
TRILOGY MANAGING GENERAL AGENTS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 APRIL 2015

THURSDAY



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COMPANIES HOUSE

TRILOGY MANAGING GENERAL AGENTS LIMITED

COMPANY INFORMATION

DIRECTORS

L Barker (appointed 11 November 2014)
C J Blackwell
R E McCoy (appointed 11 November 2014)
J M Nicholson

COMPANY SECRETARY

R&Q Central Services Limited

REGISTERED NUMBER

08397254

REGISTERED OFFICE

2 Minster Court
London
EC3R 7BB

INDEPENDENT AUDITORS

Wilkins Kennedy LLP
Chartered Accountants
Bridge House
London Bridge
London
SE1 9QR

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**STRATEGIC REPORT
FOR THE YEAR ENDED 30 APRIL 2015**

INTRODUCTION

The principal activity of the Company is that of an underwriting agency, administering insurance business. The main business is underwriting UK commercial property and liability business.

BUSINESS REVIEW

The directors are satisfied with the Company's progress to date and expect the Company operation to develop in the future with the financial result to improve.

The Company intends to continue its normal activities in terms of acting as an underwriting agency, administering insurance business.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company's activities expose it to a variety of financial and non-financial risks. The Directors are responsible for managing the Company's exposure to these risks and, where possible, introducing controls and procedures that mitigate the effects of the exposure to risk.

The Company's operations are exposed to the cyclical factors that affect the insurance market, which impact the level of premiums written and commissions earned.

The Company is not directly exposed to the underwriting result on the business that it writes, but the final underwriting profit does determine the amount of commission that is received. In addition, not having risk capital of its own, the Company and its operations are exposed to potential changes of underwriting practice and policy by its sole provider of risk capital, Syndicate 1991 at Lloyd's.

Loss of key staff

The operations of the Company are reliant on key staff. The directors believe that its Human Resources policies are sufficient to recruit and retain such staff.

Regulatory risk

The Company is authorised and regulated by the Financial Conduct Authority. Failure to comply with applicable regulations could result in a variety of sanctions. The Directors have established a business ethos in which best practice is the required standard for all operations, both in the commercial interests of the business and to ensure regulatory compliance.

Liquidity risk

The Company at present requires the use of debt finance to manage its liquidity and therefore has an exposure to the price risk of financial instruments. As the Company's operation develops the use of debt finance is expected to diminish.

Credit risk

The Company's principal financial assets are cash and trade receivables.

The Company's credit risk is primarily attributable to its trade receivables with its exposure spread over a number of counterparties and customers and therefore the concentration of credit risk is deemed limited.

TRILOGY MANAGING GENERAL AGENTS LIMITED

**STRATEGIC REPORT (continued)
FOR THE YEAR ENDED 30 APRIL 2015**

FINANCIAL KEY PERFORMANCE INDICATORS

The Company's key performance indicators during the year were as follows:

	2015	2014
	£	£
Turnover	549	186
Operating profit/(loss)	(507)	(405)

OTHER KEY PERFORMANCE INDICATORS

The use of non-financial key performance indicators is not considered appropriate in understanding the performance and development of the Company.

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

Romy Bevellet Murphy
On behalf of

R&Q Central Services Limited
Secretary

Date: 23/02/16

TRILOGY MANAGING GENERAL AGENTS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 APRIL 2015

The Directors present their report and the financial statements for the year ended 30 April 2015.

RESULTS

The loss for the year, after taxation, amounted to £425,192 (2014 - loss £329,495).

DIRECTORS

The Directors who served during the year were:

L Barker (appointed 11 November 2014)
C J Blackwell
R E McCoy (appointed 11 November 2014)
J M Nicholson

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Strategic Report, 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:

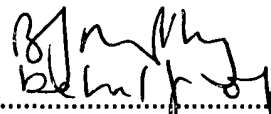
- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

AUDITORS

Under section 487(2) of the Companies Act 2006, Wilkins Kennedy LLP will be deemed to have been reappointed as auditors 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.

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

 BEVERLEY MURPHY
on behalf of
.....
R&Q Central Services Limited
Secretary

Date: 23/02/2016

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TRILOGY MANAGING GENERAL AGENTS LIMITED

We have audited the financial statements of Trilogy Managing General Agents Limited for the year ended 30 April 2015, set out on pages 6 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 shareholders, 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 shareholders 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 shareholders 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, 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 Strategic Report and the Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 30 April 2015 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 Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

TRILOGY MANAGING GENERAL AGENTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TRILOGY MANAGING GENERAL AGENTS 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.

Wilkins Kennedy LLP
Julian Golding (Senior Statutory Auditor)
for and on behalf of
Wilkins Kennedy LLP
Chartered Accountants
Bridge House
London Bridge
London
SE1 9QR
Date:

TRILOGY MANAGING GENERAL AGENTS LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 APRIL 2015**

	Note	Year ended 30 April 2015 £	Period ended 30 April 2014 £
TURNOVER	1,2	548,704	185,770
Administrative expenses		<u>(1,055,476)</u>	<u>(590,690)</u>
OPERATING LOSS	3	(506,772)	(404,920)
Interest payable and similar charges	6	<u>(22,563)</u>	<u>(6,961)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(529,335)	(411,881)
Tax on loss on ordinary activities	7	<u>104,143</u>	<u>82,386</u>
LOSS FOR THE FINANCIAL YEAR	15	<u>(425,192)</u>	<u>(329,495)</u>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2015 or 2014 other than those included in the Profit and Loss Account.


The notes on pages 9 to 18 form part of these financial statements.

TRILOGY MANAGING GENERAL AGENTS LIMITED
REGISTERED NUMBER: 08397254

BALANCE SHEET
AS AT 30 APRIL 2015

	Note	£	2015 £	As restated 2014 £
FIXED ASSETS				
Tangible assets	8		-	62,568
CURRENT ASSETS				
Debtors	9	1,412,335	937,341	
Cash at bank		863,165	472,140	
		<u>2,275,500</u>	<u>1,409,481</u>	
CREDITORS: amounts falling due within one year	11	<u>(1,788,112)</u>	<u>(1,501,344)</u>	
NET CURRENT ASSETS/(LIABILITIES)			<u>487,388</u>	<u>(91,863)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>487,388</u>	<u>(29,295)</u>
CREDITORS: amounts falling due after more than one year	12		<u>(941,875)</u>	
NET LIABILITIES			<u><u>(454,487)</u></u>	<u><u>(29,295)</u></u>
CAPITAL AND RESERVES				
Called up share capital	14		200	200
Share premium account	15		300,000	300,000
Profit and loss account	15		<u>(754,687)</u>	<u>(329,495)</u>
SHAREHOLDERS' DEFICIT	17		<u><u>(454,487)</u></u>	<u><u>(29,295)</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



C J Blackwell
Director

Date: 23 FEBRUARY 2016

The notes on pages 9 to 18 form part of these financial statements.

TRILOGY MANAGING GENERAL AGENTS LIMITED

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 APRIL 2015**

		Year ended 30 April 2015 £	<i>As restated Period ended 30 April 2014 £</i>
	Note		
Net cash flow from operating activities	18	(36,725)	(338,394)
Returns on investments and servicing of finance	19	(22,563)	(6,961)
Capital expenditure and financial investment	19	-	(62,568)
CASH OUTFLOW BEFORE FINANCING		(59,288)	(407,923)
Financing	19	450,313	880,063
INCREASE IN CASH IN THE YEAR		391,025	472,140

**RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT
FOR THE YEAR ENDED 30 APRIL 2015**

	Year ended 30 April 2015 £	<i>As restated Period ended 30 April 2014 £</i>
Increase in cash in the year	391,025	472,140
Cash inflow from increase in debt and lease financing	(450,313)	(491,562)
MOVEMENT IN NET DEBT IN THE YEAR	(59,288)	(19,422)
Net debt at 1 May 2014 (as restated)	(19,422)	-
NET DEBT AT 30 APRIL 2015	(78,710)	(19,422)

The notes on pages 9 to 18 form part of these financial statements.

TRILOGY MANAGING GENERAL AGENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2015

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

1.2 Going concern

The Directors have assessed the position of the Company and it is expected to be able to meet its liabilities as they fall due. The Directors believe that no material uncertainty exists that may cast significant doubts over the ability of the Company to continue as a going concern.

The Company is required to report its regulatory capital surplus or deficit to the Financial Conduct Authority ("FCA") bi-annually to cover the solvency position of the Company. In accordance with this requirement the Directors have put the following plan in place to mitigate and eliminate any regulatory capital deficit:

- Monthly review of management accounts and solvency position
- Consideration of cumulative profits and losses forecast for the remainder of the period
- Consideration of the debt position and intended repayments
- Implement any further steps required to rectify a deficit including discussions with debenture holders and shareholders

The Directors believe that with this plan in place and with the support of the Company's shareholders that the Company will not be in breach of the FCA requirements in the foreseeable future.

The Directors have received confirmation from the Company's shareholders that they will continue to support the operations of the Company for the foreseeable future. The Company has also received confirmation from its debenture loan holders that immediate repayment of the loans will not be requested, payment will be expected as per the terms of the various debentures.

Therefore, the Company's Directors have reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future.

1.3 Turnover

Turnover consists principally of commissions associated with the placement of insurance contracts.

Revenues from commissions are recognised at the inception date of the policy, or the date of contractual entitlement, if later. Alterations in commissions arising from premium adjustments are taken into account as and when such adjustments are notified.

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 of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Computer equipment consisted of an underwriting system, however, all tangible fixed assets were disposed of during the year.

TRILOGY MANAGING GENERAL AGENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2015

1. ACCOUNTING POLICIES (continued)

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Pensions

The Company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Company to the fund in respect of the year.

1.7 Insurance debtors and creditors

The Company acts as an agency administering insurance business on behalf of Syndicate 1991 at Lloyd's. Notwithstanding the legal relationship with clients and underwriters, the Company has followed generally accepted accounting practice by showing debtors, creditors and cash relating to insurance business as assets and liabilities of the Company itself.

2. TURNOVER

The whole of the turnover is attributable to the Company's principal activity as a commercial property and liability insurance underwriting agency.

All turnover arose within the United Kingdom.

3. OPERATING LOSS

The operating loss is stated after charging:

	Year ended 30 April 2015 £	<i>Period ended 30 April 2014 £</i>
Auditors' remuneration	7,500	6,000

TRILOGY MANAGING GENERAL AGENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2015

4. STAFF COSTS

Staff costs, including Directors' remuneration, were as follows:

	Year ended 30 April 2015 £	Period ended 30 April 2014 £
Wages and salaries	566,274	388,999
Social security costs	71,486	47,167
Other pension costs	8,401	-
	<u>646,161</u>	<u>436,166</u>

The average monthly number of employees, including the Directors, during the year was as follows:

	Year ended 30 April 2015 No.	Period ended 30 April 2014 No.
Directors	1	1
Services	5	5
	<u>6</u>	<u>6</u>

5. DIRECTORS' REMUNERATION

	Year ended 30 April 2015 £	Period ended 30 April 2014 £
Remuneration	<u>255,242</u>	<u>166,666</u>
Company pension contributions to defined contribution pension schemes	<u>2,917</u>	<u>-</u>

During the year retirement benefits were accruing to 1 Director (2014 - NIL) in respect of defined contribution pension schemes.

The highest paid Director received remuneration of £255,242 (2014 - £166,666).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £2,917 (2014 - £NIL).

TRILOGY MANAGING GENERAL AGENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2015**

6. INTEREST PAYABLE

	Year ended 30 April 2015 £	Period ended 30 April 2014 £
On debenture loans	22,563	6,961

7. TAXATION

	Year ended 30 April 2015 £	Period ended 30 April 2014 £
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Analysis of tax charge in the year/period

Deferred tax (see note 13)

Origination and reversal of timing differences	(104,143)	(82,386)
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Tax on loss on ordinary activities	(104,143)	(82,386)
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Factors affecting tax charge for the year/period

The tax assessed for the year/period is higher than (2014 - *higher than*) the standard rate of corporation tax in the UK of 20% (2014 - 20%). The differences are explained below:

	Year ended 30 April 2015 £	Period ended 30 April 2014 £
Loss on ordinary activities before tax	(529,335)	(411,881)

Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2014 - 20%)	(105,867)	(82,376)
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Effects of:

Expenses not deductible for tax purposes	1,695	-
Capital allowances for year/period in excess of depreciation	-	(12,514)
Write off of fixed assets	12,514	-
Unrelieved tax losses carried forward	91,658	94,890

Current tax charge for the year/period (see note above)	-	-
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Factors that may affect future tax charges

The Company has tax losses carried forward in the UK of £932,644 (2014: £474,449) that are available indefinitely for offset against future taxable profits of the Company.

TRILOGY MANAGING GENERAL AGENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2015**

8. TANGIBLE FIXED ASSETS

	Computer equipment £
Cost	
At 1 May 2014	62,568
Disposals	(62,568)
At 30 April 2015	-
Depreciation	
At 1 May 2014 and 30 April 2015	-
Net book value	
At 30 April 2015	-
At 30 April 2014	62,568

9. DEBTORS

	2015 £	<i>As restated</i> 2014 £
Due after more than one year		
Deferred tax asset (see note 13)	186,529	82,386
Due within one year		
Insurance debtors	891,000	546,695
Other debtors	51,956	215,699
Trade debtors	-	81,608
Prepayments and accrued income	282,850	10,953
	1,412,335	937,341

10. CASH AT BANK AND IN HAND

At 30 April 2015 £851,196 (2014: £370,522) relates to cash held in insurance broking accounts.

TRILOGY MANAGING GENERAL AGENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2015**

11. CREDITORS:
Amounts falling due within one year

	2015 £	As restated 2014 £
Debenture loans	-	491,562
Insurance creditors	1,717,374	917,217
Other creditors	10,614	28,458
Trade creditors	-	832
Other taxation and social security	24,110	21,415
Accruals and deferred income	36,014	41,860
	<u>1,788,112</u>	<u>1,501,344</u>

12. CREDITORS:
Amounts falling due after more than one year

	2015 £	2014 £
Debenture loans	<u>941,875</u>	<u>-</u>

Debenture loans include £52,653 (2014: £50,982) due to a Director of the Company and £889,222 (2014: £440,580) due to a shareholder. These debentures are subordinated to senior liabilities.

13. DEFERRED TAX ASSET

	2015 £	2014 £
At beginning of year/period	82,386	-
Released during year/period (P&L)	104,143	82,386
At end of year/period	<u>186,529</u>	<u>82,386</u>

The deferred tax asset is made up as follows:

	2015 £	2014 £
Tax losses carried forward	<u>186,529</u>	<u>82,386</u>

The deferred tax asset has arisen from past tax losses which are forecast to be utilised in future accounting periods.

TRILOGY MANAGING GENERAL AGENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2015

14. SHARE CAPITAL

	2015 £	2014 £
Allotted, called up and fully paid		
140 (2014 - 200) Ordinary shares of £1 each	140	200
60 A Ordinary shares of £1 each	60	-
	<u>200</u>	<u>200</u>

During the year the shareholders re-submitted the Articles of the Company to correct the shares held by R&Q as being 'A' Ordinary shares issued at a premium of £300,000.

The 'A' Ordinary shares and Ordinary shares rank parri passu save that on a return of capital, whether in a winding-up or reduction of capital or otherwise, or a sale of the Company, the holders of the 'A' Ordinary share receive preferential rights to the amount held within share premium.

15. RESERVES

	Share premium account £	Profit and loss account £
At 1 May 2014	300,000	(329,495)
Loss for the financial year	-	(425,192)
	<u>300,000</u>	<u>(754,687)</u>
At 30 April 2015		

16. PRIOR YEAR ADJUSTMENT

A prior year adjustment has been included to reflect the correction of the shares held by R&Q as 'A' Ordinary shares (see note 14).

This adjustment results in the recognition of a share premium of £300,000 with an other debtor of £211,699, being the same amount as the share premium offset by amounts already paid (previously shown within other creditors) of £88,301. There is no effect on the profit or loss of the Company in either period.

TRILOGY MANAGING GENERAL AGENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2015**

17. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

	2015	<i>As restated</i>
	£	2014
		£
Opening shareholders' deficit	(29,295)	-
Loss for the financial year/period	(425,192)	(329,495)
Shares issued during the year/period	-	200
Share premium on shares issued (net of expenses)	-	300,000
	<u>(454,487)</u>	<u>(29,295)</u>
Closing shareholders' deficit	<u>(454,487)</u>	<u>(29,295)</u>

18. NET CASH FLOW FROM OPERATING ACTIVITIES

	Year ended	<i>As restated</i>
	30 April	<i>Period ended</i>
	2015	30 April
	£	2014
		£
Operating loss	(506,772)	(404,920)
Loss on disposal of tangible fixed assets	62,568	-
Increase in debtors	(370,851)	(854,955)
Increase in creditors	778,330	921,481
	<u>(36,725)</u>	<u>(338,394)</u>
Net cash outflow from operating activities	<u>(36,725)</u>	<u>(338,394)</u>

19. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT

	Year ended	<i>Period ended</i>
	30 April	30 April
	2015	2014
	£	£
Returns on investments and servicing of finance		
Interest paid	(22,563)	(6,961)
	<u>(22,563)</u>	<u>(6,961)</u>
Capital expenditure and financial investment		
Purchase of tangible fixed assets	-	(62,568)
	<u>-</u>	<u>(62,568)</u>

TRILOGY MANAGING GENERAL AGENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2015**

19. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT (continued)

	Year ended 30 April 2015 £	<i>As restated</i> <i>Period ended</i> 30 April 2014 £
Financing		
Issue of ordinary shares	-	300,200
Purchase of debenture loans	450,313	491,562
Loans from shareholders	-	88,301
Net cash inflow from financing	450,313	880,063

20. ANALYSIS OF CHANGES IN NET DEBT

	1 May 2014 £	Cash flow £	Other non-cash changes £	30 April 2015 £
Cash at bank and in hand	472,140	391,025	-	863,165
Debt:				
Debts due within one year	(491,562)	(450,313)	941,875	-
Debts falling due after more than one year	-	-	(941,875)	(941,875)
Net debt	(19,422)	(59,288)	-	(78,710)

21. CAPITAL COMMITMENTS

At 30 April 2015 the Company had capital commitments as follows:

	2015 £	2014 £
Contracted for but not provided in these financial statements	-	19,000

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2015**

22. PENSION COMMITMENTS

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £8,401 (2014: £nil). At the year end contributions of £7,501 were included in other creditors.

23. RELATED PARTY TRANSACTIONS

A shareholder, Randall & Quilter Underwriting Management Holdings Ltd ("R&Q"), has provided a debenture loan to the Company. Interest is charged at a rate of 2.75% above LIBOR and at 30 April 2015 the total debenture balance (including accrued interest) was £889,222 (2014: £440,580). This debenture is subordinated to senior liabilities.

The Company acts as an underwriting agency for Syndicate 1991 at Lloyd's which is managed by R&Q Managing Agency Limited ("RQMA"), a subsidiary of R&Q. Transactions in the year total £3,766,950 (2014: £1,299,783) with £1,717,374 (2014: £917,217) owed to Syndicate 1991 at Lloyd's at 30 April 2015. All transactions are on an arm's length basis.

R&Q also provided administrative services to the Company totalling £163,921 (2014: £88,301) during the period, with £252,222 (2014: £88,301) owed to R&Q at 30 April 2015, this amount reduces the unpaid share premium debtor with R&Q; the net amount owed by R&Q is £47,778 (2014: £211,699).

CGI Insurance Services Ltd ("CGI"), a shareholder, acts as an insurance broker for the Company. Transactions in the year total £1,180,251 (2014: £192,500), with £721,402 (2014: £69,781) owed to the Company at 30 April 2015.

A Director has provided a debenture loan to the Company. Interest is charged at a rate of 2.75% above LIBOR and at 30 April 2015 the total debenture balance (including accrued interest) was £52,653 (2014: £50,982). This debenture is subordinated to senior liabilities.

R McCoy, in his capacity as director of the Company, provided services totalling £4,227 during the year which are included within the R&Q administration services disclosed above.

24. CONTROLLING PARTY

In the opinion of the Directors there is no ultimate controlling party.