company to obtain an audit of its financial statements for the year in accordance with section 476 of the Companies Act 2006.

Approved by the board of directors and signed on behalf of the board by a director of the company


S. White, Director

24 July 2014

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Balance sheet as at 31 December 2013

	Notes	2013 £'000	2012 £'000
Fixed assets			
Investments in group undertakings	4	13,000	13,000
Current assets			
Creditors: amounts falling due within one year	5	(48)	(48)
Net assets		12,952	12,952
Capital and reserves			
Called-up share capital	6	9,315	9,315
Profit and loss reserve		3,637	3,637
Total shareholders' funds		12,952	12,952

For the year ended 31 December 2013 the Company was entitled to exemption from preparing audited financial statements under section 480 of the Companies Act 2006.

Members have not required the Company to obtain an audit of its financial statements for the year in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for:

- i ensuring the Company keeps accounting records which comply with section 386 of the Companies Act 2006; and
- ii preparing financial statements which give a true and fair view of the state of the affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 393 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the Company.

Approved by the board of directors and signed on behalf of the board by a director of the company



S. White, Director

24 July 2014

The notes on pages 5 - 6 form an integral part of the financial statements.

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Notes to the financial statements for the year ended 31 December 2013

1. Accounting policies

1.1 Accounting convention

The financial statements have been prepared under the historical cost convention. The financial statements have also been prepared in accordance with applicable accounting standards and in accordance with the requirements of the Companies Act 2006.

1.2 Cash flow statement

The Company has taken advantage of the provisions of FRS 1, 'Cash Flow Statements (revised 1996)', which exempt the Company from preparation of a cash flow statement because it is at least a 90% owned subsidiary of the Group, whose financial statements are publicly available.

1.3 Related party transactions

In accordance with the exemption afforded by FRS 8, 'Related Party Disclosures', certain details of transactions with parent and fellow subsidiary companies are not disclosed as they are included in the consolidated financial statements of the Group, which are publicly available.

2. Directors' emoluments and staff costs

The directors do not consider that a significant element of their remuneration relates to the Company for the current financial year.

The Company had no employees at any time during the financial year.

3. Results for the year

The Company has not traded during the year ended 31 December 2013 and has made neither profit nor loss.

4. Investments in group undertakings

	2013	2012
	£'000	£'000
Investments in group undertakings at cost		
At 1 January	13,000	13,000
At 31 December	13,000	13,000

The above investments are shown at cost less any provision for impairment.

In the opinion of the directors, the value of the Company's investment in subsidiary undertakings is not less than the amount at which it is stated in the balance sheet.

The investments represent share capital in the following entities:

Name	Country of incorporation	Principal activity	Shares held %
J.P.Morgan Cazenove Limited	England and Wales	Investment banking	100.00
JPMorgan Cazenove Service Company	England and Wales	Service company	100.00

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Notes to the financial statements for the year ended 31 December 2013 (continued)

5. Creditors: amounts falling due within one year

	2013	2012
	£'000	£'000
Amounts owed to Group undertakings	48	48

6. Called-up share capital

	2013	2012
	£'000	£'000
Issued and fully paid share capital		
22,719,807 (2012: 22,719,807) C shares of £0.10 each	2,272	2,272
22,719,809 (2012: 22,719,809) J shares of £0.31 each	7,043	7,043
10 J preference shares of £0.10 each	-	-
	9,315	9,315

7. Related parties

In accordance with the exemption afforded by FRS 8, 'Related Party disclosures', certain details of transactions with parent and fellow subsidiary companies that are also wholly-owned with the Group, are not disclosed as they are included in the consolidated financial statements of the Group, which are publicly available. There were no other material disclosable related party transactions during the year.

8. Parent undertaking

The Company's immediate parent undertaking is J.P. Morgan Chase Finance Limited, incorporated in England and Wales.

The Company's ultimate parent undertaking, and the parent undertaking of the largest group in which the results of the Company are consolidated, is JPMorgan Chase & Co., which is incorporated in the state of Delaware in the United States of America.

The parent undertaking of the smallest group in which the Company's results are consolidated is J.P. Morgan Capital Holdings Limited, incorporated in England and Wales.

The largest and smallest parent groups' consolidated financial statements can be obtained from the Company's registered address:

25 Bank Street
Canary Wharf
London E14 5JP
England