Annual Report & Consolidated Financial Statements

EDRRIT Limited

31 December 2017



Companies House Registration Number 7984582

ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS 2017

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OFFICERS AND PROFESSIONAL ADVISERS

Directors

Mr. D. Trèves, Chairman

Mr. E. Coutts

Mr. F. J. Goedhuis (to 4 January 2018) Mr. J. M. Haim (to 4 January 2018) Mr. A. Jones (to 4 January 2018)

Lord Kestenbaum of Foxcote (to 4 January 2018)

Mr. R. M. Sopher

Mr. V. Taupin (from 15 February 2017)

Registered Office

4 Carlton Gardens

London

England SW1Y 5AA

Independent Auditors

PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

Hays Galleria, 1 Hays Lane

London SE1 2RD

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The directors present their strategic report of EDRRIT Limited, Company Number 07984582, ("the Company") for the year ended 31 December 2017.

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

The principal activity of the Company is the provision of investment advice, mainly to several multi-manager investment funds through its wholly-owned subsidiary, Edmond de Rothschild Capital Holdings Limited.

The results for the Company together with its subsidiary (note 7) ("the Group") are set out in the consolidated statement of comprehensive income on page 10. Income decreased by 53.0% to £6,828,889 (2016: £14,521,478) and the profit for the financial year decreased by 74.8% to £1,583,308 (2016: £6,271,120). The financial statements of the Company are consolidated within the financial statements of the Edmond de Rothschild Group. The consolidated statement of financial position of the Company is set out on page 11 which shows that total equity decreased by 41.0% to £5,998,662 (2016: £10,165,354).

Management considers the results in the year ended 31 December 2017 and the consolidated financial position as at the balance sheet date to be satisfactory.

BUSINESS ENVIRONMENT AND STRATEGY

The Company has operated in an increasingly difficult business environment during the year, reflecting the current prevailing investment conditions. Nevertheless, the Company has reported profitable results, notwithstanding the decline in the amount of assets it advises. The Company will continue to develop its strategy of seeking out opportunities to offer its expertise in the monitoring and selection of investment managers and other investment advisory opportunities.

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the Company's strategy are subject to a number of risks. The key business risks of the Company are its dependence on a small number of clients, each of which is therefore significant, and its exposure to earnings in several currencies. Risks are formally reviewed by the Board and appropriate processes put in place to monitor and mitigate them. The Company does not use any complex financial derivatives to manage risks. The directors have undertaken a review of the Company's business model, capital and liquidity and are satisfied that it is robust and sustainable, and the Company has sufficient financial resources to pursue its activities for the foreseeable future.

ON BEHALF OF THE BOARD

Mr. R. M. Sopher

Chief Executive Officer

22 May 2018

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The directors present their annual report and the audited consolidated financial statements of EDRRIT Limited for the year ended 31 December 2017.

DIVIDENDS

An interim dividend of £5,250,000 (£18.90 per share) in relation to the year ended 31 December 2016 was paid on 2 June 2017 (2016: £5,250,000 or £18.90 per share) and a further interim dividend of £500,000 (£1.80 per share) was paid on 27 July 2017 (2016: £500,000 or £1.80 per share). The profit for the financial year of £1,583,308 (2016: £6,271,120) was transferred to reserves after deduction of the dividend already paid of £500,000. A further dividend of £1,080,556 (£3.89 per share) in relation to the year ended 31 December 2017 has been proposed for approval by the Board on 22 May 2018.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors 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.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

DIRECTORS

The directors of the Company who were in office during the year and up to the date of signing the financial statements are set out on page 3. None of the directors had, at any time during the year, any interest in the shares of the Company or of other group companies that required disclosure in accordance with the Companies Act 2006.

STATEMENT OF DISCLOSURE OF INFORMATION TO INDEPENDENT AUDITORS

So far as the directors are aware, there is no relevant information (that is, information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware. The directors have taken all steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

FINANCIAL RISK MANAGEMENT

The Company's overall financial risk management strategy and activities are coordinated with the risk management activities of the immediate parent company, which are described in more details in those financial statements.

DIRECTORS' INDEMNITIES

As permitted by the Companies Act 2006, the Company has indemnified the directors and officers in respect of proceedings which may be brought by third parties and such indemnification was in place throughout the year. Neither the Company's indemnity nor insurance provides cover in the event that a Director or Officer is proved to have acted fraudulently or dishonestly.

Unaudited Pillar 3 disclosures can be found at http://www.edmond-de-rothschild.com/site/United-kingdom/en/legal-information/legal-notice.

ON BEHALF OF THE BOARD

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Mr. R. M. Sopher

Chief Executive Officer

22 May 2018

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDRRIT LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, EDRRIT Limited's group financial statements and company financial statements (the "financial statements"):

- give a true and fair view of the state of the group and company's affairs as at 31 December 2017 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Consolidated Financial Statements (the "Annual Report"), which comprise: the group and parent company statements of financial position as at 31 December 2017; the group consolidated statement of comprehensive income for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

- 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 group's and 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's and company's ability to continue as a going concern.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDRRIT LIMITED (Continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the group and company and their environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' responsibilities in respect of the financial statements set out on page 5, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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 group's and 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 group or the company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDRRIT LIMITED (Continued)

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 auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Daniel Brydon (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

London

22 May 2018

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended		31 December 2017	31 December 2016
	Note	£	£
Income	2		
Fee and commission income		4,759,979	9,088,186
Dividend income		2,387,019	3,669,502
Finance income		-	5,285
Re-measurement of investments		25,983	304,284
Other income / (expenses)		(344,092)	1,454,221
Total income		6,828,889	14,521,478
Administrative expenses			
Administrative expenses	3	(4,884,613)	(6,776,154)
Total expenses		(4,884,613)	(6,776,154)
Operating profit before taxation		1,944,276	7,745,324
Tax on profit	6	(360,968)	(1,474,204)
Profit for the financial year		1,583,308	6,271,120

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at		31 December 2017	31 December 2016
	Note	£	£
Assets Investments Trade and other receivables Cash at bank Total assets	7 8	2,320,117 2,961,320 1,732,369 7,013,806	2,268,541 3,132,013 10,082,281 15,482,835
Liabilities Trade and other payables Total liabilities	9	(1,015,144) (1,015,144)	(5,317,481) (5,317,481)
Equity Called up share capital Share premium account Retained earnings Total equity	10 10 11	(277,778) (2,398,901) (3,321,983) (5,998,662)	(277,778) (2,398,901) (7,488,675) (10,165,354)
Total liabilities and equity		<u>(7,013,806)</u>	(15,482,835)

These financial statements on pages 10 to 21 were approved by the Board on 22 May 2018 and were signed on its behalf by:

Mr. D. Trèves Chairman

The notes on pages 13 to 21 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION

As at		31 December 2017	31 December 2016
	Note	£	£
Assets Investments Trade and other receivables	7	2,469,675 314,472	2,443,692 270,379
Total assets		2,784,147	2,714,071
Liabilities Trade and other payables		(1,012)	
Total liabilities		(1,012)	· · · · · · · · · · · · · · · · · · ·
Equity Called up share capital Share premium account Retained earnings	10 10 11	(277,778) (2,398,901) (106,456)	(277,778) (2,398,901) (37,392)
Total equity		(2,783,135)	(2,714,071)
Total liabilities and equity		(2,784,147)	(2,714,071)

The notes on pages 13 to 21 form part of these financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1 ACCOUNTING POLICIES

(a) Basis of preparation

The consolidated statement of comprehensive income and the consolidated statement of financial position include the financial statements of the Company and its subsidiary undertakings made up to 31 December 2017.

The financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and with United Kingdom accounting standards, including the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland ("FRS 102"). The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, if certain conditions have been complied with. A qualifying entity is defined as a member of a group that prepares publicly available financial statements, which give a true and fair view, in which that member is consolidated. EDRRIT Limited is a qualifying entity as its results are consolidated into the financial statements of Edmond de Rothschild (UK) Limited which are publicly available.

As a qualifying entity, the Company has taken advantage of the following exemptions:

- i) from the requirement to prepare a statement of cash flows as required by paragraph 3.17(d) of FRS 102;
- ii) from the requirement to present certain financial instrument disclosures, as required by sections 11 and 12 of FRS 102;
- iii) from the requirement to present a reconciliation of the number of shares outstanding at the beginning and end of the period as required by paragraph 4.12(a)(iv) of FRS 102; and
- iv) from the requirement to disclose the key management personnel compensation in total as required by paragraph 33.7 of FRS 102.

Critical accounting estimates

UK Company Law and FRS 102 require the directors to select suitable accounting policies, apply them consistently and make judgements and estimates that are reasonable and prudent. Where accounting standards are not specific and management have to choose a policy, the Company is required to adopt policies that will result in information that is relevant, reliable, free from bias, prudent and complete in all material respects. The directors do not consider there to be any critical accounting judgements and estimates.

(b) Foreign Currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates ruling at the balance sheet date. Transactions denominated in foreign currencies are translated at the rate of exchange prevailing at the end of the month in which the transaction occurred. Profits and losses on exchange arising in the ordinary course of business are taken to the profit and loss account.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

1 ACCOUNTING POLICIES (Continued)

(c) Income

Income represents dividends received from investment companies and fees charged for the provision of advisory services, net of retrocessions payable to counterparties, recognised on an accruals basis. The balance is stated exclusive of VAT and other related taxes. Performance fees and interim dividends receivable are recorded in the year in which they arise, unless it is not possible to accurately assess the amounts receivable, in which case they are recorded on a cash basis. Final dividends are accounted for in the year in which they are declared and approved.

(d) Investments

Investments, which are held as fixed assets, are included in the balance sheet valued at fair value. The directors believe that the carrying value of the investments is supported by their underlying net assets.

(e) Receivables and Payables

Receivables and Payables include unpaid fees and invoices for services provided accounted for on an accrued basis. Payables include retrocessions to be paid in accordance with normal business arrangements, and amounts due for taxation. Amounts owed to group companies are in respect of administrative expenses.

(f) Taxation

The charge for taxation is based on the profit for the year, as adjusted for disallowable items. Timing differences arise from the recognition for tax purposes of certain items of income and expense in a different accounting period from that in which they are recognised in the financial statements. Full provision is made for all tax timing differences.

(g) Related Party Disclosure

Edmond de Rothschild (UK) Limited provides administration services to EDRRIT Limited and its 100% owned subsidiary Edmond de Rothschild Capital Holdings Limited. Edmond de Rothschild (UK) Limited had a 51% shareholding in EDRRIT Limited to 28 December 2017 and increased this to 100% as at 28 December 2017.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

2 INCOME

The Group's services are provided to a world market. A segmental analysis is shown below:

	2017	2016
.	£	£
Revenue		
By business:		
Investment Advisory	6,517,601	13,617,863
Dealing	311,288_	903,615
	6,828,889	14,521,478

3 ADMINISTRATIVE EXPENSES

Administrative expenses include a charge of £4,884,613 (2016: £6,776,154) since most supplier contracts and all employment contracts are with other group companies. This includes directors' emoluments for management services, as detailed below, and fees in relation to the audit of the statutory financial statements of £58,827 (2016: £58,827).

4 DIRECTORS' EMOLUMENTS

	2017 €	2016 £
Aggregate emoluments and highest paid director	25,000	25,000
	25,000	25,000

5 EMPLOYEES

No staff were employed directly by the Company during the year (2016: None).

6 TAX ON PROFIT

	2017 £	2016 £
Current Tax	(222.12.1)	44 4 55 55 11
UK Corporation tax on profits for the year Adjustments in respect of prior years	(330,104) (30,864)	(1,460,804)
Adjustments in respect of prior years	(30,604)	(13,400)
Total current tax	(360,968)	(1,474,204)
Total tax per income statement	(360,968)	(1,474,204)

The charge for the year can be reconciled to the profit before tax per the income statement as follows:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

	2017 £	2016 £
Profit before tax – continuing operations	1,944,276	7,745,324
Profit before tax multiplied by the standard UK tax rate of 19.25% (2016: 20.00%)	(374,273)	(1,549,065)
Effects of:		
Expenses not deductible	(1,506)	(1,151)
Income not taxable	13,552	75,869
Deferred tax not provided	32,123	13,543
Adjustments from previous periods	(30,864)	(13,400)
Tax charge for the period	(360,968)	(1,474,204)
Income tax expense reported in the income statement	(360,968)	(1,474,204)

The Finance Act 2013 (the Act) was substantively enacted on 2 July 2013. The Act further reduced the main rate of corporation tax from 23% to 21% with effect from 1 April 2014, and 20% with effect from 1 April 2015. The Company's profit before tax for this accounting year is taxed at an effective rate of 19.25% (2016: 20.00%). There are no deferred tax assets or liabilities (2016: nil).

In addition to the changes noted above, further changes to the main rate of Corporation tax in the United Kingdom were announced in the 2015 Summer Budget. These include further reductions from 20% to 19% effective from 1 April 2017 to 31 March 2020, and then to 18% effective 1 April 2020. The Finance No.2 Bill 2015 became substantially enacted on 26 October 2015. At Budget 2016, the government accounced a further reduction to the Corporation tax main rate for the year starting 1 April 2020, setting the rate at 17%.

7 INVESTMENTS

(a) Held by the Company and included in the statement of financial position:

<u>Name</u>	Country of registration or incorporation	Description and number of shares held	Proportion of nominal value of issued shares held	Principal activity
Subsidiaries consolidated Edmond de Rothschild Capital Holdings Limited 4 Carlton Gardens London SW 1Y 5AA	England & Wales	250,000 ordinary shares of £1 each	100%	Asset Manager
Other investments Edmond de Rothschild (France)	France	24,172 ordinary shares of €15 each	0.436%	Bank

There was no change in the share capital in 2017 (2016: nil).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

7 INVESTMENTS (Continued)

(b) Held by the subsidiary company and included in the statement of financial position:

	Country of registration or incorporation	Description and number shares hel	of	Proportion nominal valu issued shares	ie of Princ	
Other investments						
ACH Investment Advisors SA (formerly ACH Management SA)	Luxembourg	300 Ordinary Sh €41.67 each		10%	Invest Advi	
LCH Investments NV	Curação	5 Ordinary		0.5%	Investi Advi	
Asian Capital Holdings Fund- Dissolution	Luxembourg	300 Ordinar Shares of €		100%	Investi fun	
(c) Consolidated:		eacn				
	Interest	in Group rtakings	Inves	Other tments	Tota	ı
	Onde	£	Inves	£	4	E
Cost and net book value At 31 December 2016 Investments Re-measurement of investments		-	2,	268,541 25,593 25,983	2,268,54 25,593 25,983	3
At 31 December 2017			2,	320,117	2,320,11	
(d) Company:						
	Interest : Unde	in Group rtakings £	Inves	Other tments £	Tota	_
Cost and net book value		_			_	
At 31 December 2016 Re-measurement of investments	S	250,000	2,	193,692 25,983	2,443,692 25,983	
At 31 December 2017		250,000	2,	219,675	2,469,67	5

Other Investments represents the investment in Edmond de Rothschild (France).

The directors believe that the carrying value of investments is supported by their underlying net assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

8 TRADE AND OTHER RECEIVABLES

	2017 £	2016 £
Amounts owed by group undertakings Other receivables	2,132,540 828,780	1,544,941 1,587,072
Total trade and other receivables	2,961,320	3,132,013

Amounts owed by group undertakings relate to Edmond de Rothschild (UK) Limited, Edmond de Rothschild (Suisse) SA and ACH Investment Advisors SA. These amounts have no fixed date of receipt and are receivable on demand.

9 TRADE AND OTHER PAYABLES

	2017 £	2016 £
Retrocession payable	(458,033)	(504,641)
Corporation tax payable	(147,981)	(660,630)
Amounts owed to group undertakings	(409,130)	(4,152,210)
Total trade and other payables	(1,015,144)	(5,317,481)

Amounts owed to group undertakings are unsecured and relate to Edmond de Rothschild (UK) Limited, a shareholder in the Company, for administrative services. These amounts have no fixed date of payment and are payable on demand.

10 CALLED UP SHARE CAPITAL

Consolidated and Company	2017 £	2016 £
277,778 ordinary shares at a par value of £1 each authorized, allotted and fully paid Share premium	(277,778) (2,398,901)	(277,778) (2,398,901)
	(2,676,679)	(2,676,679)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

11 RETAINED EARNINGS

	(a) Consolidated		
		2017	2016
		£	£
	Retained earnings at 1 January	(7,488,675)	(6,967,555)
	Profit for the financial year	(1,583,308)	(6,271,120)
	Dividends paid during the year	5,750,000	5,750,000
	Total retained earnings at 31 December	(3,321,983)	(7,488,675)
	(b) Company		
		2017	2016
		£	£
	Retained earnings)/accumulated losses at 1 January	(37,392)	341,952
	Profit for the financial year	(69,064)	(379,344)
	Total retained earnings at 31 December	(106,456)	(37,392)
12	DIVIDENDS		
		2017	2016
		£	£
	An interim dividend paid in the year of £20.70		
	per share (2016: £20.70 per share)	5,750,000	5,750,000
	Total dividends	5,750,000	5,750,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

13 RELATED PARTY TRANSACTIONS

	2017	2016
	£	£
Transactions with Edmond de Rothschild (UK) Limited		
- Service charge by the Group companies	(390,610)	(615,196)
- Recharge of direct costs	(4,494,003)	(6,160,958)
_	(4,884,613)	(6,776,154)
Transactions with ECH Investments Limited		
- Dividends	_	421,038
- Fees and recoverable expenses	-	7,227
- Repayment of capital	-	10,801
	-	439,066
Transactions with ACH Investment Advisors SA		
- Dividends	22,721	67,566
- Fees and recoverable expenses	510,860	436,940
-	533,581	504,506

Edmond de Rothschild Capital Holdings Limited provided services to ECH Investments Limited, an entity that was liquidated during 2016 which resulted in a compulsory redemption of shares that Edmond de Rothschild Capital Holdings Limited held. The ultimate controlling party of Edmond de Rothschild Capital Holdings Limited had a controlling shareholding in ECH Investments Limited and it is accordingly consolidated into the ultimate controlling party's financial statements. Dividends represent the amount net of retrocession paid or payable of nil (2016: £120,633) in respect of investors in ECH.

Edmond de Rothschild Capital Holdings Limited provides services to ACH Investment Advisors SA (formerly ACH Management SA). The ultimate controlling party of Edmond de Rothschild Capital Holdings Limited had a controlling shareholding in ACH Investment Advisors SA and it is accordingly consolidated into the ultimate controlling party's financial statements. Dividends represent the amount net of retrocession paid or payable of £32 (2016: £424) in respect of investors in ACH.

14 CONTINGENT LIABILITIES

There are no contingent liabilities known to the directors (2016: nil).

15 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

EDRRIT Limited was owned to 28 December 2017 ultimately 51% by Edmond de Rothschild (UK) Ltd, a company incorporated in the United Kingdom, and 49% owned by RIT Capital Partners plc, an investment trust listed on The London Stock Exchange. At 28 December 2017, EDRRIT Limited became a wholly owned subsidiary of Edmond de Rothschild (UK) Ltd.

The ultimate parent undertaking and controlling party is Edmond de Rothschild Holding SA, a company incorporated in Switzerland.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (Continued)

15 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY (continued)

Edmond de Rothschild Holding SA is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2017. The consolidated financial statements of Edmond de Rothschild Holding SA can be obtained from Edmond de Rothschild Holding SA, Case Postale 5254, 1211 Genève 11, Switzerland.

Edmond de Rothschild (UK) Limited is the parent undertaking of the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of Edmond de Rothschild (UK) Limited can be obtained from Edmond de Rothschild (UK) Limited, 4 Carlton Gardens, London SW1Y 5AA.