Registered number: 05406945

ASHCOURT ROWAN LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021

ASHCOURT ROWAN LIMITED

COMPANY INFORMATION

Directors	A Baddeley N Mitford-Slade C Woodhouse
Company secretary	G White
Registered number	05406945
Registered office	The Observatory Western Road Bracknell RG12 1TL
Independent auditor	Mazars LLP Chartered Accountants and Statutory Auditor 30 Old Bailey London EC4M 7AU

ASHCOURT ROWAN LIMITED

CONTENTS

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors present their report and the financial statements for the year ended 31 December 2021.

The Company has elected not to present a Strategic Report in accordance with section 414B of the Companies Act 2006 exemption relating to small companies.

Business review

Ashcourt Rowan Limited (the "Company") is a wholly owned subsidiary of Towry Finance Company Limited, which is a subsidiary of Tilney Smith & Williamson Limited, the parent company for which consolidated accounts are prepared (the "Group").

The Company's principal activity is to act as an intermediate holding company.

Turnover for the year was £273,000 (2020 - £nil), as a result of costs being recharged to other Group subsidiaries. Operating profit for the year increased to £70,000 (2020 - loss of £3,758,000). The loss in the previous year was mainly in respect of a write off of the investment in one of it's subsidiaries, Savoy Asset Management Limited, which has been liquidated.

At 31 December 2021, the Company had net assets of £27,741,000 (2020 - £27,735,000).

Directors

The Directors who served during the year were:

A Baddeley
N Mitford-Slade
C Woodhouse

Indemnity

The Directors have been covered by third party liability insurance throughout the year and the policy of insurance remains in force.

Results and dividends

The profit for the year, after taxation, amounted to £6,000 (2020 - loss of £3,830,000).

During the year, the Company paid dividends of £nil (2020 - £nil).

Principal risks and uncertainties

Risk and compliance oversight is managed at Group level. Some of the Board directors are also directors in Tilney Smith & Williamson Limited. The Company is not exposed to material interest rate risk, market risk, liquidity risk or credit risk. The Company is exposed to variable returns from its investments in subsidiaries.

Financial key performance indicators

As the Company is a holding company with few activities there are no significant key performance indicators for the Company.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

Going concern

The Directors are required to satisfy themselves that it is reasonable to presume that the Company is a going concern. After reviewing the Company's performance projections for the period of at least 12 months from the date of issue of the financial statements, the Directors are satisfied that, in taking account of a range of stress tests which are deemed to be severe but plausible, the Company has adequate access to resources to enable the Company to meet its obligations and continue in operational existence for the foreseeable future. Accordingly, the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Independent auditor

Under s487(2) of the Companies Act 2006, Mazars LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

Post balance sheet events

There have been no material post balance sheet events requiring disclosure prior to the date of signing this report.

Future outlook

The Directors have reviewed the business and consider the performance of the Company to be in line with expectations for the year. The Directors consider that the Company's position at the end of the period is consistent with the size and complexity of the business. The Directors are cautiously optimistic that the current levels of performance will be maintained in the medium-term.

Company secretary

On 1 September 2021, G White was appointed as Company Secretary to replace D Saunders who resigned as Company Secretary on the same day.

Directors' responsibilities statement

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 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 Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021

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 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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information. Legislation in the United Kingdom, governing the preparation and dissemination of financial statements, may differ from legislation in other jurisdictions.

Disclosure of information to the auditor

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of s418 of the Companies Act 2006.

This report was approved by the Board and signed on its behalf.

G White
Secretary

Date: 26 May 2022

The Observatory
Western Road
Bracknell
RG12 1TL

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ASHCOURT ROWAN LIMITED

Opinion

We have audited the financial statements of Ashcourt Rowan Limited (the 'Company') for the year ended 31 December 2021 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (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 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities 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 ASHCOURT ROWAN 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 the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In 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 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 by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Company 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;
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement set out on page 2 - 3, 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 the financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

Based on our understanding of the Company and its industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: breaches of financial crime laws and regulations, regulatory compliance, and anti-money laundering regulation.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ASHCOURT ROWAN LIMITED

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Discussing with the Directors and Management their policies and procedures regarding compliance with laws and regulations;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit;
- Considering the risk of acts by the Company, which were contrary to applicable laws and regulations, including fraud;
- Review of the compliance register, correspondence with regulators, including the legal regulator, the Financial Conduct Authority, and licensing authorities such as compliance with ICAEW requirements;
- Review reporting to the Group Risk and Audit Committee in respect of regulatory, compliance and legal matters;
- Review of internal audit reports, with particular focus on those with potential implications for the financial statements;
- Results of our enquiries of Management, Internal Audit and the Group Risk and Audit Committee about their own identification and assessment of the risks of irregularities, and whether they had knowledge of any actual, suspected or alleged fraud; and
- Challenging assumptions and judgements made by Management in its significant accounting estimates, in relation to the carrying amounts of assets and liabilities that are not readily apparent from other sources.

We also considered those laws and regulations that have a direct impact on the preparation of the financial statements, such as FRS 101 "Reduced Disclosure Framework" and the Companies Act 2006.

In addition, we evaluated the Directors' and Management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, management bias in significant accounting estimates, in particular those involving fair values and impairment, and significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the Directors and Management on whether they had knowledge of any actual, suspected, or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team involving relevant internal specialists, such as accounting, Tax and IT, regarding the risk of fraud, particularly how, why and where fraud might occur in the financial statements; and
- Addressing the risks of fraud through management override of controls by identifying and testing journal entries with particular risk characteristics.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with Management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ASHCOURT ROWAN LIMITED

Use of the audit 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.

Andrew Heffron (May 26, 2022 16:27 GMT+1)

Andrew Heffron (Senior Statutory Auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
London

Date: 26 May 2022

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £000	2020 £000
Turnover	4	**273**	-
Administrative expenses		**(203)**	(196)
Exceptional items	10	**-**	(3,562)
Operating profit/(loss)	5	**70**	(3,758)
Interest payable and similar charges	8	**(62)**	(64)
Profit/(loss) before tax		**8**	(3,822)
Taxation	9	**(2)**	(8)
Profit/(loss) for the financial year		**6**	(3,830)

The Company has no other comprehensive income or loss items other than the profit for the current year and loss for the prior year.

The notes on pages 12 to 25 form part of these financial statements.

BALANCE SHEET
AS AT 31 DECEMBER 2021

	Note	2021 £000	2020 £000
Fixed assets			
Tangible assets	11	**503**	653
Investments	12	**25,592**	25,592
		26,095	26,245
Current assets			
Debtors: Amounts falling due within one year	13	**6,053**	29,664
		6,053	29,664
Creditors: Amounts falling due within one year	14	**(3,853)**	(27,420)
Net current assets		**2,200**	2,244
Total assets less current liabilities		**28,295**	28,489
Creditors: Amounts falling due after more than one year	15	**(349)**	(611)
		27,946	27,878
Provisions for liabilities			
Other provisions	18	**(205)**	(143)
		(205)	(143)
Net assets		**27,741**	27,735

BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2021

	Note	2021 £000	2020 £000
Capital and reserves			
Called up share capital	19	**7,098**	7,098
Share premium account		**41,898**	41,898
Profit and loss account		**(21,255)**	(21,261)
Total equity		**27,741**	27,735

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 26 May 2022.

A Baddeley
Director

The notes on pages 12 to 25 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 January 2020	**7,098**	**41,898**	**(17,431)**	**31,565**
Loss for the financial year	-	-	(3,830)	(3,830)
Total comprehensive loss for the financial year	**-**	**-**	**(3,830)**	**(3,830)**
At 31 December 2020	**7,098**	**41,898**	**(21,261)**	**27,735**
Profit for the financial year	-	-	6	6
Total comprehensive income for the financial year	**-**	**-**	**6**	**6**
At 31 December 2021	**7,098**	**41,898**	**(21,255)**	**27,741**

The notes on pages 12 to 25 form part of these financial statements.

1. General information

Ashcourt Rowan Limited (the "Company") is a company incorporated and domiciled in the United Kingdom under the Companies Act 2006. The registered number is 05406945 and the registered office address is The Observatory, Western Road, Bracknell, RG12 1TL.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The Company's top UK parent undertaking, Tilney Smith & Williamson Limited includes the Company in its consolidated financial statements and therefore the Company is exempt from the requirement to produce consolidated financial statements. The consolidated financial statements of Tilney Smith & Williamson Limited are prepared in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006, are available to the public and may be obtained from the Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases. The requirements of paragraph 58 of IFRS 16, provided that the disclosure of details in indebtedness relating to amounts payable after 5 years required by company law is presented separately for lease liabilities and other liabilities, and in total
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

2. Accounting policies (continued)

2.3 Going concern

The Directors are required to satisfy themselves that it is reasonable to presume that the Company is a going concern. After reviewing the Company's performance projections for the period of at least 12 months from the date of issue of the financial statements, the Directors are satisfied that, in taking account of a range of stress tests which are deemed to be severe but plausible, the Company has adequate access to resources to enable the Company to meet its obligations and continue in operational existence for the foreseeable future. Accordingly, the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Services provided to group companies

Turnover, net of value added tax, is attributable to services provided to group companies, which are recognised in the Statement of Comprehensive Income when the related services are performed.

2.5 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Accounting policies (continued)

2.6 Exceptional items

Exceptional items are shown as a named line item in the Statement of Comprehensive Income. The Company has followed generally accepted accounting practice in reserving the term "exceptional" for costs that are non-recurring in nature, considered to be material in size, and do not form part of the core operating activities of the Company.

2.7 Tangible assets

Tangible assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the Company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Right-of-use assets	- Over the life of the lease

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment. The impairment testing performed considered the net assets of the subsidiaries held and whether this exceeded the carrying value. In instances where the net asset value is lower than the carrying value, a value in use assessment is performed using discounted forecast cash flows for the relevant subsidiary to assess whether an impairment has arisen.

2.9 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2. Accounting policies (continued)

2.10 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.11 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

2.12 Leases

The Company as a lessee

The Company assesses whether a contract is or contains a lease, at inception of a contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;

The lease liability is included in 'Creditors' on the Balance Sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised discount rate.

2. Accounting policies (continued)

2.12 Leases (continued)

- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The Company did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are included in the 'Tangible Assets' line in the Balance Sheet.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in note 2.7.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

2.13 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets and financial liabilities are initially measured at fair value.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

2. Accounting policies (continued)

2.13 Financial instruments (continued)

Impairment of financial assets

The Company always recognises lifetime expected credit losses (ECL) for trade receivables and amounts due on contracts with customers. The ECL on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

3. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts 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. In making these estimates and judgements, the impact of COVID 19 has been considered and, where appropriate, additional disclosures have been made.

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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical judgements and estimates that the Directors have made in the process of applying the Company's accounting policies. The judgements, apart from those involving estimation, are those that have the most significant effect on the amounts recognised in financial statements. The estimates are the assumptions made about the future, and other major sources of estimation uncertainty at the end of the reporting period, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

3. Critical accounting judgements and key sources of estimation uncertainty (continued)

Accounting estimates

Impairment of investments in subsidiaries

Determining whether the Company's investments in subsidiaries have been impaired requires estimations of the investments' value. Where net assets are less than the carrying value, determining whether the Company's investments in subsidiaries have been impaired requires estimations of the investments' values-in-use. The value-in-use calculations require the entity to estimate the future cash flows expected to arise from the investments and suitable discount rates in order to calculate present values. A cash flow period of 5 years with a terminal growth rate of 1.5% was used for the value in use, with a post-tax discount rate of 8.3%. The carrying amount of investments in subsidiaries at the balance sheet date was £25,570,000 (2020 - £25,570,000) with no impairment loss recognised during the year ended 31 December 2021.

Estimation of dilapidations provision

Dilapidations are estimated based on advice from chartered surveyors and previous experience of exit costs. Management ensures that the estimated cost of fulfilling the leasehold dilapidation obligations is reliably estimated based on information available, that the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that a transfer of economic benefits will be required to settle the obligation. The estimate takes into account the condition and layout of the building at the date of the cost assessment. The amount of dilapidations provision at the balance sheet date was £205,000 (2020 - £143,000).

4. Turnover

An analysis of turnover by class of business is as follows:

	2021	2020
	£000	£000
Recovery of lease related costs	**273**	-

All turnover arose within the United Kingdom.

Turnover for the year represents a 3% service fee on property related costs recharged to other Group subsidiaries, as per the new cost alloation methodology adopted during the year, following the acquisition of Smith & Williamson by Tilney in 2020.

5. Operating profit/(loss)

Operating profit/(loss) for the year has been arrived at after charging:

	2021	2020
	£000	£000
Depreciation of right-of-use assets (note 11)	**203**	196

6. Auditor's remuneration

	2021 £000	2020 £000
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	**2**	2

Audit fees were paid and borne by TS&W Services Limited, another company within the Group.

The Company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the group accounts of the parent company.

7. Directors' remuneration

	2021 £000	2020 £000
Salaries and other emoluments	**2,835**	1,718
Pension scheme contributions	**-**	-
	2,835	1,718

	2021 £000	2020 £000
The highest paid Director received the following remuneration:		
Salaries and other emoluments	**1,286**	873
Pension scheme contributions	**-**	-
	1,286	873

Certain Executive Directors are also Directors of other group companies. It is not practicable to allocate their total remuneration between their services as executives to this Company or other group companies, and no such allocation has been attempted.

8. Interest payable and similar charges

	2021 £000	2020 £000
Interest on lease liabilities (note 16)	**62**	64

9. Taxation

	2021	2020
	£000	£000
Corporation tax		
Current tax on profit for the year	**2**	-
Total current tax	**2**	-
Deferred tax		
Origination and reversal of timing differences	**11**	15
Changes to tax rates	**(11)**	(7)
Total deferred tax	**-**	8
Taxation on profit on ordinary activities	**2**	8

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2020 - higher than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021	2020
	£000	£000
Profit/(loss) on ordinary activities before tax	**8**	(3,822)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	**2**	(726)
Effects of:		
Expenses not deductible for tax purposes	**11**	677
Group relief	**-**	64
Effects of changes in tax rates	**(11)**	(7)
Total tax charge for the year	**2**	8

9. Taxation (continued)

Factors that may affect future tax charges

Corporation tax is calculated at 19% (2020 - 19%) of the estimated taxable profit for the year for UK tax-resident entities, and at the applicable local tax rate for entities tax-resident in other jurisdictions.

On 3 March 2021, the Chancellor of the Exchequer announced in the Budget that the main rate of UK Corporation Tax for large companies will rise from 19% to 25% with effect from 1 April 2023. This announcement impacts the rate at which deferred tax balances reversing on or after that date are recognised in the financial statements. The rate change was legislated for in the Finance Act 2021 which was substantively enacted on 24 May 2021.

10. Exceptional items

	2021 **£000**	2020 £000
Investments written off	-	3,562

The Company owned the entire share capital of Savoy Asset Management Limited, which was dissolved in February 2021. In 2020, as part of the liquidation, Savoy Asset Management Limited transferred loans owed to it by Group companies to Ashcourt Holdings Limited, a fellow subsidiary undertaking. The loans totalled £3,562,000 and were transferred for nominal consideration, reducing the net assets of Savoy Asset Management Limited. Due to this reduction in net assets, the Company has impaired the carrying value of its investment in Savoy Asset Management Limited.

11. Tangible assets

	Right-of-use assets £000
Cost or valuation	
At 1 January 2021	**1,960**
Additions	**53**
At 31 December 2021	**2,013**
Depreciation	
At 1 January 2021	**1,307**
Charge for the year on owned assets	**203**
At 31 December 2021	**1,510**
Net book value	
At 31 December 2021	**503**
At 31 December 2020	653

12. Investments

	Investments in subsidiary companies £000	Trade investments £000	Total £000
Cost or valuation			
At 1 January 2021	**25,570**	**22**	**25,592**
At 31 December 2021	**25,570**	**22**	**25,592**

12. Investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
Ashcourt Holdings Limited	The Observatory, Western Road, Bracknell, Berkshire, RG12 1TL	£0.02 Ordinary shares; £1 Preference shares	100%
TS&W Group Services Limited	25 Moorgate, London, England, EC2R 6AY	£1 Ordinary shares	100%

13. Debtors: Amounts falling due within one year

	2021 £000	2020 £000
Amounts owed by group undertakings	**6,004**	29,615
Deferred tax asset (note 17)	**49**	49
	6,053	29,664

14. Creditors: Amounts falling due within one year

	2021 £000	2020 £000
Amounts owed to group undertakings	**3,562**	27,166
Lease liabilities	**291**	254
	3,853	27,420

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

15. Creditors: Amounts falling due after more than one year

	2021 £000	2020 £000
Lease liabilities	**349**	611

16. Leases

Company as a lessee

The leases relate to property rental agreements.

Lease liabilities are due as follows:

	2021 £000	2020 £000
Not later than one year	**291**	254
Between one year and five years	**349**	611
	640	865

The following amounts in respect of leases, where the Company is a lessee, have been recognised in profit or loss:

	2021 £000	2020 £000
Interest expense on lease liabilities	**62**	64

17. Deferred tax asset

	2021 £000
At 1 January	**49**
Charged to profit or loss	**-**
At 31 December	**49**

The provision for deferred taxation is made up as follows:

	2021 £000	2020 £000
Leases	**49**	49

18. Other provisions

	Dilapidations £000
At 1 January 2021	143
Charged to profit or loss	6
New provisions	56
At 31 December 2021	**205**

The dilapidation provision relates to property rentals held by the Company.

19. Called up share capital

	2021 £000	2020 £000
Authorised, allotted, called up and fully paid		
35,489,566 (2020 - 35,489,566) Ordinary shares of £0.20 each	**7,098**	7,098

20. Related party transactions

The Company has taken advantage of the exemption in FRS 101 "Reduced Disclosures Framework" from the requirement to disclose transactions with group companies on the grounds that it is 100% owned by Tilney Smith & Williamson Limited.

21. Post balance sheet events

There have been no material post balance sheet events requiring disclosure prior to the date of signing this report.

22. Controlling party

As at 31 December 2021, the Company's immediate parent undertaking is Towry Finance Company Limited a Company incorporated in the United Kingdom.

The Directors consider the ultimate parent company and ultimate controlling party to be Platinum L.P. Guernsey Limited, a company incorporated in Guernsey.

Symmetry Topco Guernsey Limited is the parent undertaking of the largest group for which consolidated financial statements are prepared.

Tilney Smith & Williamson Limited is the parent undertaking of the smallest group for which consolidated financial statements are prepared. The registered address for Tilney Smith & Williamson Limited is 6 Chesterfield Gardens, Mayfair, London, W1J 5BQ. Copies of the group accounts of that company are available from the Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.