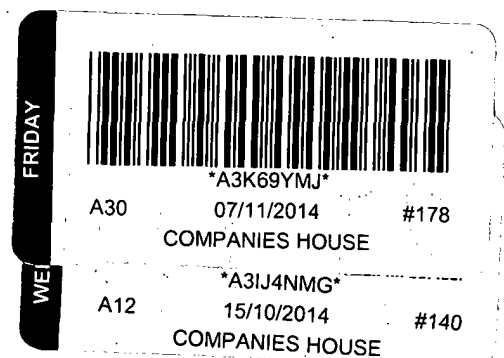


Elgin Capital Services Limited

Financial Statements

for the year ended 31 March 2014

REGISTERED NUMBER 04497838



Elgin Capital Services Limited

Report of the Directors and Financial Statements for the year ended 31 March 2014

Report of the Directors	2
Statement of Directors' Responsibilities in Relation to the Directors' Report and the Financial Statements	3
Independent Auditor's Report to the Members of Elgin Capital Services Limited	4
Statement of Comprehensive Income	5
Balance Sheet	6
Statement of Changes in Equity	7
Cash Flow Statement	8
Notes to the Financial Statements	9-13

Elgin Capital Services Limited

Report of the Directors

The directors present their report and the audited financial statements of Elgin Capital Services Limited ("the Company") for the 12 months to 31 March 2014.

Incorporation and commencement

The Company was incorporated on 29 July 2002 and commenced trading on 18 December 2002.

Principal activities and review of the business

On the 17 August 2011 the entire share capital of the entity was acquired by Rothschild Credit Management Limited.

The principal activity of the Company is that of a service company which provides administration services to Elgin Capital LLP ("the LLP"), of which it is a Corporate Member. The LLP provides investment fund management services to its customers and is regulated by the Financial Conduct Authority with permission for this activity.

Shareholders' funds decreased from £143,896 at 31 March 2013 to £30,178 at 31 March 2014.

Business Review and Performance

The directors' intention is to wind down the company following the settlement of its remaining assets and liabilities; they have not prepared the accounts on a going concern basis. The effect of this is explained in Note 1.

Results and dividends

The loss for the year is set out in the Statement of Comprehensive Income on page 5. The directors do not propose the payment of an ordinary dividend (2013: nil).

Directors

The directors who held office during the year are:

Philip Yeates
John Sealy

Auditor

Our auditor, KPMG Audit Plc, has instigated an orderly wind down of business. The Board have decided to put KPMG LLP forward to be appointed as auditor and a resolution concerning its appointment will be put to the board.

Disclosure of information to auditors

The directors who held office at the date of approval of the director's report confirms that, so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware; and the directors have taken all the steps that ought to have taken as directors to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

On behalf of the board



JOHN SEALY
Director

10 SEPTEMBER 2014

Elgin Capital Services Limited

Statement of Directors' Responsibilities in Relation to the Directors' Report and the Financial Statements

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

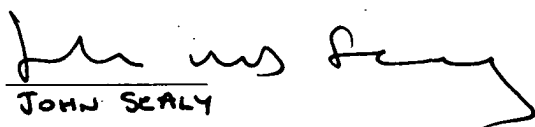
Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU") and applicable law.

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 judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS as adopted by the EU; 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

On behalf of the board



JOHN SEALY

Director

10 SEPTEMBER 2014

Independent Auditor's Report to the Members of Elgin Capital Services Limited

We have audited the financial statements of Elgin Capital Services Limited for the year ended 31 March 2014 set out on pages 5 to 13. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRS) as adopted by the EU.

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.

Respective Responsibilities of Directors and Auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2014 and of its loss for the period ;
- have been properly prepared in accordance with IFRSs as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

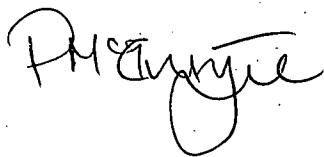
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



Pamela McIntyre (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL
DATE 10 September 2014

Elgin Capital Services Limited

Statement of Comprehensive Income

for the year ended 31 March 2014

		12 months to 31 March 2014 £	12 months to 31 March 2013 £
	<i>Notes</i>		
Profit allocation from Elgin Capital LLP		975,243	862,643
Administrative expenses		(975,243)	(762,644)
Write off of Available for sale investments		<u>(116,825)</u>	<u>-</u>
(Loss)/Profit before tax	2	(116,825)	99,999
Taxation	5	3,107	(4,595)
(Loss)/Profit for the year		<u>(113,718)</u>	<u>95,404</u>
Other comprehensive income		-	-
Total comprehensive (loss)/income in the year		<u>(113,718)</u>	<u>95,404</u>

All amounts are in respect of continuing interest

The notes on pages 9 to 13 form an integral part of these financial statements.

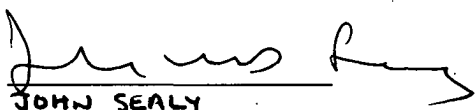
Elgin Capital Services Limited

Balance sheet

as at 31st March 2014

	Notes	31 March 2014 £	31 March 2013 £
Non-current assets			
Available-for-sale investments	6	9,568	126,393
Current assets			
Receivables	7	172	435,108
Cash		234,633	71,343
		<u>234,805</u>	<u>506,451</u>
Current liabilities			
Payables: amounts falling due within one year	8	(214,195)	(488,948)
Net current assets		<u>20,610</u>	<u>17,503</u>
Net assets		<u>30,178</u>	<u>143,896</u>
Shareholder's equity			
Called up equity share capital	9	1	1
Retained Earnings		30,177	143,895
Total shareholder's funds		<u>30,178</u>	<u>143,896</u>

Approved by the Board and signed on its behalf on the 10th SEPTEMBER 2014


JOHN SEALY
Director

Registered No: 4497838

Elgin Capital Services Limited

Statement of Changes in Equity

For the year ended 31 March 2014

	Share Capital £	Retained Earnings £	Total equity £
At 1 April 2013	1	143,895	143,896
Total comprehensive loss for the year	-	(113,718)	(113,718)
At 31 March 2014	<u>1</u>	<u>30,177</u>	<u>30,178</u>
At 1 April 2012	1	48,491	48,492
Total comprehensive income for the year	-	95,404	95,404
At 31 March 2013	<u>1</u>	<u>143,895</u>	<u>143,896</u>

The notes on pages 9 to 13 form an integral part of these financial statements.

Elgin Capital Services Limited

Statement of Cash Flows

for the year ended 31 March 2014

	<i>Notes</i>	12 months to 31 March 2014	12 months to 31 March 2013
Cash flows from operating activities		£	£
(Loss)/Profit for the year		(113,718)	95,404
Write off of Available for sale investment		116,825	-
Taxation		(4,204)	4,595
		<u>(1,097)</u>	<u>99,999</u>
Changes in other receivables	7	434,936	(434,865)
Changes in other payables	8	(270,549)	402,415
Net cash received in operating activities		<u>163,290</u>	<u>67,549</u>
Cash and cash equivalents at the start of the reporting year		71,343	3,794
Cash and cash equivalents at 31 March		<u><u>234,633</u></u>	<u><u>71,343</u></u>

The notes on pages 9 to 13 form an integral part of these financial statements.

Elgin Capital Services Limited

Notes to the financial statements

as at 31st March 2014

Elgin Capital Services Limited ("the Company") is a company incorporated in the United Kingdom.

1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

Basis of preparation

The financial statements are prepared and approved by the directors in accordance with International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretations Committee ("IFRIC") interpretations, endorsed by the European Union ("EU") and with those requirements of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements are prepared under the historical cost accounting rules.

Going concern

The directors' intention is to wind down the Company following the settlement of its remaining assets and liabilities; therefore they have not prepared the accounts on a going concern basis.

No adjustments were necessary to the amounts at which the remaining net assets are included in these financial statements.

Available-for-sale investments

Available-for-sale investments comprise non-derivative financial assets that are designated as available-for-sale on initial recognition and are measured at fair value. Fair value changes are recognised in other comprehensive income. When the relevant asset is derecognised, on sale or other disposal, or is impaired, the cumulative fair value changes recognised in other comprehensive income are reclassified from equity to profit or loss. Impairment losses are recognised in the income statement, when there is objective evidence of impairment.

Foreign currencies

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken to the profit and loss account.

Taxation and deferred taxation

Tax payable on profits is recognised in the income statement, except to the extent that it relates to items that are recognised in other comprehensive income or directly in equity.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred tax is determined using tax rates and laws that are expected to apply when the related deferred tax asset is realised, or the deferred tax liability is settled.

Pension scheme

The Company operates a defined contribution plan. All contributions made for employees are charged directly through the profit and loss account. The contributions made for each employee is 3% of the employee's salary.

Cash and cash equivalents

Cash for the purpose of the statement of cash flows, comprises cash in hand and money deposited with financial institutions that can be withdrawn without notice.

2. Operating income

This is stated after charging:

	12 months to 31 March 2014	12 months to 31 March 2013
Auditor's remuneration:	£	£
-Audit of these financial statements borne by the parent and recharged to the company	5,175	5,000
	<u>5,175</u>	<u>5,000</u>

3. Staff costs

	12 months to 31 March 2014	12 months to 31 March 2013
	£	£
Wages and salaries	842,826	649,775
Social security costs	116,325	90,485
Pensions	5,250	5,250
	<u>964,401</u>	<u>745,510</u>

Key man bonuses for the year ended 31 March 2014 totalled £657,968 (2013: £474,775) excluding employers national insurance.

	2014 No.	2013 No.
The average number of employees during the period was as follows:		
Fund Management	1	1

4. Director's emoluments

There were no directors emoluments for the year ended 31 March 2014 (2013: Nil).

5. Taxation

	12 months to 31 March 2014 £	12 months to 31 March 2013 £
Tax charged to the income statement		
Current Tax:		
Over provision in prior year	3,107	(4,595)
Total current tax credited/(charged) to the income statement	<u>3,107</u>	<u>(4,595)</u>
Deferred Tax:		
Prior year adjustment	-	-
Total deferred tax credited to the income statement	<u>-</u>	<u>-</u>
Total Tax credited/(charged) to the income statement	<u><u>3,107</u></u>	<u><u>(4,595)</u></u>

The tax credited/(charged) on (loss)/profit differs from the theoretical amount that would arise using the standard tax rate as follows:

(Loss)/Profit before tax	<u>(116,825)</u>	<u>99,999</u>
Tax charge at 23% (2013 - 24%)	26,870	(24,000)
Effects of:		
Over provision in prior year	3,107	-
Disallowable items	(26,870)	-
Unrecognised losses utilised in year	-	19,405
Tax (credited)/charged to the income statement	<u><u>3,107</u></u>	<u><u>(4,595)</u></u>

The UK Corporation tax rate has been changed from 24 per cent to 23 per cent from 1 April 2013. The March 2013 Budget announced that the rate will reduce further to 20 per cent by 2015 in addition to the previously planned reduction to 21 per cent by 2014. This has no effect on the current tax balances.

6. Available-for-sale investments

	31 March 2014 £	31 March 2013 £
<i>Unquoted</i>		
Deemed capital contribution	-	116,825
2% Investment in Elgin Capital LLP	9,568	9,568
	<u>9,568</u>	<u>126,393</u>

The capital structure of Elgin Capital LLP was altered when ownership of the LLP changed on 17 August 2011. As at 30 November 2010, the Company's 2% interest cost £17,600. Following restructure this was repaid to the previous shareholders. Post restructure the Company made a new 2% investment at a cost of £9,568.

Management has reassessed the recoverability of the deemed capital contribution. Taking into account developments during the year, management believe the deemed capital contribution has no value and has therefore been written off.

7. Receivables

	31 March 2014 £	31 March 2013 £
VAT recoverable	172	180
Amounts due from Elgin Capital LLP	-	434,928
	<u>172</u>	<u>435,108</u>

8. Payables: amounts falling due within one year

	31 March 2014 £	31 March 2013 £
Accruals	11,367	384,546
Amount due to Elgin Capital LLP	83,646	-
Amount due to NM Rothschild & Sons Limited	110,940	38,944
Other creditors	8,242	61,254
Corporation tax payable	-	4,204
	<u>214,195</u>	<u>488,948</u>

9. Called up share capital

Ordinary shares of £1 each	31 March 2014 No.	31 March 2013 No.
Authorised	<u>50,000</u>	<u>50,000</u>
Issued and fully paid	<u>1</u>	<u>1</u>

10. Related party transactions

The Company is a member of Elgin Capital LLP, a limited liability partnership registered in England and Wales, whose registered office is New Court, St Swithin's Lane, London EC4N 8AL.

The Company receives a discretionary profit share from Elgin Capital LLP in accordance with the partnership agreement dated 20 March 2012. The total distributions for the accounting period are £975,243 (2013: £862,643).

At 31 March 2014, the amount payable to Elgin Capital LLP was £83,646 (2013: Receivable £434,928).

At 31 March 2014, the amount payable by the Company to NM Rothschild & Sons Limited was £110,940 (2013: 38,944).

The Company contributes 2% of committed capital to Elgin Capital LLP. 98% of the committed capital is contributed by Rothschild Credit Management Limited, the Company's immediate parent.

11. Parent Undertaking and Ultimate Holding Company

The largest group in which the results of the Company are consolidated is that headed by Rothschild Concordia SAS, incorporated in France. The smallest group in which they are consolidated is that headed by N M Rothschild & Sons Limited, registered in England & Wales. The consolidated financial statements of this group are available to the public and may be obtained from Companies House.

The Company's immediate parent company is Rothschild Credit Management Limited

The Company's registered office is located at New Court, St Swithin's Lane, London EC4N 8AL.

12. Commitment and Contingencies

There were no contingent liabilities or capital commitments at 31 March 2014 (2013: Nil).