Company Registration No. 07199183 (England and Wales)

HANSON ASSET MANAGEMENT LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012



COMPANY INFORMATION

Directors E D Collins

The Hon R W Hanson

F B Hope

J R T McDonald C P Teroerde A Qureshi

Company number 07199183

Registered office 26 Mount Row

London W1K 3SQ

Independent Auditors Saffery Champness

Lion House Red Lion Street

London WC1R 4GB

Bankers Barclays Bank plc

Broadgate 2 Leicester LE87 2BB

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2012

The directors present their report and financial statements for the year ended 31 March 2012

Principal activities and review of the business

The principal activity of the company is to provide fund and asset management services to the Hanson family, professional investors and institutions. The company is regulated by the Financial Services Authority

The results for the year and the financial position at the year end were considered satisfactory by the directors who expect continued growth in the foreseeable future

Given the straightforward nature of the business, the directors' are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance and position of the business

The risk management policy reflects the FSA requirement to manage a number of different categories of risk including credit risk, market risk, business risk, operational risk and liquidity risk. These risks are managed by the company by close and careful monitoring by senior management. The company is not exposed to any material levels of risk under these headings and the directors are content with the risk management policies in place.

Directors

The following directors have held office since 1 April 2011

E D Collins

The Hon R W Hanson

J Heyworth-Dunne

(Resigned 19 January 2012)

F B Hope

JRT McDonald

C P Teroerde

A Qureshi

(Appointed 19 March 2012)

Auditors

Saffery Champness have expressed their willingness to remain in office as auditors of the company

DIRECTORS' REPORT (continued) FOR THE YEAR ENDED 31 MARCH 2012

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors 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.

The directors have reviewed the company's financial position at the balance sheet date and for the period ending on the anniversary of the date of approval of these financial statements. They have considered liquidity risk, key assumptions and uncertainties. As a result of this assessment, the directors have adopted the going concern basis of accounting for the preparation of these financial statements.

Statement of disclosure to auditors

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

DIRECTORS' REPORT (continued) FOR THE YEAR ENDED 31 MARCH 2012

FSA Pillar 3 disclosure

The Capital Requirements Directive of the European Union (the "Directive") established a revised regulatory capital framework across Europe governing the amount and nature of capital that must be maintained by credit institutions and investment firms. In the United Kingdom, the Directive has been implemented by the Financial Services Authority ("FSA") in its regulations through the General Prudential Sourcebook ("GENPRU") and the Prudential Sourcebook for Banks, Building Societies and Investment Firms ("BIPRU")

The FSA framework consists of three Pillars

- Pıllar I sets out the mınımum capital amount that meets a firm's credit, market and operational risk,
- Pıllar 2 requires firms to assess annually whether Pıllar 1 capital is adequate to meet the risks actually faced and, where necessary, to maintain additional capital, and
- Pillar 3 requires public disclosure of specified information about the underlying risk management controls and capital position

Hanson Asset Management Limited is authorised and regulated by the FSA and is subject to regulatory capital requirements assessed in accordance with the Directive. The Company is categorised as a BIPRU limited licence firm by the FSA for capital purposes. It is an investment management and advisory firm and as such has no trading book exposure. The Company is not a member of a group and not subject to consolidated regulatory capital reporting for prudential purposes.

The Directors and senior managers of the company determine the business strategy and risk appetite together with the design and implementation of a risk identification, monitoring and management framework. The Directors and senior managers are responsible for managing risk within the firm. The Company principally manages its risks by operating to defined procedures consistent with the size and complexity of the Company. Additionally as new risks arise, these are dealt with appropriately at the time.

Risk appetite is the degree of risk that senior management are willing to accept without applying further resources and capital to mitigate the risk. Risks are assessed in terms of the probability and potential impact of risks after having taken into account any risk mitigation arrangements. Reasonable steps are taken by the Company to reduce the probability of any risk crystallising.

The Company is relatively small with a simple operational infrastructure. It also carries a small amount of market risk and credit risk exposure to its clients. The Company follows the standardised approach for the assessment of both market risk and credit risk, using a simplified approach to calculate risk weights for credit risk exposures.

The key risks the Directors believe the Company is exposed to are operational and business risks

DIRECTORS' REPORT (continued) FOR THE YEAR ENDED 31 MARCH 2012

FSA Pıllar 3 disclosure (continued)

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems. The Company has sound operational and compliance procedures and ensures all staff are experienced and knowledgeable to perform their responsibilities to the highest standards of professionalism and integrity. The Company has identified relevant risks and related mitigation and controls as part of its Internal Capital Adequacy Assessment Process ("ICAAP")

Business risk is the risk of the failure to meet the business strategy. The Company has established specific policies and procedures to cover this type of exposure

Capital resources

The Company's regulatory capital resources of £394,120 comprise Tier 1 capital with no deductions

Pillar 1 capital resources requirement

The Company's Pillar 1 capital resource requirement consists of its fixed overhead requirement which amounted to £163,416 as at 31 March 2012

Pillar 2 capital resources requirement

As required by BIPRU 2, the Directors have considered the adequacy of the Company's internal capital resources available to support its current and future activities through the ICAAP. The Directors have completed a detailed risk assessment exercise in order to compile the necessary information to support the ICAAP. It is the Directors' opinion that this approach addresses each area of potential risk and its likelihood of occurring in relation to the Company's operations.

After consideration of the Company's planning horizon over the current 12 month period and the impact of potential risk areas, the Directors believe that no additional capital is required under Pillar 2

Other disclosures

In line with FSA requirements as set out in GENPRU, the Directors review capital adequacy requirements annually in the light of the Company's ongoing business. In accordance with BIPRU 2, the Company acknowledges that the Board, as the governing body, is responsible for the ICAAP and forms an integral part of the Company's management process and decision-making culture.

By order of the board

The have

F B Hope Secretary

24 July 2012

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HANSON ASSET MANAGEMENT LIMITED

We have audited the financial statements of Hanson Asset Management Limited for the year ended 31 March 2012 set out on pages 7 to 18 The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

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 auditors' 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 2, 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2012 and of its loss 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

Opinion on other matter prescribed by the Companies Act 2006

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

INDEPENDENT AUDITORS' REPORT (continued) TO THE MEMBERS OF HANSON ASSET MANAGEMENT LIMITED

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

Michael Di Leto (Senior Statutory Auditor) for and on behalf of Saffery Champness

24 July 2012

Chartered Accountants Statutory Auditors

Lion House Red Lion Street London WC1R 4GB

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2012

	Notes	2012 £	2011 £
Turnover	2	769,433	242,658
Cost of sales		(204,261)	(68,250)
Gross profit		565,172	174,408
Administrative expenses		(642,556)	(192,062)
Operating loss	3	(77,384)	(17,654)
Other interest receivable and similar			
income	4	770	-
Amounts written off investments	5	(11,316)	
Loss on ordinary activities before			
taxation		(87,930)	(17,654)
Tax on loss on ordinary activities	6	(498)	(398)
Loss for the year	13	(88,428)	(18,052)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

The notes on pages 10 to 18 form part of these financial statements.

BALANCE SHEET AS AT 31 MARCH 2012

			2012		2011
	Notes	£	£	£	£
Fixed assets					
Tangible assets	7		4,480		1,992
Investments	8		•		11,216
			4,480		13,208
Current assets					
Debtors	9	269,252		2,902	
Cash at bank and in hand		138,375		484,022	
		407,627		486,924	
Creditors: amounts falling due					
within one year	10	(17,091)		(17,186)	
Net current assets			390,536		469,738
Total assets less current liabilities			395,016		482,946
Provisions for liabilities	11		(896)		(398)
			394,120		482,548
Capital and reserves					
Called up share capital	12		1,000		1,000
Share premium account	13		499,600		499,600
Profit and loss account	13		(106,480)		(18,052)
Shareholders' funds	14		394,120		482,548

The notes on pages 10 to 18 form part of these financial statements

Approved by the Board and authorised for issue on 24 July 2012

Properties

Director

Company Registration No. 07199183

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2012

	Notes	£	2012 £	£	2011 £
Net cash outflow from operating	11000	-	-	-	
activities	18		(342,830)		(2,745)
Returns on investments and servicing of finance Interest received		770		-	
Net cash inflow for returns on					
investments and servicing of					
finance			770		-
Canital avaandituse					
Capital expenditure Payments to acquire tangible assets		(3,487)		(2,617)	
Net cash outflow for capital					
expenditure			(3,487)		(2,617)
Acquisitions and disposals					
Purchase of subsidiary undertakings		(100)		(11,216)	
Net cash outflow for acquisitions					
and disposals			(100)		(11,216)
Net cash outflow before					
management of liquid resources					
and financing			(345,647)		(16,578)
Financing				500 600	
Issue of ordinary share capital				500,600	
Net cash inflow from financing					500,600
(Decrease)/increase in cash in the					
year	19, 20		(345,647)		484,022

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2012

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Turnover

Turnover represents amounts receivable for fund and asset management services net of VAT and discounts

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows.

Computer equipment

33% straight line

Fixtures, fittings & equipment

20% straight line

1.5 Investments

Fixed asset investments are stated at cost less provision for diminution in value

1.6 Revenue recognition

Turnover is recognised on an accruals basis in accordance with the work performed to date

1.7 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

1.8 Foreign currency translation

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

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

2	Turnover		
	Geographical market		
		Turnov	
		2012	2011
		£	£
	UK	77,500	136,500
	Non UK	691,933	106,158
		769,433	242,658
3	Operating loss	2012	2011
		£	£
	Operating loss is stated after charging		
	Depreciation of tangible assets	999	625
	Auditors' remuneration	4,000	4,000
	Directors' remuneration	131,237	78,294
4	Investment income	2012	2011
		£	£
	Bank interest	770	
		770	
5	Amounts written off investments	2012	2011
		£	£
	Amounts written off fixed asset investments		
	- permanent diminution in value	11,316	

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

6	Taxation	2012 £	2011 £
	Total current tax	-	-
	Deferred tax		
	Origination and reversal of timing differences	498	398
	Factors affecting the tax charge for the year		
	Loss on ordinary activities before taxation	(87,930)	(17,654)
	Loss on ordinary activities before taxation multiplied by standard rate		
	of UK corporation tax of 20 00% (2011 - 21 00%)	(17,586)	(3,707)
	Effects of		
	Non deductible expenses	3,470	-
	Capital allowances	(498)	-
	Tax losses carried forward	15,177	3,707
	Other tax adjustments	(563)	
		17,586	3,707
	Current tax charge for the year		

The company has estimated losses of £88,397 (2011 - £11,324) available for carry forward against future trading profits

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

7	Tangible fixed assets	Plant and machinery	Fixtures, fittings & equipment	Total
		£	£	£
	Cost			
	At 1 April 2011	962	1,655	2,617
	Additions	2,267	1,220	3,487
	At 31 March 2012	3,229	2,875	6,104
	Depreciation			
	At 1 April 2011	294	331	625
	Charge for the year	608	391	999
	At 31 March 2012	902	722	1,624
	Net book value			
	At 31 March 2012	2,327	2,153	4,480
	At 31 March 2011	668	1,324	1,992

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

8 Fixed asset investments

	Shares in subsidiary undertakings
	£
Cost	
At 1 April 2011	11,216
Additions	
At 31 March 2012	11,316
Provisions for diminution in value	
At 1 Aprıl 2011	-
Charge for the year	11,316
At 31 March 2012	11,316
Net book value	
At 31 March 2012	
At 31 March 2011	11,216

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies

Company	Country of registration or Shares held		
	ıncorporation	Class	%
Subsidiary undertakings			
Hanson Holding Lux SARL	Luxembourg	Ordinary	100 00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows

		Capital and	Profit/(loss)
		reserves	for the year
		2012	2012
	Principal activity	£	£
Hanson Holding Lux SARL	Dormant company	3,479	-
U			

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

9	Debtors	2012 £	2011 £
	Trade debtors	240,032	-
	Amounts owed by parent and fellow subsidiary undertakings	961	-
	Other debtors	19,468	2,201
	Prepayments and accrued income	8,791	701
		269,252	2,902
10	Creditors, amounts falling due within one year	2012	2011
		£	£
	Amounts owed to parent and fellow subsidiary undertakings	2,519	641
	Taxes and social security costs	-	5,023
	Other creditors	-	2,124
	Accruals and deferred income	14,572	9,398
		17,091	17,186
11	Provisions for liabilities	De	ferred tax lıability £
	Balance at 1 April 2011		398
	Profit and loss account		498
	Balance at 31 March 2012		896
	The deferred tax liability is made up as follows:		
		2012 £	2011 £
	Accelerated capital allowances	896	398
			<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

12	Share capital	2012 £	2011 £
	Allotted, called up and fully paid	-	_
	1,000 ordinary shares of £1 each	1,000	1,000
13	Statement of movements on reserves	G.	D C
		Share premium	Profit and loss
		account £	account £
	Balance at 1 April 2011	499,600	(18,052)
	Loss for the year		(88,428)
	Balance at 31 March 2012	499,600	(106,480)
14	Reconciliation of movements in shareholders' funds	2012	2011
		£	£
	Loss for the financial year	(88,428)	(18,052)
	Proceeds from issue of shares		500,600
	Net (depletion in)/addition to shareholders' funds	(88,428)	482,548
	Opening shareholders' funds	482,548	
	Closing shareholders' funds	394,120	482,548
15	Directors' remuneration	2012	2011
		£	£
	Remuneration for qualifying services	131,237	78,294

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

16 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

	2012 Number	2011 Number
Advisory and fund management services	5	2
Employment costs	2012 £	2011 £
Wages and salaries Social security costs	345,949 44,529	108,108
	390,478	122,009

17 Control

The ultimate controlling party is The Hon R W Hanson by virtue of his controlling interest in the company's share capital

18	Reconciliation of operating loss to net cash outflow from operating	2012	2011
	activities	£	£
	Operating loss	(77,384)	(17,654)
	Depreciation of tangible assets	999	625
	Increase in debtors	(266,350)	(2,902)
	(Decrease)/Increase in creditors within one year	(95)	17,186
	Net cash outflow from operating activities	(342,830)	(2,745)

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 31 MARCH 2012

19	Analysis of net debt	1 Aprıl 2011	Cash flow	Other non- cash changes	31 March 2012
		£	£	£	£
	Net cash				
	Cash at bank and in hand	484,022	(345,647)	-	138,375
	Net funds	484,022	(345,647)	-	138,375
20	Reconciliation of net cash flow to move	ment in net funds	5	2012 £	2011 £
	(Decrease)/increase in cash in the year			(345,647)	484,022
	Movement in net funds in the year			(345,647)	484,022
	Opening net funds			484,022	
	Closing net funds			138,375	484,022

21 Related party relationships and transactions

During the period, the company was recharged expenses of £473,798 (2011 £113,717) by Hanson Family Holdings Limited, a company of which The Hon R W Hanson is a director and controlling party. At the balance sheet date, a creditor of £2,519 (2011 £641) was outstanding