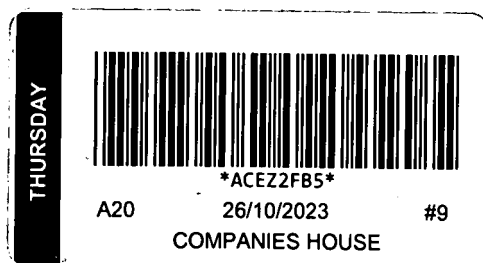


Company Registration Number: 04330127

WILMINGTON TRUST (UK) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022



WILMINGTON TRUST (UK) LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

CONTENTS	PAGES
Officers and professional advisers	1
Strategic report	2
Directors' report	3 - 4
Independent auditors' report to the members of Wilmington Trust (UK) Limited	5 - 7
Statement of comprehensive income	8
Statement of financial position	9
Statement of changes in equity	10
Notes to the financial statements	11 - 16

WILMINGTON TRUST (UK) LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

FOR THE YEAR ENDED 31 DECEMBER 2022

Directors	A Geraghty E K Lockhart A R Mrozinski
Company secretary	Wilmington Trust SP Services (London) Limited
Company number	04330127
Registered office	Third Floor 1 King's Arms Yard London EC2R 7AF
Independent Auditors	RSM UK Audit LLP Chartered Accountants 25 Farringdon Street London United Kingdom EC4A 4AB
Bankers	JPMorgan Chase Bank 25 Bank Street London E14 5JP HSBC Bank Plc 60 Queen Victoria Street London EC4N 4TR

WILMINGTON TRUST (UK) LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The Directors present the group strategic report and financial statements for the year ended 31 December 2022.

FAIR REVIEW OF THE BUSINESS

Wilmington Trust (UK) Limited remains an investment holding company owning investments in companies engaged in management and consultancy services, as well as trustee and agent services.

The Company is a non-trading holding company and as such is dependent on the support of fellow group companies, notably its trading subsidiaries, to settle costs incurred by the Company on its behalf. The Company shares common Directors with the trading subsidiaries and owns 100% of the share capital of these companies. Please refer to note 7 for details.

The Company has taken advantage of the exemption under section 401 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the Company as an individual entity and not about its group.

PRINCIPAL RISKS AND UNCERTAINTIES

Legislation change risk

Changes in current rules and regulations surrounding our business can always bring in new risks however this risk is negligible.

KEY PERFORMANCE INDICATORS

As the Company operates as a holding Company, the Directors judge the performance of the business by reference to the performance of the subsidiary group companies in which the Company is invested, focusing on growth in turnover and profit before taxation:

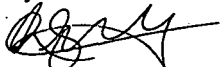
- Group turnover decreased 4% in 2022 (2021: 8% increase) due to reduced activity in financial markets impacting structured finance transactions.
- Profit before taxation decreased by 3% in 2022 (2021: 7% decrease) as a result of increased staff costs to support the long-term growth of the businesses

The Company has taken advantage of the exemption under section 401 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the Company as an individual entity and not about its group.

During the previous year, the management took the decision to wind-down the operations of Wilmington Trust SAS and, as such, the Company impaired its investment in this entity by an amount of £937,901, which was reflected in the prior year's financial statements. The closure of this business and the subsequent liquidation of the entity is expected to occur in the final quarter of 2023. The Directors continue to believe that all other investments remain well positioned for future growth.

The Directors continue to believe the companies are well positioned for future growth.

By order of the board



Wilmington Trust SP Services (London) Limited

Secretary

24 October 2023

WILMINGTON TRUST (UK) LIMITED

DIRECTOR'S REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The Directors present their report and the audited financial statements of Wilmington Trust (UK) Limited (the 'Company') for the year ended 31 December 2022.

PRINCIPAL ACTIVITY

The principal activity of the Company continued to be that of an investment holding company. It owns the entire shareholding of Wilmington Trust SP Services (London) Limited, Wilmington Trust SP Services (Dublin) Limited and Wilmington Trust SP Services (Frankfurt) GmbH, who are engaged in providing management and consultancy services, Wilmington Trust (London) Limited, Wilmington Trust SAS and Wilmington Trust (Milano) Srl who are engaged in providing Trustee and Agent services, all primarily, though not exclusively, to special purpose companies involved in asset backed financing transactions and syndicated loans.

THE DIRECTORS

The Directors who served the Company throughout the year and to the date of this report were as follows:

W J Farrell II (Resigned 19 May 2022)

A Geraghty

E K Lockhart

N Patch (Resigned 30 April 2022)

A R Mrozinski

DIVIDENDS

The Directors have not recommended a dividend for the year (2021: £nil).

GOING CONCERN

The financial statements have been prepared on the going concern basis as the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In particular, management has assessed the likely cash requirements over the 12 months from the date of signing the financial statements and concluded that they have sufficient working capital to enable the Company to continue trading.

Wilmington Trust (UK) Limited is a non-trading holding Company and as such is dependent on the support of fellow group companies, notably its trading subsidiaries, to settle costs incurred by the Company on its behalf. The Company shares common Directors with the trading subsidiaries and owns 100% of the share capital of these companies. As a result, the Directors are satisfied that support will continue to be provided for at least 12 months from the date of signing the financial statements of the Company.

Having taken into account the information available to them to the date of signing the financial statements, management are satisfied that the Company remains a going concern.

THIRD PARTY INDEMNITIES

The Company has granted an indemnity to its Directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party indemnity provision remained in force during the year and also at the date of approval of the Directors' report and financial statements.

INDEPENDENT AUDITORS' REAPPOINTMENT

RSM UK Audit LLP, Chartered Accountants, have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

STATEMENT OF DISCLOSURE TO AUDITOR

So far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware. Additionally, the Directors have taken all the necessary steps that they ought to have taken as Directors in order to make themselves aware of all relevant audit information and to establish that the Company's auditors are aware of that information.

WILMINGTON TRUST (UK) LIMITED

DIRECTOR'S REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

STATEMENT OF DIRECTORS RESPONSIBILITIES

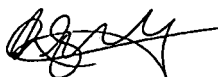
Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), 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 Company and of the profit or loss of the Company for that year.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This report was approved by the Board of Directors and signed on its behalf by:



Mr A Geraghty
Director
24 October 2023

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF WILMINGTON TRUST (UK) LIMITED

Opinion

We have audited the financial statements of Wilmington Trust (UK) Limited (the 'Company') for the year ended 31 December 2022 which comprise the statement of comprehensive income, statement of financial position, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF WILMINGTON TRUST (UK) LIMITED

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement on page 4, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF WILMINGTON TRUST (UK) LIMITED

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that Company operates in and how the Company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures, inspecting correspondence with local tax authorities and evaluating advice received from external tax advisors.

The most significant laws and regulations that have an indirect impact on the financial statements are those in relation to GDPR, Anti Money Laundering Regulations and Bribery Act and Anti-Corruption Regulations. We performed audit procedures to inquire of management and those charged with governance whether the Company is in compliance with these law and regulations.

The audit engagement team identified the risk of management override of controls as the area where the financial statements were most susceptible to material misstatement due to fraud. In respect of management override, audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to any significant, unusual transactions and transactions entered into outside the normal course of business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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

Saxon Moseley

Saxon Moseley (Senior Statutory Auditor)

For and on behalf of RSM UK Audit LLP, Statutory Auditor

Chartered Accountants

25 Farringdon Street

London, EC4A 4AB

24 October 2023

WILMINGTON TRUST (UK) LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2022

		Year ended 31 December 2022	Year ended 31 December 2021
	Note	£	£
Administrative expenses		(6,966)	(23,538)
Impairment		-	(937,901)
Operating loss		(6,966)	(961,439)
Interest receivable		955	-
Loss before taxation		(6,011)	(961,439)
Taxation	5	825	3,946
Loss and total comprehensive expense for the year		<u>(5,186)</u>	<u>(957,493)</u>

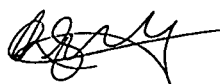
All operations were continuing in the current year.

The notes on pages 11 to 16 form part of these financial statements.

WILMINGTON TRUST (UK) LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Investments	6	13,195,765	13,195,765
Current Assets			
Debtors	8	227,455	224,157
Cash at bank and in hand		598,763	606,526
		<u>826,218</u>	<u>830,683</u>
Creditors: amounts falling due within one year	9	<u>(13,839)</u>	<u>(13,118)</u>
Net current assets		812,379	817,565
Total assets less current liabilities		<u>14,008,144</u>	<u>14,013,330</u>
Capital and reserves			
Called up share capital	11	50	50
Share premium account	12	3,599,950	3,599,950
Capital contribution	12	5,049,546	5,049,546
Profit and loss reserves	12	5,358,598	5,363,784
Total equity		<u>14,008,144</u>	<u>14,013,330</u>

These financial statements of Wilmington Trust (UK) Limited were approved and authorised for issue by the Board of Directors on 24 October 2023 and signed on its behalf by:



Mr A Geraghty
Director

The notes on pages 11 to 16 form part of these financial statements.

WILMINGTON TRUST (UK) LIMITED**STATEMENT OF CHANGES IN EQUITY****FOR THE YEAR ENDED 31 DECEMBER 2022**

	Share capital	Share premium account	Capital contribution	Profit and loss reserve	Total
	£	£	£	£	£
Balance at 1 January 2021	50	3,599,950	5,049,546	6,321,277	14,970,823
Loss and total comprehensive expense for the year	-	-	-	(957,493)	(957,493)
Balance at 31 December 2021	50	3,599,950	5,049,546	5,363,784	14,013,330
Loss and total comprehensive expense for the year	-	-	-	(5,186)	(5,186)
Balance at 31 December 2022	50	3,599,950	5,049,546	5,358,598	14,008,144

The notes on pages 11 to 16 form part of these financial statements.

WILMINGTON TRUST (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1. ACCOUNTING POLICIES

Wilmington Trust (UK) Limited is a company limited by shares incorporated in England and Wales. The registered office is Third Floor, 1 King's Arms Yard, London, EC2R 7AF.

The Company's principal activities are disclosed in the Directors' report. The nature of the Company's operations are that of an investment holding company.

Basis of preparation

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

The financial statements are prepared in sterling, which is the functional currency of the Company. Monetary amounts in these financial statements are rounded to the nearest £.

The Company has applied the exemption available under FRS 102 1.11c in respect of preparing the Statement of cash flows.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

Consolidated financial statements

The Company has taken advantage of the exemption under section 401 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the Company as an individual entity and not about its group.

Going concern

The financial statements have been prepared on the going concern basis as the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In particular, management has assessed the likely cash requirements over the 12 months from the date of signing the financial statements and concluded that they have sufficient working capital to enable the Company to continue trading.

Wilmington Trust (UK) Limited is a non-trading holding company and as such is dependent on the support of fellow group companies, notably its trading subsidiaries, to settle costs incurred by the Company on its behalf. The Company shares common Directors with the trading subsidiaries and owns 100% of the share capital of these companies. As a result, the Directors are satisfied that support will continue to be provided for at least 12 months from the date of signing the financial statements of the Company.

Having taken into account the information available to them to the date of signing the financial statements, management are satisfied that the Company remains a going concern.

Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the Company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated debt instrument.

WILMINGTON TRUST (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1. ACCOUNTING POLICIES (continued)

Financial instruments

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Financial assets are classified into specific categories. The classification depends on the nature and purpose of the financial assets and is determined at the time of recognition.

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. 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.

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.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the Company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other payables, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the Company's contractual obligations are discharged, cancelled, or they expire.

WILMINGTON TRUST (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1. ACCOUNTING POLICIES (continued)

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the Company.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to the profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting period.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

Subvention payments

Where tax losses are surrendered between group companies the Company surrendering the loss may receive compensation from the recipient Company in the form of subvention payments. The value of the subvention payment would be the amount of tax saved by the recipient Company.

2. JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

WILMINGTON TRUST (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

2. JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. A provision of impairment of investments is established when there is objective evidence that the value of the subsidiary is lower than the carrying value of the investment held. The level of provision recognised is an area of judgement by management.

3. AUDITORS REMUNERATION

Fees payable to the Company's auditor and its associates:

	2022	2021
	£	£
Audit of the Company's statutory financial statements	19,166	12,543
Other services relating to tax	1,791	5,550
	<u>20,957</u>	<u>18,093</u>

4. EMPLOYEES

There were no employees during the year (2021: nil) and no Directors received remuneration (2021: £nil). No Director was a member of a money purchase scheme in the year (2021: £nil).

5. TAXATION

	2022	2021
	£	£
Current tax		
UK corporation tax credit on losses for the current period	<u>825</u>	<u>3,946</u>
Current tax reconciliation		
	2022	2021
	£	£
Loss on ordinary activities before tax	(6,011)	(961,439)
Current tax at 19%	<u>(1,142)</u>	<u>(182,673)</u>
Expenses not deductible for tax purposes	-	178,230
Income not deductible for tax purposes	-	-
Other adjustments	317	497
Total current tax charge	<u>(825)</u>	<u>(3,946)</u>

The Company has £58,675 (2021: £65,906) of non trade losses to carry forward.

The Company has not recognised a deferred tax asset of £14,669 (2021: £3,954), due to uncertainty over when the tax losses will be utilised.

WILMINGTON TRUST (UK) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

6. FIXED ASSET INVESTMENTS

	Note	2022 £	2021 £
Investment in subsidiaries	7	<u>13,195,765</u>	<u>13,195,765</u>
Movements in fixed asset investments			Shares £
Cost			
At 1 January 2022			<u>14,133,666</u>
Impairment			
At 1 January 2022			<u>937,901</u>
Carrying value			
At 31 December 2022			<u><u>13,195,765</u></u>

7. SUBSIDIARIES

Company	Country of incorporation	Class of shares	Holding (%)	Type of holding
Wilmington Trust SP Services (London) Limited	England and Wales	Ordinary	100	direct
Wilmington Trust (London) Limited	England and Wales	Ordinary	100	direct
Wilmington Trust SP Services (Frankfurt) GmbH	Germany	Ordinary	100	direct
Wilmington Trust SP Services (Dublin) Limited	Ireland	Ordinary	100	direct
Wilmington Trust SAS	France	Ordinary	100	direct
Wilmington Trust (Milano) SRL	Italy	Ordinary	100	direct

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Company	Profit/(loss) £	Capital and Reserves £
Wilmington Trust SP Services (London) Limited	(1,898,291)	7,146,018
Wilmington Trust (London) Limited	6,638,548	42,623,498
Wilmington Trust SP Services (Frankfurt) GmbH	594,412	6,590,680
Wilmington Trust SP Services (Dublin) Limited	887,965	12,184,267
Wilmington Trust SAS	1,458	1,060,737
Wilmington Trust (Milano) SRL	(543)	7,700

Where applicable the results of subsidiaries in foreign jurisdictions have been translated into GBP as at 31 December 2022.

WILMINGTON TRUST (UK) LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2022****8. DEBTORS**

	2022 £	2021 £
Amounts due from subsidiary undertakings	<u>227,455</u>	<u>224,157</u>

Amounts due from subsidiary undertakings are unsecured, interest free and repayable on demand.

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Accruals and deferred income	<u>13,839</u>	<u>13,118</u>

10. FINANCIAL INSTRUMENTS

	2022 £	2021 £
Financial assets		
Financial assets measured at amortised cost	<u>226,630</u>	<u>224,157</u>
Financial liabilities		
Financial liabilities at amortised cost	<u>13,839</u>	<u>13,118</u>

11. SHARE CAPITAL

	2022 £	2021 £
50 fully paid ordinary shares at £1 each	<u>50</u>	<u>50</u>

The Company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the Company.

12. RESERVES**Share premium**

Consideration received for shares issued above their nominal value net of transaction costs.

Profit and loss reserves

Cumulative profit and loss net of distributions to owners.

Capital contribution reserve

Funds provided by the parent Company to assist Wilmington Trust (UK) Limited acquire its subsidiaries.

13. CONTROLLING PARTY

The Company is a subsidiary undertaking of M&T Bank Corporation, a Company incorporated in the USA. At 31 December 2022 the smallest and largest group and ultimate controlling-party in which the results of the Company are consolidated was that headed by M&T Bank Corporation. The consolidated financial statements of this Company are available to the public and may be obtained from Shareholder Relations Department, One M&T Plaza, 13th Floor, Buffalo, NY 14203-2399.