Company Registration No. 06020476 (England and Wales)

Alquity Investment Management Limited

Annual report and financial statements for the year ended 30 June 2017

MONDAY



LD8

26/03/2018 COMPANIES HOUSE

#

Company information

Directors Paul Robinson

Sureshbhai Mistry Christopher Wehbe

Company number

06020476

Registered office

3 Waterhouse Square

138 - 142 Holborn

London EC1N 2SW

Independent auditors

Saffery Champness LLP

71 Queen Victoria Street

London EC4V 4BE

Contents

	Page
Strategic report	1-7
Directors' report	8 - 9
Independent auditors' report	10 - 12
Statement of comprehensive income	13
Statement of financial position	14
Statement of changes in equity	15
Statement of cash flows	16
Notes to the financial statements	17 - 32

Strategic report For the year ended 30 June 2017

The directors present the strategic report and financial statements for the year ended 30 June 2017.

Review of the business

In 2010, we set out on a journey to build a different type of investment management business. Alquity's operating model is built around a Virtuous Circle, based around 3 interconnected pillars:

- Attractive Returns generate strong returns from investors via a high conviction, non-benchmarked investment process incorporating both financial analysis and importantly material non-financial analysis;
- Responsible Investment we use forward-looking ESG (Environmental, Social and Governance)
 analysis to enhance our long-term returns, whilst minimising volatility and risk. This approach means
 we have a greater understanding of the companies we invest in and in particular the quality,
 transparency and alignment of company management to our goal of monetising opportunities for
 investors;
- Transforming Lives we recognise that driving good corporate behaviour is not enough to create
 truly inclusive economic growth. We therefore donate a minimum of 10% of our management fees
 to support micro-finance and employment readiness programs in the areas we invest in. This
 provides a hand-up to these communities at no-cost to our investors, and also generates economic
 stimulus for these same economies over the long term.

Our focus remains centred around this Virtuous Circle and the progress we have made demonstrates that Responsible Capitalism is a viable concept. In 2014 our fund range expanded from our one Africa fund to a range of 5 funds. The AUM of \$188m in the UCITs fund is now broadly spread across the funds with Asia being the largest with just over \$60m AUM. In addition we have a significant mandate from CalPERs, which takes our overall AUM to in excess of \$300m.

New Funds contribute significantly to revenue growth

Overall Assets Under Management (AUM) for the Alquity SICAV at 30 June 2017 was \$188,719,377, representing an increase of 78.2% over the 12-month period.

Following a number of years of significant market uncertainty and a cyclical low in emerging market performance, the last year has seen EM come slowly back into vogue. This, along with good performance and longer track records for the funds, has allowed us to achieve significant growth in the last 12 months.

The 4 funds which launched in April 2014 have continued to contribute positively, adding \$85.9 in new AUM over the 12 month period. Africa fund has been challenging in both performance and redemptions terms, with a negative impact on overall AUM.

The new funds growth profile is encouraging:

- Asia fund has grown AUM by 88%
- Latin America fund has grown AUM by 104%
- India Subcontinent fund has grown AUM by 219%
- Future World fund has grown AUM by 278%

Performance was positive with the Indian Subcontinent fund being particularly pleasing, beating the benchmark by c.40% over the last 3 years.

Strategic report (continued) For the year ended 30 June 2017

Now the funds are reaching more reasonable critical mass and have a 3 year plus track record there is much potential for future growth in AUM. We have a strong pipeline of new AUM opportunities that we feel confident will continue to crystallise over the coming months and years.

One of the key developments over the last year has been our engagement with a limited number of more institutional clients. This resulted in us winning a mandate from CalPERs in December 2016, which was initially funded for \$81m, and has since grown to c.\$100m. CalPERs are the largest pension fund in the US, managing over \$330bn on behalf of State employees and retirees. This mandate is important for the revenue it brings, but more importantly for the reputational impact and proof of acceptance of our approach. CalPERs are viewed as one of the world's most significant investors, especially within those investors with a focus on long-term sustainability.

Alquity Africa sub-fund

Africa offers a good investment opportunity for long-term investors who will be able to avoid the biggest risks and pitfalls. The region is expected to have the largest working-age population in the world by 2034 and will soon have the fastest urbanization rate in the world with 190m people set to move from rural areas to cities in the next decade. However, the speed of development and the pace at which those evolutions occur will be very unequal from country to country.

The rebalancing of the Chinese economy, the lack of diversification, the decline in oil and commodity prices, political instability and the weakness of institutions of some African countries, combined with the sluggish growth in Arab spring countries impacted negatively the performance of African equity markets in the 6 years to 30 June 2017. The 12 months to 30 June 2017 was a positive one for the broad African markets with the MSCI South Africa and MSCI EFM Africa ex South Africa delivering a total return of 11.6% and 15.7% respectively. Three out of top four largest countries experienced positive equity market performance in USD terms over the period: 11.6% in South Africa, 16.9% in Nigeria, -4.5% in Egypt and 19.5% in Kenya. The macroeconomic challenges investors face in Africa are of a different nature: capital controls, currency devaluation, parallel FX markets and persistently high inflation. Valuations more than reflect these challenges and fail to reflect the long-term potential of the continent. For example, Egypt devalued its currency by 50% in November 2016 and is implementing a structural reform agenda supported by an IMF package, which will help rebalance the economy and prepare it for a cycle of economic growth. The market isn't pricing in the ability of governments to take action and pass structural reforms.

As a consequence, the fund has low exposure to materials and very low exposure to financials, while focusing on companies with a higher visibility of earnings growth outlook and strong execution capabilities. It is in South Africa that we find most of those companies. On a country basis the fund favours countries with both strong and reliable institutions and/or responsible governments who have laid down a clear agenda of structural reforms to underpin long-term sustainable growth. Countries like Egypt, Morocco, Botswana, Senegal or Tunisia fall in this category.

During the last twelve months, the Net Asset Value (NAV) for the US\$ I Class has increased by 3.34% from US \$72.76m as at 30 June 2016 to US\$75.19m at 30 June 2017. The Assets under Management (AUM) has suffered over the last 12 months facing a drop of 8.01% from US\$38.7m at 30 June 2016 to US\$35.6m at 30 June 2017. However, this has been owed mostly to the impact of investor net redemptions.

Strategic report (continued) For the year ended 30 June 2017

In terms of the fund, as at 30 June 2017, the portfolio contained thirty holdings. Over the period, eleven new stocks were added and nine stocks were sold, as the portfolio was focused toward companies that would benefit from domestic demand, hence we increased our exposure to Tunisia and Namibia. Following these changes, at 30 June 2017, the fund had exposure to eight countries and twelve sectors.

Alquity Indian Subcontinent sub-fund

India continues to be one of the strongest transformation stories across all of the emerging markets. The BJP government, led by Prime Minister Narendra Modi, is now over halfway through its four-year term. The BJP-led coalition is the first government to hold a majority in India's lower house of parliament since 1984, which has enabled the Prime Minister to deliver economic reforms at a pace never seen before in India. As well as measures to encourage greater foreign investment, promote financial inclusion and subsidy reforms, the government's trophy piece of legislation has been the Goods and Services Tax (GST). The GST unites India as a single common tax market for the first time, removing a series of inter-state taxes and relieving companies of cascading tax burdens. The efficiency savings of the GST alone are thought to be worth up to an additional two percentage points of GDP growth per year.

The macroeconomic outlook remains favourable, with a cyclical recovery in GDP growth widely expected, alongside an interest rate cutting cycle and low current account deficit. We maintain a positive outlook for the long-term growth prospects for the Indian economy.

Sri Lanka's new government are now two years in to their term. The country faces a number of structural issues and is in need of reforms to fiscal spending and monetary policy. With the help of the IMF, in both monetary and administrative terms, the outlook for Sri Lanka is now more positive than at the beginning of the year.

Bangladesh continues to enjoy a period of political stability and economic growth, with the domestic law and order situation remaining largely subdued. The economy continues to grow at around 7% per year, with construction and consumption among the fastest expanding areas.

The investment case for Pakistan has deteriorated significantly over the last year, with current account and fiscal deficits causing a depletion of foreign reserves to just three months of import coverage, whilst the government's refusal to devalue the currency is exacerbating the situation. The market is currently going through a significant correction period though and, after elections next year, if the economic management of the country can be rationalised, we envisage a situation where the risk/reward becomes compelling enough for us to re-enter the market.

The NAV of the Indian Subcontinent US\$ M Class increased 29.6% over the period from US\$121.21m at 30 June 2016 to US\$157.1m at 30 June 2017. The AUM has also grown 218.9% from US\$9.3m to US\$29.6m in the twelve months to 30 June 2017.

In terms of the fund, as at 30 June 2017, the portfolio contained thirty-two holdings. Over the period, eight new stocks were added and seven stocks were sold.

Strategic report (continued)
For the year ended 30 June 2017

Alquity Asia sub-fund

The Chinese economy has continued to perform strongly during 2017. This follows the turbulence of 2015 and 2016, whereby market concerns over a growth slowdown, capital outflows and currency pressure culminated in a market panic back in January 2016. Since then, the government has restored growth through fiscal stimulus and restored confidence in the currency by keeping interest rates stable and tightening capital controls. Incremental progress on economic reforms remains positive though modest, with recent efforts to reign in the shadow banking sector and cut excess capacity in steel and coal mining showing signs of promise. We expect the overarching policy themes to be maintained at the upcoming National Congress meeting, which will set China's economic objectives for the next few years.

Frontier Markets have continued to provide some of the best growth opportunities in Asia. Vietnam's GDP growth rate remains around 6%, whilst Foreign Direct Investment inflows have reached a record high. Myanmar's economic transformation has continued, following a landmark election in November 2015 leading to the creation of the country's first democratically elected civilian government since independence. We believe that Myanmar will prove to be one of the world's most attractive investment destinations over the next decade. Whilst there have inevitably been a number of teething issues under the new government, Myanmar clearly has the potential to post annual GDP growth rates of 7% or higher for several years.

The NAV of the Asia US\$ M Class increased 11.3% over the period from US\$99.28m at 30 June 2016 to US \$110.45m at 30 June 2017. The AUM has also grown 87.9% from US\$33.7m to US\$63.3m in the twelve months to 30 June 2017.

In terms of the fund, as at 30 June 2017, the portfolio contained forty-seven holdings. Over the period, twelve new stocks were added, and eighteen stocks were sold. Following these changes, at 30 June 2017, the fund had exposure to twelve countries and thirteen sectors, including the addition of Thailand.

Alquity Latin America sub-fund

The year ending 30 June 2017 for the Latin America equity asset class has been strong period. Markets have been strong in line with declining political risk in Brazil and an improving growth outlook in Argentina, Chile and Peru. The markets were strong throughout the period with some volatility in May of 2017, which was short-lived. The most important political change was the impeachment of Brazil's president, Dilma Rousseff, who was replaced by the Vice President, Michel Temer, who has implemented a pro market and fiscally responsible agenda. The recovery gained momentum under the leadership of the Minister of Finance, Henrique Meirelles and Central Bank president, Ilan Goldfajn. Brazil's recovery has improved the perception of the region's outlook, which resulted in a rising flow of FDI into the region.

During this period, the fund increased exposure to Brazil, making it our largest country allocation followed by Chile, Mexico, Peru, Argentina and Colombia. A mix of structural and cyclical tailwinds underpins our investment analysis providing us conviction regarding our country allocation. Undemanding valuations, high quality companies and the bottoming of the economic and political cycles in Chile make it a stable weight in the portfolio since inception. Exposure to Brazil was increased throughout the year after our research and growing conviction on its growth outlook. This was funded by decreasing exposure to Mexico, which is approaching the top of its economic cycle and valuations reaching demanding levels.

A review of the region's equity markets represented by their respective MSCI country index over the last year shows that Argentine and Chilean equities performed best at 26.5% and 15.3% respectively. All other markets delivered positive equity market performance: Mexico (9.6%), Colombia (9.0%), Peru (11.9) and Brazilian equities (14.9%) returned negative performance. In all countries, the fund's holdings outperformed the national index.

Strategic report (continued) For the year ended 30 June 2017

The NAV of the Latin America US\$ M Class increased 4.42% over the period from US\$91.08m at 30 June 2016 to US\$95.11m at 30 June 2017. AUM has grown 104% from US\$18.1m to US\$36.9m in the twelve months to 30 June 2017.

In terms of the fund, as at 30 June 2017, the portfolio contained thirty-one holdings. Over the period, eightnew stocks were added, and seven stocks were sold. Following these changes, at 30 June 2017, the fund had exposure to seven countries and fourteen sectors.

Alguity Future World sub-fund

The year ending 30 June 2017 for the Future World fund ended with the largest exposure to the Asian region, followed by Latin America and Africa regions respectively.

Frontier Markets continue to offer some of the world's fastest GDP growth rates, translating in many cases to excellent growth prospects for local companies. Due to their reliance on domestically driven growth factors, led by urbanisation and demographic trends, many Frontier Markets continue to enjoy a degree of isolation from the vagaries of global financial markets and volatility of international trade.

Over the twelve-month period to the end of June 2017, both Emerging and Frontier markets performed positively with the MSCI emerging and frontier markets index rising by 23.2%. The strongest markets were: China, Taiwan, Korea and Argentina, while only Egypt delivered a negative equity market return. All of Latin America, in addition to Vietnam and Malaysia were among the largest under-performers. The strongest driver of equity market performance in Asia was the technology sector with internet oriented business rising to multi year high valuation levels not only driven by earnings, but also by a level of market exuberance.

The NAV of the Future World US\$ M Class rose by 5% over the period from US\$86.88m at 30 June 2016 to US \$91.22m at 30 June 2017. Increased marketing support has helped the fund's AUM grow by 278% from US \$6.2m to US\$23.4m in the twelve months to 30 June 2017.

In terms of the fund, as at 30 June 2017, the portfolio contained forty-two holdings. Over the period, twenty-five new stocks were added, and thirteen stocks were sold after a rebalance of the portfolio to capture the growth potential in Asia and reducing exposure to Africa and Latin America. Following these changes, at 30 June 2017, the fund had exposure to fourteen countries and thirteen sectors, exiting Myanmar, Argentina, Kenya and Mexico.

Business structure and investment process

In January we welcomed Chris Wehbe into the role of CEO, with myself transitioning to the role of Executive Chairman. Chris has been involved with the Alquity business for over 5 years, most recently as Chair of our Investment Committee. Chris brings a significant pedigree of institutional investment management, and we are already seeing the benefits of this via an enhanced articulation of our investment process. This is fundamentally important if we are to both win and service more significant clients such as CalPERs.

Whilst CalPERs has been a highlight of the last year, we have been successful in winning new business from a broader range of investors, both geographically and within new market segments. This has included a bespoke solution for one of our Asia clients, and we see further opportunities in providing high quality bespoke solution built around our investment model.

Strategic report (continued) For the year ended 30 June 2017

Overall this lays an excellent foundation for future growth as existing investors seek to increase the weighting of their holdings to Emerging Markets, alongside us converting business from our broadly based pipeline of engaged opportunities.

Transforming Lives remains at the core of our business model

The Investment Manager, Alquity Investment Management Ltd, receives a management fee and annual performance fees from the SICAV. A proportion of these fees are donated to recognised charity partners through the Transforming Lives programme to support microfinance, education and training initiatives in the geographic regions represented by stocks in the fund.

In the twelve months to 30 June 2017, the grants distributed impacted the lives of 26,603 people, direct and indirectly. We are currently working with four charity partners in Africa, Latin America and Asia, and since inception we have transformed over 41,923 lives in these regions.

Donations since inception have passed more than \$1m with \$0.2m being donated in the current financial year.

The virtuous circle of delivering attractive returns for investors, through responsible investments and transforming lives in the areas we invest is the cornerstone of the Alquity SICAV and will support its continued growth in the future.

Going concern

The current growth of the business has been encouraging and we have recorded our first annual profit during the current year. The company's future performance in the markets in which it operates will be influenced by macro-economic financial, credit and liquidity conditions which are generally outside of the company's control. The directors recognise that the economic outlook can present challenges in terms of new subscriptions to the funds and growth in the value of assets under management. The directors are continually instituting measures to preserve cash and ensure expenditure is made within the framework of sound financial management.

Whilst having the business in a profitable situation is a good step, it is also now our intention to build the business up to a position of true sustainability where we have sufficient financial resources to weather an economic cycle without needing to rely on any external support. Despite these intentions it is also reassuring that the shareholders have confirmed their full support and intention to continue to fund the business if necessary through this growth stage.

Further information regarding the financial position of the company, its cash flows and liquidity position are described in the notes to the financial statements on pages 17 to 32.

Principal risks and uncertainties

Exposure to credit, liquidity, interest rate and foreign currency risk arises in the normal course of the company's business. These risks are limited by the company's financial management policies and practices described on page 7.

Strategic report (continued)
For the year ended 30 June 2017

Credit risk

The company provides sales, marketing and operational services to the Alquity Fund and also funds managed by what was the immediate holding company, a company under common control. In addition there is a fee paid by CalPERs related to the investment management services for our mandate with them. Receivables are mainly from these sources. Hence, the exposure to credit risk is not considered to be significant as the companies (including the former immediate holding company) are all owned ultimately by the same shareholder. No amounts receivable are past due or impaired.

Liquidity risk

The company's policy is to regularly monitor current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirements in the short and longer term.

Interest rate risk

The company's cash and cash equivalents are primarily invested at short-term market interest rates. Consequently, changes in interest rates would have insignificant impact on the company's losses and retained losses.

Foreign currency risk

As the company's cash at bank, other receivables and payables are denominated predominantly in British Pounds Sterling and US\$, changes in foreign currency rates should have limited impact on the company's losses and retained losses.

Final thoughts

2016/17 has been a year of great progress, with sustained growth in our assets under management and positive market performance. We are pleased with the progress made and believe our focus on our core investment process, excellent investor communication and a strategy orientated around building future pipeline has set Alquity up well to capitalise on improved level of new subscriptions as investor confidence continues to return.

The Alquity team remain engaged and committed and have delivered significant improvement to our Investment and Operational processes during the year.

Whilst we are delighted to have successfully executed our plans to reach profitability during the last financial year, our key priority remains to build this to a level of true sustainability through any cycle, which we feel we are very well placed to achieve.

On behalf of the board

Paul Robinson

Director

16 October 2017

Directors' report For the year ended 30 June 2017

The directors present their annual report and financial statements for the year ended 30 June 2017.

Principal activities

The principal activities of the company continued to be that of the provision of sales and marketing services for Alquity Group Limited and the provision of investment management and distribution services to the Alquity SICAV, specifically its Alquity Fund.

Results and dividends

The results for the year are set out on page 13.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Paul Robinson Sureshbhai Mistry Gordon Brown

(Resigned 28 February 2017)

Christopher Wehbe

(Appointed 6 February 2017)

Auditors

Saffery Champness LLP have expressed their willingness to continue in office and a resolution proposing that they be re-appointed will be put at the next general meeting.

Directors' report (continued)
For the year ended 30 June 2017

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

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.

Statement of disclosure to auditors

Each director in office at the date of approval of this annual report confirms that so far as they are aware, there is no relevant audit information of which the company's auditors are unaware, and that they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

On behalf of the board

Paul Robinson

Director

16 October 2017

Independent auditors' report

To the members of Alquity Investment Management Limited

Opinion

We have audited the financial statements of Alquity Investment Management Limited (the 'company') for the year ended 30 June 2017 set out on pages 13 to 32. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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.

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 Auditors' 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent auditors' report (continued) To the members of Alquity Investment Management Limited

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. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Directors' Report.

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.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 9, 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.

Independent auditors' report (continued) To the members of Alquity Investment Management Limited

Auditors' responsibilities for the audit of the financial statements

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

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

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

16 October 2017

Chartered Accountants
Statutory Auditors

71 Queen Victoria Street London EC4V 4BE

Statement of comprehensive income For the year ended 30 June 2017

		2017	2016
	Notes	£	£
Revenue	3	2,701,853	1,415,302
Cost of sales		(524,766)	(382,578)
Gross profit		2,177,087	1,032,724
Administrative expenses		(2,017,024)	(1,882,758)
Operating profit/(loss)	4	160,063	(850,034)
Income tax expense	7	-	-
Profit/(loss) and total comprehensive income			
for the year		160,063	(850,034)

There are no recognised gains or losses other than those included in the statement of comprehensive income.

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

Statement of financial position

As at 30 June 2017

		2017	2016
	Notes	£	£
Non-current assets			
Intangible assets	8	1,917	4,308
Property, plant and equipment	9	1,208	4,961
		3,125	9,269
Current assets			
Trade and other receivables	11	1,256,197	1,716,719
Cash and cash equivalents		202,035	25,677
		1,458,232	1,742,396
Total assets		1,461,357	1,751,665
Current liabilities			
Trade and other payables	12	428,286	1,078,657
Net current assets		1,029,946	663,739
Total liabilities		428,286	1,078,657
Net assets		1,033,071	673,008
Emiliar			
Equity Called up share capital	13	4,173,927	3,973,927
Share premium account		39,960	39,960
Retained earnings		(3,180,816)	(3,340,879)
Total equity		1,033,071	673,008

The financial statements were approved by the board of directors and authorised for issue on 16 October 2017 and are signed on its behalf by:

Paul Robinson

Director

Company Registration No. 06020476

Statement of changes in equity For the year ended 30 June 2017

		Share capital	Share premium account	Retained earnings	Total
	Notes	£	£	£	£
Balance at 1 July 2015		3,222,888	39,960	(2,490,845)	772,003
Loss and total comprehensive income for the year		-	-	(850,034)	(850,034)
Issue of share capital	13	751,039	-	-	751,039
Balance at 30 June 2016		3,973,927	39,960	(3,340,879)	673,008
Profit and total comprehensive income for the					
year		-	-	160,063	160,063
Issue of share capital	13	200,000	-	-	200,000
Balance at 30 June 2017		4,173,927	39,960	(3,180,816)	1,033,071

Statement of cash flows For the year ended 30 June 2017

			2017		2016
	Notes	£	£	£	2016 £
Cash flows from operating activities					
Cash absorbed by operations	18		(23,642)		(909,166)
Net cash outflow from operating					
activities			(23,642)		(909,166)
Investing activities				(4.757)	
Purchase of intangible assets		-		(4,735)	
Net cash used in investing activities			-		(4,735)
Financing activities					
Proceeds from issue of shares		200,000		751,039	
Net cash generated from financing activities			200,000		751,039
activities					
Net increase/(decrease) in cash and cash	1				
equivalents			176,358		(162,862)
Cash and cash equivalents at beginning o	f year		25,677		188,539
					
Cash and cash equivalents at end of year	•		202,035		25,677

Notes to the financial statements For the year ended 30 June 2017

1 Accounting policies

Company information

Alquity Investment Management Limited is a private company limited by shares incorporated in England and Wales. The registered office is 3 Waterhouse Square, 138 - 142 Holborn, London, EC1N 2SW.

1.1 Accounting convention

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted for use in the European Union and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS, (except as otherwise stated).

The financial statements have been prepared under the historical cost convention. The functional currency for the company is considered to be Pounds Sterling. The principal accounting policies adopted are set out below.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 2.

The following standards and amendments to existing standards have been published and are mandatory for the company's accounting periods beginning on or after 1 July 2017 or later periods, but the company has decided not to early adopt them. The directors do not anticipate that the adoption of these standards and interpretations would have a material impact on the financial statements in the period of initial application, although there will be revised and additional disclosures. The company plans to apply these standards in the reporting period in which they become effective. The new standards and interpretations include:

- IFRS 9 Financial Instruments (effective for annual periods beginning on or after 1 January 2018)
- IFRS 16 Leases (effective for annual periods beginning on or after 1 January 2019)
- IAS 7 Statement of Cash Flows (effective for annual periods beginning on or after 1 January 2017)
- IAS 12 Income Taxes (effective for annual periods beginning on or after 1 January 2017)

1.2 Going concern

The directors have at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Notes to the financial statements (continued) For the year ended 30 June 2017

1 Accounting policies (continued)

1.3 Revenue

Revenue is recognised at the fair value of the consideration received or receivable for services provided in the normal course of business, and is shown net of VAT and other sales related taxes.

The company receives investment management fees, based on a percentage of the assets under management, in the period in which the service is performed.

1.4 Intangible assets other than goodwill

Acquired computer software is initially measured at cost and subsequently measured at cost or valuation, net of amortisation and any impairment losses. The software has a useful economic life of 2 years.

1.5 Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold improvements5 yearsFixtures and fittings2 yearsComputer equipment2 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the statement of comprehensive income.

1.6 Impairment of tangible and intangible assets

At each reporting end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Notes to the financial statements (continued) For the year ended 30 June 2017

1 Accounting policies (continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of comprehensive income.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of comprehensive income.

1.7 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts.

1.8 Financial assets

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

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

Financial assets are initially measured at fair value plus transaction costs, other than those classified as fair value through profit and loss, which are measured at fair value.

Loans and receivables

Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

Notes to the financial statements (continued) For the year ended 30 June 2017

1 Accounting policies (continued)

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each reporting end date.

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

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

1.9 Financial liabilities

Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method 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 to the net carrying amount on initial recognition.

Derecognition of financial liabilities

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

1.10 Equity instruments

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

Notes to the financial statements (continued) For the year ended 30 June 2017

1 Accounting policies (continued)

1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the statement of comprehensive income. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of inventories or non-current assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

A termination benefit liability is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense when employees have rendered the service entitling them to the contributions.

Notes to the financial statements (continued) For the year ended 30 June 2017

1 Accounting policies (continued)

1.14 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Rentals payable under operating leases, less any lease incentives received, are charged to the statement of comprehensive income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.15 Foreign exchange

Transactions in currencies other than Pounds Sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the statement of comprehensive income for the period.

1.16 Group Accounts

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Alquity Investment Management Limited is a wholly owned subsidiary of Alquity UK Limited and the results of Alquity Investment Management Limited are included in the consolidated financial statements of Alquity UK Limited, which are available from 3 Waterhouse Square, 138 - 142 Holborn, London, England, EC1N 2SW.

2 Critical accounting judgements and key sources of estimation uncertainty

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

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, 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.

Notes to the financial statements (continued) For the year ended 30 June 2017

3	Revenue		
	Geographical breakdown		
		2017	2016
		£	£
	Cayman Islands	281,902	287,767
	Luxembourg	2,101,830	1,122,637
	United Kingdom	44,287	4,898
	United States of America	273,834	-
		2,701,853	1,415,302
	Business breakdown		
		2017	2016
		£	£
	Investment management services	2,657,566	1,410,404
	Miscellaneous	44,287	4,898
		2,701,853	1,415,302
4	Operating profit/(loss)		
		2017	2016
		£	£
	Operating profit/(loss) for the year is stated after charging/(crediting):		
	Net foreign exchange losses/(gains)	13,904	(7,469)
	Depreciation of property, plant and equipment	3,509	14,112
	Loss on disposal of property, plant and equipment	244	-
	Amortisation of intangible assets	2,275	427
	Loss on disposal of intangible assets	116	-
	Donation on SICAV income	159,730	77,895
	Auditors' remuneration		
	Fees payable to the company's auditors for the audit of the company's		
	financial statements	17,000	12,000
	Fees payable to the company's auditors for taxation services	3,000	3,000
			. ====

Notes to the financial statements (continued) For the year ended 30 June 2017

5 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

		2017 Number	2016 Number
		17	17
	Their aggregate remuneration comprised:		
		2017	2016
		£	£
	Wages and salaries	1,131,283	1,002,377
	Social security costs	132,704	105,893
	Pension costs	17,116	12,000
		1,281,103	1,120,270
6	Directors' remuneration		
		2017	2016
		£	£
	Remuneration for qualifying services	280,042	166,167
	Company pension contributions to defined contribution schemes	12,000	12,000
		292,042	178,167
	Remuneration disclosed above include the following amounts paid to the h	ighest paid direc	itor:
	Remuneration for qualifying services	111,659	102,833
	Company pension contributions to defined contribution schemes	12,000	-
		122.050	102.022
		123,659	102,833

Notes to the financial statements (continued) For the year ended 30 June 2017

7 Income tax expense

The charge for the year can be reconciled to the profit/(loss) per the statement of comprehensive income as follows:

	2017	2016
	£	£
Profit/(loss) before taxation	160,063	(850,034)
Expected tax charge based on a corporation tax rate of 19.75% (2016:		
20%)	31,612	(170,007)
Expenses not deductible in determining taxable profit	616	98
Depreciation and amortisation	1,142	2,908
Current year losses for which deferred tax assets has not been		
recognised	-	167,001
Utilisation of tax losses not previously recognised	(33,370)	-
Tax charge for the year	-	-

Notes to the financial statements (continued) For the year ended 30 June 2017

8	Intangible assets	
		Software
		£
	Cost	
	At 1 July 2015	69,901
	Additions	4,735
	At 30 June 2016	74,636
	Disposals	(70,086)
	At 30 June 2017	4,550
	Amortisation and impairment	-
	At 1 July 2015	69,901
	Charge for the year	427
	At 30 June 2016	70,328
	Charge for the year	2,275
	Eliminated on disposals	(69,970)
	At 30 June 2017	2,633
	Carrying amount	
	At 30 June 2017	1,917
	At 30 June 2016	4,308
	·	

Notes to the financial statements (continued) For the year ended 30 June 2017

9	Property, plant and equip	ment				
				Fixtures and	Computer	Total
			improvements £	fittings £	equipment £	£
	Cost		•		_	
	At 1 July 2015		61,044	19,892	46,644	127,580
	At 30 June 2016		61,044	19,892	46,644	127,580
	Disposals		(61,044)	(18,457)	(31,598)	(111,099)
	At 30 June 2017		-	1,435	15,046	16,481
	Accumulated depreciatio	n and impairment				
	At 1 July 2015		51,736	19,892	36,879	108,507
	Charge for the year		9,308	-	4,804	14,112
	At 30 June 2016		61,044	19,892	41,683	122,619
	Charge for the year		-	-	3,509	3,509
	Eliminated on disposal		(61,044)	(18,457)	(31,354)	(110,855)
	At 30 June 2017		-	1,435	13,838	15,273
	Carrying amount					
	At 30 June 2017			-	1,208	1,208
	At 30 June 2016		-	-	4,961	4,961
	At 30 June 2015		9,308	-	9,765	19,073
10	Investments					
			2017 £	2016 £		
	Investments in subsidiary	·	0.08*	0.08*		
	Subsidiary undertaking	Country of Proincorporation into (or residence)	pportion of owners erest (%)	ship Nato	ure of business	
	Alquity (Asia) Limited	Hong Kong	100.00%	Mar	keting services	

^{*}The company has a holding of less than 50p in the subsidiary, and will therefore appear as £nil in the Balance Sheet due to rounding.

Notes to the financial statements (continued) For the year ended 30 June 2017

Amount due from parent undertaking

recovered in more than 12 months.

Amounts due from fellow group undertakings

11	Trade and other receivables		
		Current	
		2017	2016
		£	£
	Trade receivables	190,599	43,845
	Other receivables	28,029	124,197

32,232

238,513

517,790

249,034

1,256,197

13,899

116,835

517,790

900,153

1,716,719

Included within Trade and other receivables is £517,790 (2016: £517,790), which is expected to be

12 Trade and other payables

VAT recoverable

Prepayments

		Current	
		2017	2016
		£	£
	Trade payables	63,182	60,659
	Accruals	245,104	791,358
	Social security and other taxation	51,220	28,635
	Other payables	68,780	198,005
		428,286	1,078,657
13	Share capital	2017	2016
		£	£
	Ordinary share capital		
	Issued and fully paid		
	417,392,700 of 1p each	4,173,927	3,973,927

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the company. All ordinary shares rank equally with regard to the company's residual assets.

New shares were issued during the period at par of £0.01 per share. In total, 20,000,000 shares were issued for £200,000 (2016: 75,103,861 shares issued at total par value of £751,039). These shares were issued to provide additional regulatory capital to the company.

Notes to the financial statements (continued) For the year ended 30 June 2017

14 Operating lease commitments

Lessee

Amounts recognised in profit or loss as an expense during the period in respect of operating lease arrangements are as follows:

	2017	2016
	£	£
Minimum lease payments under operating leases	139,114	99,780

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2017 £	2016 £
Within one year	17,125	-
	17,125	

Notes to the financial statements (continued) For the year ended 30 June 2017

15 Capital risk management

The company's primary objectives when managing capital are to safeguard the company's ability to continue as a going concern, so that it can provide returns for shareholders in future years, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost. As the company is part of a larger group, the company's sources of additional capital and policies for distribution of excess capital may also be affected by the group's capital management objectives.

The company defines capital as including all components of equity. Accordingly, the capital balance as at 30 June 2017 is £1,033,071 (2016: £673,008).

The company's capital structure is regularly reviewed and managed with due regard to the capital management practices of the group to which the company belongs.

Adjustments are made to the capital structure in light of changes in economic conditions affecting the company or the group, to the extent that these do not conflict with the directors' fiduciary duties towards the company.

In addition, as a licensed corporation registered under the Financial Conduct Authority ("the FCA") in the UK, the company is also subject to a minimum capital requirement of €50,000. The company monitors its compliance with the requirement on a daily basis.

The company complied with the requirement at all times during the year.

During the current financial year, the company's strategy, which was unchanged from last year, was to maintain a higher capital level than the regulatory requirement of the FCA. The company reviews its capital adequacy and structure regularly to ensure regulatory capital requirements are met, adequate funds are available to support business operation and growth, and excess capital is distributed to its holding company.

Notes to the financial statements (continued) For the year ended 30 June 2017

16 Related party transactions

The company considers transactions with its senior management as related party transactions. Senior management are considered to be directors of Alquity Investment Management Limited who manage the main operating activities of the company. Except for the emoluments disclosed in note 6, there are no transactions, arrangements and agreements made for persons who were directors of Alquity Investment Management Limited during the year.

The company has entered into the following transactions with related parties during the year:

- a) The company received fee income of £281,902 (2016: £287,767) from Alquity Group Limited, a company under common control. There is £14,055 (2016: £32,296) outstanding from Alquity Group Limited at 30 June 2017. The company also has a loan balance due from Alquity Group Limited totalling £517,790 (2016: £517,790) at 30 June 2017. No interest is charged on this loan.
- b) The company paid fees to cover operating expenses of Alquity (Asia) Limited, a subsidiary company, of £nil (2016: £70,715). There is £22,896 (2016: £22,896) outstanding from Alquity (Asia) Limited at 30 June 2017.
- c) The company received fee income of £2,102,003 (2016: £1,122,637) from Alquity SICAV, a company of which Paul Robinson is also a director. There is £187,607 (2016: £115,149) outstanding from Alquity SICAV at 30 June 2017.
- d) There is £238,513 (2016: £116,835) outstanding from Alquity UK Limited, the immediate and ultimate parent entity, at 30 June 2017.

Notes to the financial statements (continued) For the year ended 30 June 2017

17 Controlling party

The immediate and ultimate parent entity is Alquity UK Limited, by virtue of its 100% shareholding in the company. The ultimate controlling party is considered to be Paul Robinson. Alquity UK Limited prepares consolidated accounts, into which Alquity Investment Management Limited is consolidated. Copies of the accounts are available from the registered office; 3 Waterhouse Square, 138 - 142 Holborn, London, EC1N 2SW.

18 Cash generated from operations

cash generated from operations	2017 £	2016 £
Profit/(loss) for the year after tax	160,063	(850,034)
Adjustments for:		
Loss on disposal of property, plant and equipment	244	-
Loss on disposal of intangibles	116	-
Amortisation and impairment of intangible assets	2,275	427
Depreciation and impairment of property, plant and equipment	3,509	14,112
Movements in working capital:		
Decrease/(increase) in trade and other receivables	460,522	(354,395)
(Decrease)/increase in trade and other payables	(650,371)	280,724
Cash absorbed by operations	(23,642)	(909,166)