Registered number: 11763860

WHITMAN GROUP LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2019

WHITMAN GROUP LIMITED

COMPANY INFORMATION

Directors	J S Lambert OBE R H McGregor-Smith R H W Morecombe E R Scheurer
Registered number	11763860
Registered office	1st Floor Connaught House 1-3 Mount Street London W1K 3NB
Independent auditor	Nexia Smith & Williamson Chartered Accountants & Statutory Auditor 25 Moorgate London EC2R 6AY
Solicitors	Michelmores LLP 12th Floor 6 New Street Square London EC4A 3BF

WHITMAN GROUP LIMITED

CONTENTS

GROUP STRATEGIC REPORT
FOR THE PERIOD ENDED 31 DECEMBER 2019

Introduction

The directors present the Strategic Report for Whitman Group Limited for the year ended 31 December 2019.

Principal activities

Whitman Group Limited (the "Company") is a non-trading holding company with investments in two main subsidiaries, namely Whitman Howard Limited and Whitman Capital Management Limited (together "the Group").

The Group has three principal activities. Primarily Whitman Howard Limited acts as an agency broker researching and dealing in equity shares of listed companies. In addition it acts as a corporate finance advisor working alongside private and public companies. Whitman Howard Limited is authorised and regulated by the Financial Conduct Authority.

The third principal activity is through Whitman Capital Management Limited which is focused on private wealth management primarily in the United Kingdom.

Business review

The Group continues to be involved in fundraising transactions including primary and secondary fundraisings for public and private companies across a diverse range of sectors. The Group has also continued to focus on increasing the number of its Corporate Brokerage clients. We continue to grow our secondary trading business and though acquiring new clients.

Key clients in all areas are progressing well and we look forward to supporting them as they continue to develop through 2020 and beyond.

Whitman Capital Management Limited continues to manage client assets primarily through an AIM IHT strategy and a UK smaller companies growth strategy. 2019 has been a successful year for the business as it has generated strong relative performance for its clients and has been successful in attracting new clients and increasing assets under management.

During 2019 the Company participated in a group restructuring where it became the holding company of Whitman Howard Limited through a share for share exchange and at the same time Whitman Capital Management Limited was transferred to Whitman Group Limited.

As noted in the Post Balance Sheet Events commentary in the Directors' report, on the 6 March 2020 the majority shareholders of the Company signed a Sale and Purchase agreement with Panmure Gordon Group Limited to sell the entire issued share capital of the Company. All the minority shareholders of the Company have accepted this offer to acquire their shares and as such the Company has 100% shareholder approval of the transaction.

As of the date of this report the transaction is still subject to regulatory approval by the FCA and has not yet completed, however the directors expect the transaction to be completed before the end of the second calendar quarter 2020. The Company will therefore effectively become a wholly owned subsidiary of the Panmure Gordon Group Limited on the successful completion of the transaction.

At the same time the Company is to dispose of its shareholding Whitman Capital Management Limited. As of the date of signing this report this sale is in progress but has not been completed. The directors are confident based on the level of progress to date that this sale will be completed and the Company will no longer have any investment in Whitman Capital Management Limited.

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE PERIOD ENDED 31 DECEMBER 2019

Principal risks and uncertainties

The management of the business and the execution of the Group's strategy are subject to a number of risks.

The key business risks and uncertainties affecting the Group are considered to relate to the economic environment.

The Group is activity managing the impact of the COVID-19 pandemic and related restrictions on its business. The directors of the Group have taken active steps to address the threat of the virus on its staff members, to ensure the continued operational functioning of the business, implementation of financial measures and ensuring the business has sufficient financial resources and liquidity to withstand significant shocks. These are set out in the Going Concern Note (note 2.3).

The Group has considered the potential risks to the potential outcomes of Brexit. The Group's risk exposure to Brexit is low as its business is substantially focused on the United Kingdom and has limited exposure to EU based clients and service providers.

Future developments

As mentioned under Post Balance Sheet Events in this report, the Company is in process of being acquired by Panmure Gordon Group Limited. As of the date of this report the transaction has not yet completed, however the Directors expect the transaction to be completed before the end of the second calendar quarter 2020. The Company plans to therefor continue to develop its long term strategy in the context of being a wholly owned subsidiary of the Panmure Gordon Group of companies.

Financial key performance indicators

Given the nature of the business, the Group's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

However, the key performance indicators may be regarded as the following:

- Turnover – for the year is £3.64m (*2018: £4.35m*)
- Liquidity– the current ratio is 3.50 (*2018: 4.07*)

Financial risk management

Details of the Group's financial instruments and its policies with regard to financial risk management are given in the Directors' Report and in note 26 to the financial statements.

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

R. Morecombe

R H W Morecombe
Director

Date: 5th May 2020

DIRECTORS' REPORT
FOR THE PERIOD ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the period ended 31 December 2019.

Results and dividends

The loss for the period, after taxation and minority interests, amounted to £558,538 *(2018: profit £39,812)*.

No dividends have been paid or proposed in the year (*2018: £Nil*).

The Company was incorporated on 14 January 2019.

Directors

The directors who served during the period were:

J S Lambert OBE (appointed 20 March 2019)
R H McGregor-Smith (appointed 20 March 2019)
R H W Morecombe (appointed 20 March 2019)
E R Scheurer (appointed 14 January 2019)

Financial risk management

The Group has in place a risk management programme that seeks to limit adverse effects on the financial performance of the Group. Given the size of the Group, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee. The policies set by the directors are implemented by the Group's finance function.

Price risk
The Group is exposed to price risk due to the financial assets that it holds and through normal inflationary increases in the purchase price of goods and services in the UK.

Credit risk
The Group has policies in place to mitigate credit risk. However due to the nature of the clients and income streams of the Group, the directors believe credit risk is low.

Liquidity and financial solvency risk
The solvency of the principal trading entity of the group, Whitman Howard Limited is monitored within the framework of the regulations laid down by the Capital Requirements Directive IV.

Interest rate risk
The Group has interest bearing assets. Interest bearing assets include only cash balances which earn interest at a floating rate. The Group does not use derivative financial instruments to manage interest rate costs and as such, no hedge accounting is applied. The directors will revisit the appropriateness of this policy should the Group's operations change in size or nature.

Pillar 3 and regulatory reporting requirements
Whitman Howard Limited's Pillar 3 requirements are disclosed on the Group's website www.whitman-howard.com.

Matters covered in the strategic report

Where necessary, disclosures relating to future developments have been made in the Strategic Report and have not been repeated here in accordance with Section 414C of the Companies Act 2006.

Duties of the directors to promote the success of the Company (Section 172 of The Companies Act 2006)

The directors of the Company must act in accordance with a set of general duties. These duties are detailed in section 172 of the UK Companies Act 2006 which is summarised as follows:

A director of a company must act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its shareholders as a whole and, in doing so have regard amongst other matters to:

- The likely consequences of any decisions in the long-term;
- The interests of the company's employees;
- The need to foster the company's business relationships with suppliers, customers and others;
- The impact of the company's operations on the community and environment;
- The desirability of the company maintaining a reputation for high standards of business conduct; and
- The need to act fairly as between shareholders of the Company.

The company's directors have considered the above as detailed below:

- The likely consequences of any decisions in the long-term - The Group operates in a highly regulated industry which requires long-term planning and stability. The directors have always and continue to take a conservative approach to risk management to ensure that decisions are made in the long term interests of the Group. The directors take a risk based approach in terms of growth opportunities to ensure that the long term stability and capital base of the firm is maintained. As the complexity of the business increases the directors will continue to apply these principles on the growing business.
- The interests of the Group's employees - The directors are focused on ensuring the employees are aligned with the long term strategy of the Group. The directors are committed to ensuring that the employees' actions are consistent with the high level expected by our clients, the regulators and each other. The directors believe that the success of our business is dependent on managing the performance and development of our staff, and support staff in this respect. Employee performance is monitored closely by the board and remuneration of employees is aligned to the objectives of the Group.
- The need to foster the Group's business relationships with suppliers, customers and others – At the core of the success of our business is establishing and maintaining long term relationships with our clients. Our experience has shown that working with customers who have a similar approach and philosophy to their business as we do to ours helps achieve successful long term relationships. In terms of our suppliers we aim to work with suppliers who are able to consistently deliver services at the same level that we strive to deliver to our clients. While we favour long term relationship with suppliers we will regularly assess whether they remain fit for purpose for our industry and business activities. We do not limit ourselves in terms of the size of supplier rather we focus on the quality of their service delivery. In addition we also actively supporting local smaller suppliers where possible. Moreover, the directors work closely with the regulator of Whitman Howard Limited, the FCA (the 'Financial Conduct Authority') and respond promptly and fully to any requests from the FCA.
- The impact of the company's operations on the community and environment – the directors are committed to positive changes and contribution to the wider community and environment.
- The desirability of the Group maintaining a reputation for high standards of business conduct – the directors are committed to the Group maintaining its reputation for a high standard of business conduct. This is proactively managed across the Group by the directors through both actions and policies. The directors believe the long term reputation of the business is key to acquiring and maintaining longer term customer relationships.
- The need to act fairly as between shareholders of the Group – the directors are committed to providing regular and on-going transparent communication to their shareholders.

DIRECTORS' REPORT (CONTINUED)
FOR THE PERIOD ENDED 31 DECEMBER 2019

Disclosure of information to auditor

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

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

Post balance sheet events

On the 6 March 2020 the majority shareholders of the Company signed a Sale and Purchase agreement with Panmure Gordon Group Limited to acquire the entire issued share capital of the Company. All the minority shareholders of the Company have accepted this offer to sell their shares and as such the Company has 100% shareholder approval of the transaction.

As of the date of this report the transaction is still subject to regulatory approval by the FCA and has not yet completed, however the directors expect the transaction to be completed before the end of the second calendar quarter 2020. The Company will therefore effectively become a wholly owned subsidiary of the Panmure Gordon Group Limited on the successful completion of the transaction.

At the same time the Company is to dispose of its shareholding Whitman Capital Management Limited. As of the date of signing this report this sale is in progress but has not been completed. The directors are confident based on the level of progress to date that this sale will be completed and the Company will no longer have any investment in Whitman Capital Management Limited.

On the 14 February 2020 one of the unlisted equity investments held by Whitman Howard Limited, Laundrapp Limited, went into Administration. The Group had valued its investment in Laundrapp Limited at £40,661.50 as at the 31 December 2019 (no shares well held as at 31 December 2018). The Group has therefore written off the full value of the Laundrapp investment to zero post the 31 December 2019 balance sheet date.

Auditor

The auditor, Nexia Smith & Williamson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

R. Morecombe

R H W Morecombe
Director

Date: 5th MAY 2020

DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE PERIOD ENDED 31 DECEMBER 2019

The directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Nexia Smith & Williamson

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WHITMAN GROUP LIMITED

Opinion

We have audited the financial statements of Whitman Group Limited (the 'Parent Company') and its subsidiaries (the 'Group') for the period ended 31 December 2019 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Parent Company Balance Sheets, the Consolidated and Parent Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows, the Consolidated Analysis of Net Debt and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 31 December 2019 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group and Parent 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.

Material uncertainty related to going concern
We draw attention to Note 2.3 to the financial statements concerning the Parent Company's and Group's ability to continue as a going concern.

In considering the ability of the Parent Company and the Group to continue as a going concern the directors believe there are two main points to consider. These are the expected acquisition of the parent company by Panmure Gordon Group Limited [1] and the impact of the current COVID-19 related restrictions [2].

[1] The directors have considered the going concern nature of the parent company and group as part of the acquiring group, Panmure Gordon Group Limited ("PGGL"). In this respect there is uncertainty whether the trade and activities will occur within the Parent Company and Group, or will be transferred to PGGL, as well as whether PGGL will maintain the Parent Company and Group, or let it lapse into inactivity or dormancy in foreseeable future.

[2] On 11 March 2020, COVID-19 was declared a pandemic by the World Health Organisation. Management have taken a number of actions to mitigate the impact of the pandemic, as described in note 2.3. However, ultimately the impact of the COVID-19 pandemic on the business remains unquantifiable at this stage, particularly with respect to future profits and cashflows.

As stated in note 2.3, these events or conditions indicate that a material uncertainty exists that may cast significant doubt on the parent company's and Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report and financial statements, 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.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the 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 Group and the Parent Company and their environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or 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 6, 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 Group's or the Parent 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 Parent Company or to cease operations, or have no realistic alternative but to do so.

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

Use of our report
This report is made solely to the Parent 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 Parent Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Nexia Smith & Williamson

Guy Swarbreck (Senior Statutory Auditor)

for and on behalf of
Nexia Smith & Williamson

Chartered Accountants
Statutory Auditor

25 Moorgate
London
EC2R 6AY
Date: 06.05.2020

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 31 DECEMBER 2019

	Note	2019 £	*2018* *£*
Turnover	4	**3,644,897**	*4,354,929*
Cost of sales		**(1,152,904)**	*(1,239,619)*
Gross profit		**2,491,993**	*3,115,310*
Administrative expenses		**(3,299,775)**	*(2,989,626)*
Fair value movements		**116,658**	*(84,311)*
Operating (loss)/profit	5	**(691,124)**	*41,373*
Profit on disposal of current assets		**43,453**	*1,092*
Interest receivable and similar income		**1,577**	*89*
(Loss)/profit before taxation		**(646,094)**	*42,554*
Tax on (loss)/profit	9	**3,875**	*(37,653)*
(Loss)/profit for the financial period		**(642,219)**	*4,901*
Total comprehensive income for the period		**(642,219)**	*4,901*
(Loss)/profit for the period attributable to:			
Non-controlling interests		**(83,681)**	*(34,911)*
Owners of the parent Company		**(558,538)**	*39,812*
		(642,219)	*4,901*
Total comprehensive income for the period attributable to:			
Non-controlling interest		**(83,681)**	*(34,911)*
Owners of the parent Company		**(558,538)**	*39,812*
		(642,219)	*4,901*

There were no recognised gains and losses for 2019 or 2018 other than those included in the consolidated statement of comprehensive income.

The notes on pages 21 to 39 form part of these financial statements.

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note		2019 £		2018 £
Fixed assets					
Tangible assets	10		**15,481**		*15,762*
Investments	11		**454,030**		*375,996*
			469,511		*391,758*
Current assets					
Debtors: amounts falling due within one year	12	**590,683**		*844,453*	
Cash at bank and in hand	13	**865,256**		*1,076,784*	
		1,455,939		*1,921,237*	
Creditors: amounts falling due within one year	14	**(393,989)**		*(473,632)*	
Net current assets			**1,061,950**		*1,447,605*
Total assets less current liabilities			**1,531,461**		*1,839,363*
Provisions for liabilities					
Deferred taxation	16	**(3,978)**		*(4,072)*	
Other provisions	17	**(10,000)**		*(10,000)*	
			(13,978)		*(14,072)*
Net assets			**1,517,483**		*1,825,291*
Capital and reserves					
Called up share capital	18		**1,646,675**		*1,396,925*
Share premium account	19		**-**		*117,600*
Profit and loss account	19		**(412,511)**		*278,177*
Equity attributable to owners of the parent Company			**1,234,164**		*1,792,702*
Non-controlling interests			**283,319**		*32,589*
Shareholders funds'			**1,517,483**		*1,825,291*

**CONSOLIDATED BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2019**

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

R. Morecombe

R H W Morecombe
Director

Date: 5th MAY 2020

The notes on pages 21 to 39 form part of these financial statements.

COMPANY BALANCE SHEET
AS AT 31 DECEMBER 2019

	Note		2019 £
Fixed assets			
Investments	11		2,258,628
			2,258,628
Current assets			
Cash at bank and in hand	13	200	
		200	
Creditors: amounts falling due within one year	14	(622,598)	
Net current assets			(622,398)
Total assets less current liabilities			1,636,230
Net assets			1,636,230
Capital and reserves			
Called up share capital	18		1,646,675
Loss for the period		(10,445)	
Profit and loss account carried forward			(10,445)
Shareholders' funds			1,636,230

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The loss of the Company for the period was £10,445.

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

R H W Morecombe
Director

Date: 5th MAY 2020

The notes on pages 21 to 39 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 DECEMBER 2019

	Called up share capital	Share premium account	Profit and loss account	Equity attributable to owners of parent Company	Non-controlling interests	Total equity
	£	£	£	£	£	£
At 1 January 2019	1,396,925	117,600	278,177	1,792,702	32,589	1,825,291
Comprehensive income for the period						
Loss for the period	-	-	(558,538)	(558,538)	(83,681)	(642,219)
Total comprehensive income for the period	-	-	(558,538)	(558,538)	(83,681)	(642,219)
Bonus issue	249,750	(117,600)	(132,150)	-	-	-
Share issue	-	-	-	-	334,411	334,411
At 31 December 2019	1,646,675	-	(412,511)	1,234,164	283,319	1,517,483

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 DECEMBER 2018

	Called up share capital	Share premium account	Profit and loss account	Equity attributable to owners of parent Company	Non-controlling interests	Total equity
	£	£	£	£	£	£
At 1 January 2018	**1,396,925**	**117,600**	**238,365**	**1,752,890**	**-**	**1,752,890**
Comprehensive income for the year						
Profit for the year	-	-	39,812	39,812	(34,911)	4,901
Total comprehensive income for the year	-	-	39,812	39,812	(34,911)	4,901
Addition to non-controlling interest	-	-	-	-	67,500	67,500
At 31 December 2018	1,396,925	117,600	278,177	1,792,702	32,589	1,825,291

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD ENDED 31 DECEMBER 2019

	Called up share capital	Profit and loss account	Total equity
	£	£	£
Comprehensive income for the year			
Loss for the period	-	(10,445)	(10,445)
Contributions by and distributions to owners			
Shares issued during the period	1,646,675	-	1,646,675
Total transactions with owners	1,646,675	-	1,646,675
At 31 December 2019	1,646,675	(10,445)	1,636,230

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 31 DECEMBER 2019

	2019 £	*2018* *£*
Cash flows from operating activities		
(Loss)/profit for the financial period	**(646,094)**	*4,901*
Adjustments for:		
Depreciation of tangible assets	**12,885**	*14,109*
Loss on disposal of tangible assets	**(43,453)**	*(1,092)*
Interest received	**(1,577)**	*(89)*
Taxation charge	**-**	*37,653*
Decrease/(increase) in debtors	**253,770**	*(129,498)*
(Decrease)/increase in creditors	**(40,965)**	*42,472*
Corporation tax paid	**(34,897)**	*(158,450)*
FX gains in P&L	**(116,658)**	*84,311*
Net cash generated from operating activities	**(616,989)**	*(105,683)*
Cash flows from investing activities		
Purchase of tangible fixed assets	**(12,604)**	*(8,032)*
Purchase of unlisted and other investments	**(197,000)**	*-*
Sale of unlisted and other investments	**279,077**	*152,254*
Interest received	**1,577**	*89*
Net cash from investing activities	**71,050**	*144,311*

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE PERIOD ENDED 31 DECEMBER 2019

	2019 £	*2018* *£*
Cash flows from financing activities		
Issue of shares in sub (NCI)	**334,411**	*67,500*
Net cash used in financing activities	**334,411**	*67,500*
Net (decrease)/increase in cash and cash equivalents	**(211,528)**	*106,128*
Cash and cash equivalents at beginning of period	**1,076,784**	*970,656*
Cash and cash equivalents at the end of period	**865,256**	*1,076,784*
Cash and cash equivalents at the end of period comprise:		
Cash at bank and in hand	**865,256**	*1,076,784*
	865,256	*1,076,784*

CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE PERIOD ENDED 31 DECEMBER 2019

	At 1 January 2019 £	Cash flows £	At 31 December 2019 £
Cash at bank and in hand	1,076,784	(211,528)	865,256

1. General information

Whitman Group Limited is a private company, limited by shares, domiciled and incorporated in England and Wales (registered number: 11763860). The address of the registered office is 1st Floor Connaught House, 1-3 Mount Street, London, W1K 3NB.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

In preparing the separate financial statements of the Parent Company, advantage has been taken of the following disclosure exemptions available in FRS 102

Only one reconciliation of the number of shares outstanding at the beginning and end of the year has been presented as the reconciliation for the Company and the Parent Company would be identical;

No Statement of Cash Flows has been presented for the Parent Company;

No disclosures have been given for the aggregate remuneration of the key management personnel of the Parent Company as their remuneration is included in the totals for the Company as a whole.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

During the year, the group undertook a group restructuring by creating a new top holding company, Whitman Group Limited, which acquired the trading company, Whitman Howard Limited. The new parent is owned by the same shareholders, with the same relative holding of shares and it obtained 100% of the share capital of the existing trading company via a share exchange. As a result of the transaction, the equity holders of the new and old parent remained the same and the right of each equity holding, relative to others, were unchanged.

The group reorganisation satisfied the criteria for merger accounting under both FRS 102 and the Companies Act 2006. Based on the criteria being met, the reorganisation was accounted for by using the merger accounting.

2. Accounting policies (continued)

2.3 Going concern

In considering the ability of the Group and Company to continue as a going concern the directors believe there are two main points to consider. These are the sale of the Company and the impact of the current COVID-19 related restrictions.

Sale of the Company
As mentioned in the post balance sheet events note the Company is in process of being acquired by Panmure Gordon Group Limited ("PGGL") which means the Company will become a wholly owned subsidiary of PGGL on the successful completion of the transaction. This transaction has yet to complete, however the directors believe that the most likely scenario is for the transaction to complete by the end of the second calendar quarter 2020. There is uncertainty in respect of whether the trade and activities will occur within the Group and Company, or will be transferred to PGGL, as well as whether PGGL will maintain the Group and Company, or let it lapse into inactivity or dormancy in the foreseeable future.

As such directors have considered the going concern ability of the Group as part of PGGL. In this respect the Group plans to continue to develop its long term strategy in the context of being a wholly owned subsidiary of the PGGL. The directors believe that the Group's going concern status as part of PGGL is demonstrated as PGGL has acquired the Group as a going concern, it is a larger capitalised FCA regulated business and is operating in the same sector as the Group.

Consideration of COVID-19 restrictions
The directors believe that after taking into consideration the impact of the current COVID-19 related restrictions, the Group will be able to revert back to its historical levels of business activities. The Directors believe that business activities can return to historical levels in the second half of 2020 when the COVID-19 government restrictions are expected to be eased. The directors have conservatively not factored any new types of business lines commencing prior to 2021. Based on these levels of business activities the Group is expected to be able to continue as a going concern.

The directors have also considered the scenario where business activities and revenues take longer to reach historical levels due to the impact of COVID-19. As the Group's costs base is highly variable in line with its revenues in such a situation the Group's variable cost base will adjust to the lower level of revenue and the Group is expected to be able to continue as a going concern.

In addition the Group has conservatively managed it capital resources and as such has a sufficient regulatory capital buffer to continue as a going concern. It also has access to sufficient liquidity both internally and through its investor base. The disposal of the Company's investment in Whitman Capital Management Limited also is expected to generate liquidity for the Group.

2. Accounting policies (continued)

2.3 Going concern (continued)

Specifically relating to the current impact of COVID-19 the Directors believe that the Group has demonstrated that it can continue as a going concern and have taken the following action.

- The Board has been following government directives and has successfully triggered business continuity provisions in response to these directives. These business continuity provisions relate mainly to all staff working from home where possible, respecting other government directives such as those relating to no business travel and social distancing. The company has successfully demonstrated that it is able to continue to maintain its operations through its business continuity provisions.
- All staff have been successfully working remotely and have access to the Group's technology platform. This has enabled them to connect virtually and continue as normal on existing engagements and business activities. The management has been working with its technology providers to ensure this has been successfully implemented.
- The board of directors and management team are in regular daily contact with staff and as such are able to monitor the welfare of staff on a daily basis. Key management staff are also providing staff with the necessary support they need to operate effectively from remote locations.
- The directors have developed a set of financial measures designed to flexibly mitigate the expected near term operational and financial and longer term economic impact of the COVID-19 pandemic on the business. As discussed above the directors have taken into account the current financial impact of COVID-19 as well as the timing of the expected return to historical business volumes. This includes considering scenarios where this return to historical levels is delayed.
- The directors of the Group therefore confirm that they are confident that the Group's financial requirements give flexibility and sufficient liquidity to the business to ensure that the business can withstand significant shocks.

Conclusion
Whilst the directors believe that the Group and Company will continue as a going concern upon acquisition by PGGL, there is uncertainty in respect of whether the trade and activities will occur within the Group, or will be transferred to PGGL, as well as whether PGGL will maintain the Group, or let it lapse into inactivity or dormancy in the foreseeable future.

Moreover, the full impact of COVID-19 is unquantifiable at this stage, particularly in relation to future income and cashflows.

These situations indicate that a material uncertainty exists that may cast significant doubt on the Group and Company's ability to continue as a going concern.

Were the Group and Company no longer a going concern, adjustments may be required to the carrying value of assets, provisions would be required for the future liabilities arising as a consequence of the Group and Company ceasing business and assets currently classified as non-current would be reclassified as current.

The financial statements do not include the adjustments that would result if the Group and Company were unable to continue as a going concern.

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Consolidated Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Consolidated Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Consolidated Statement of Comprehensive Income within 'other operating income'.

2.5 Revenue

Turnover is derived principally from brokerage commission, corporate advisory services and wealth management. Brokerage commission is recognised on the trade date. Included within brokerage commission is turnover from commission sharing agreements which is recognised when it is confirmed as receivable. Revenue from corporate advisory services is recognised during the period in which the services were carried out and from deal fees on the date of completion.

Whitman Capital Management earns revenue from wealth management, namely asset management charges and dealing commissions. Management charges represent a percentage of the customers assets under management and are accrued on a monthly basis. Dealing commissions are charged gross of dealing fees and are recognised on trade date.

2.6 Leases

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are also spread on a straight-line bases over the lease term.

2.7 Employee benefits

Short term employee benefits including holiday pay and annual bonuses are accrued as services are rendered. Contributions to defined contribution pension schemes are charged to profit or loss as they become payable in accordance with the rules of the scheme. Differences between contributions payable in the year and those actually paid are shown as either accruals or prepayments in the Balance Sheet.

2. Accounting policies (continued)

2.8 Tangible fixed assets

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

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

Depreciation is provided on the following basis:

Office equipment	- 3 years straight-line

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Consolidated Statement of Comprehensive Income.

2.9 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in the Consolidated Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

2.10 Financial instruments

Financial assets and financial liabilities are recognised in the Balance Sheet when the Group becomes a part to the contractual provisions of the instrument.

Trade and other debtors and creditors are classified as basic financial instruments and measured at initial recognition at transaction price. Debtors and creditors are subsequently measured at amortised cost using the effective interest rate method. A provision is established when there is objective evidence that the Group will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank, short-term bank deposits with an original maturity of three months or less and bank overdrafts which are an integral part of the Group's cash management.

Financial liabilities and equity instruments issued by the Group are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Group are recorded at the proceeds received, net of direct issue costs.

2. Accounting policies (continued)

2.11 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Consolidated Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

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

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

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

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in conformity with generally accepted accounting practice requires management to make estimates and judgements that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period.

Key sources of estimation uncertainty

Bad debt provisions
The trade debtors balances of £250,830 (*2018: £596,658*) recorded in the Group's Balance Sheet comprise a relatively small number of balances. A full line by line review of trade debtors is carried out at the end of each month. Whilst every attempt is made to ensure that the bad debt provisions are as accurate as possible, there remains a risk that the provisions do not match the level of debts which ultimately prove to be uncollectible.

Fair value of warrants in respect of listed shares
The Group owns a number of warrants in relation to listed shares. These warrants have been valued using the Black Scholes model which includes estimates of assumptions in the calculation. Whilst every attempt is made to ensure that the assumptions used are accurate, there remains a risk that the assumptions used are incorrect and provide an incorrect valuation of these warrants.

Fair value of unlisted shares and warrants in respect of unlisted shares
The Group owns a number of shares in relation to unlisted shares and warrants. The warrants have been valued using the Black Scholes model which includes estimates of assumptions in the calculation. The shares have been valued based on their most recent subscription price. Whilst every attempt is made to ensure that the assumptions used are accurate, there remains a risk that the assumptions used are incorrect and provide an incorrect valuation of these warrants.

4. Turnover

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

	2019	*2018*
	£	*£*
Brokerage commission	**1,605,511**	*1,247,399*
Corporate advisory	**1,910,476**	*3,096,321*
Wealth management	**128,910**	*11,209*
	3,644,897	*4,354,929*

All turnover arose within the United Kingdom.

5. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

	2019 £	*2018* *£*
Depreciation	12,885	*14,139*
Exchange differences	2,538	*(16,106)*
Other operating lease rentals	200,705	*183,122*

6. Auditor's remuneration

	2019 £	*2018* *£*
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	32,750	*16,950*

Fees payable to the Group's auditor and its associates in respect of:

Audit-related assurance services	2,120	*2,060*
Taxation compliance services	16,500	*9,000*
All other assurance services	10,520	*9,890*
	29,140	*20,950*

7. Employees

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

	Group 2019 £	*Group 2018 £*
Wages and salaries	**2,254,654**	*2,240,251*
Social security costs	**276,559**	*278,280*
Costs of defined contribution scheme	**19,920**	*11,957*
	2,551,133	*2,530,488*

The average monthly number of employees, including the directors, during the period was as follows:

	2019 No.	*2018 No.*
Front office and operations	**24**	*27*
Directors	**3**	*2*
	27	*29*

The Company has no employees other than the directors, who did not receive any remuneration.

8. Directors' remuneration

	2019 £	*2018 £*
Directors' emoluments	**456,141**	*255,834*

The highest paid director received remuneration of £200,000 *(2018: £200,000)*.

9. Taxation

	2019 £	*2018 £*
Corporation tax		
Current tax (credit)/charge on profits for the year	**(3,781)**	*37,930*
Deferred tax		
Origination and reversal of timing differences	**(94)**	*(277)*
Taxation on (loss)/profit on ordinary activities	**(3,875)**	*37,653*

Factors affecting tax (credit)/charge for the period/year

The tax assessed for the period/year is higher than *(2018: higher than)* the standard rate of corporation tax in the UK of 19% *(2018: 19%)*. The differences are explained below:

	2019 £	*2018 £*
(Loss)/profit on ordinary activities before tax	**(646,094)**	*42,554*
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% *(2018: 19%)*	**(122,758)**	*8,085*
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	**(22,673)**	*26,056*
Adjustments due to changes in tax rates	**-**	*143*
Other tax charge	**141,556**	*3,369*
Total tax (credit)/charge for the period/year	**(3,875)**	*37,653*

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

10. Tangible fixed assets

Group

	Office equipment £
Cost or valuation	
At 1 January 2019	**127,308**
Additions	**12,604**
At 31 December 2019	**139,912**
Depreciation	
At 1 January 2019	**111,546**
Charge for the year	**12,885**
At 31 December 2019	**124,431**
Net book value	
At 31 December 2019	**15,481**
At 31 December 2018	*15,762*

11. Fixed asset investments

Group

	Listed equities £	Unlisted equities £	Warrants listed £	Warrants unlisted £	Total £
Cost or valuation					
At 1 January 2019	280,746	9,992	-	85,258	375,996
Additions	22,000	175,000	-	-	197,000
Disposals	(235,624)	-	-	-	(235,624)
Revaluations	218,672	(127,265)	4	25,247	116,658
At 31 December 2019	285,794	57,727	4	110,505	454,030

The listed equities have been valued at the bid price as published on the London Stock Exchange. These listed investments are classified as Level 1 in the fair value hierarchy and are based on the unadjusted quoted price in an active market for identical assets that the entity can access at the measurement date.

The warrants on listed shares have been valued using the Black Scholes model. These warrants on listed shares are classified as Level 2 in the fair value hierarchy and are based on inputs other than quoted prices included in Level 1 that are observable for the asset either directly or indirectly. The key assumptions used in the value of these warrants are the life to expiration of the warrants, which is 2.79 years, and volatility, which is c 20%.

The unlisted equities are classified as Level 2 in the fair value hierarchy and are based on inputs other than quoted prices included in Level 1 that are observable for the asset either directly or indirectly. The fair value of unlisted shares at year end was determined based on the most recent exercise price to which a 60% illiquid discount was applied.

The warrants on unlisted shares have been valued using the Black Scholes model. These warrants are classified as Level 2 in the fair value hierarchy and are based on inputs other than quoted prices included in Level 1 that are observable for the asset either directly or indirectly. The key assumptions used in the value of these warrants are the life to expiration of the warrants, which is between 2.5 and 3 years and, the volatility, which is c 40% and the illiquid discount of c 60%.

11. Fixed asset investments (continued)

Company

	Investments in subsidiary companies £
Cost or valuation	
Additions	**2,258,628**
At 31 December 2019	**2,258,628**

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Principal activity	Class of shares	Holding
Whitman Howard Limited	Security and commodity dealing	Ordinary	100%
Whitman Capital Management Limited	Fund management	Ordinary	71%
Whitman Acquisition Limited	Dormant	Ordinary	100%

The registered office of its subsidiaries are the same as the Company's registered office.

During the year the Group undertook a restructure, a new shell holding company was formed being Whitman Group Limited, during the year it acquired Whitman Howard Limited, Whitman Capital Management Limited and Whitman Acquisition Limited via a share for share exchange.

The aggregate of the share capital and reserves as at 31 December 2019 and the profit or loss for the period ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £	Profit/(Loss) £
Whitman Howard Limited	**1,835,269**	**(155,261)**
Whitman Capital Management Limited	**296,952**	**(484,177)**
Whitman Acquisition Limited	-	-

12. Debtors

	Group 2019 £	*Group 2018 £*
Trade debtors	**250,830**	*596,658*
Other debtors	**104,429**	*92,787*
Prepayments and accrued income	**235,424**	*155,008*
	590,683	*844,453*

Included within other debtors is £38,947 *(2018: £41,094)* in relation to a rent deposit of Whitman Howard Limited which is due in more than one year.

In the opinion of the directors, the carrying value of these assets approximates their fair value.

13. Cash and cash equivalents

	Group 2019 £	*Group 2018 £*	Company 2019 £	*Company 2018 £*
Cash at bank and in hand	**865,256**	*1,076,784*	**200**	-

14. Creditors: Amounts falling due within one year

	Group 2019 £	*Group 2018 £*	Company 2019 £	*Company 2018 £*
Trade creditors	**54,185**	*45,907*	-	-
Amounts owed to group undertakings	-	-	**612,153**	-
Corporation tax	-	*38,678*	-	-
Other taxation and social security	**87,922**	*91,418*	-	-
Other creditors	**37,401**	*41,818*	-	-
Accruals and deferred income	**214,481**	*255,811*	**10,445**	-
	393,989	*473,632*	**622,598**	-

In the opinion of the directors, the carrying value of these liabilities approximates their fair value.

15. Financial instruments

	Group 2019 £	*Group 2018 £*
Financial assets		
Financial assets measured at fair value through profit or loss	**454,030**	*400,996*
Financial assets measured at amortised cost	**322,597**	*689,445*
	776,627	*1,090,441*
Financial liabilities		
Financial liabilities measured at amortised cost	**213,016**	*302,915*

Financial assets measured at fair value through profit or loss comprise current asset investments

Financial assets measured at amortised cost comprise trade and other debtors.

Financial liabilities measured at amortised cost comprise trade and other creditors and accruals.

16. Deferred taxation

Group

	2019 £	*2018 £*
At beginning of year	**4,072**	*4,349*
Utilised in year	**(94)**	*(277)*
At end of year	**3,978**	*4,072*

	2019 £	*2018 £*
Timing differences	**4,072**	*4,072*
Utilised in year	**(94)**	-

17. Provisions

Group

	Dilapidations £
At 1 January 2019	**10,000**
At 31 December 2019	**10,000**

18. Share capital

	2019 £
Allotted, called up and fully paid	
1,646,675 Ordinary shares of £1.00 each	**1,646,675**

On 29 January 2019, the group was restructured as a result of a share for share exchange between Whitman Group Limited and Whitman Howard Limited of 1,646,675 Ordinary £1 shares.

19. Reserves

Share premium account

The share premium account is used to record the aggregate amount or value of premiums paid when the Company's shares are issued at an amount in excess of nominal value.

Profit and loss account

This reserve relates to the cumulative retained earnings less amounts distributed to shareholders.

20. Contingent liabilities

As at 31 December 2019 the Group had no material contingent liabilities (*2018: £Nil*).

21. Pension commitments

The Group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £19,619 (*2018:* £18,075). Contributions totalling £4,863 (*2018:* £3,960) were payable to the fund at the balance sheet date and are *included in creditors*.

22. Commitments under operating leases

At 31 December 2019 the Group and the Company had future minimum lease payments under non-cancellable operating leases as follows:

	Group 2019 £	*Group 2018 £*
Not later than 1 year	207,291	*206,625*
Later than 1 year and not later than 5 years	-	*184,425*
	207,291	*391,050*

23. Related party transactions

The Group has taken advantage of the exemption in FRS 102 Section 33.1A to not disclose transactions with wholly owned group entities.

At 31 December 2019, Whitman Howard Limited was owed £Nil (*2018: £206,403*) from Whitman Capital Management Limited in relation to loan financing provided to fund operational activities. This loan included interest receivable which during the year totalled £11,749 (*2018: £3,161*). On 3 November 2019, the loan balance of £571,950 was novated from Whitman Howard Limited to Whitman Group Limited, the parent entity of both Whitman Howard Limited and Whitman Capital Management Limited.

During the year, Whitman Howard Limited re-charged costs totalling £24,783 (*2018: £5,417*) to Whitman Capital Management Limited.

Key management personnel are those persons having authority and responsibility for planning, controlling and directing the activities of the Group. In the opinion of the board, the Group's key management personnel are the directors of Whitman Group Limited. During the year, the costs of short-term employee benefits totalled £456,141 (*2018: £255,834*).

24. Post balance sheet events

On the 6 March 2020 the majority shareholders of the Company signed a Sale and Purchase agreement with Panmure Gordon Group Limited to acquire the entire issued share capital of the Company. All the minority shareholders of the Company have accepted this offer to sell their shares and as such the Company has 100% shareholder approval of the transaction.

As of the date of this report the transaction is still subject to regulatory approval by the FCA and has not yet completed, however the directors expect the transaction to be completed before the end of the second calendar quarter 2020. The Company will therefore effectively become a wholly owned subsidiary of the Panmure Gordon Group Limited on the successful completion of the transaction.

At the same time the Company is to dispose of its shareholding Whitman Capital Management Limited. As of the date of signing this report this sale is in progress but has not been completed. The directors are confident based on the level of progress to date that this sale will be completed and the Company will no longer have any investment in Whitman Capital Management Limited.

On the 14 February 2020 one of the unlisted equity investments held by Whitman Howard Limited, Laundrapp Limited, went into Administration. The Group had valued its investment in Laundrapp Limited at £40,661.50 as at the 31 December 2019 (no shares well held as at 31 December 2018). The Group has therefore written off the full value of the Laundrapp investment to zero post the 31 December 2019 balance sheet date.

25. Controlling party

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

26. Financial risk management

The Group's financial instruments comprise listed equity securities, warrants over listed equity securities, cash and cash equivalents, and items such as trade creditors and trade debtors which arise directly from its operations. The main purpose of these financial instruments is to provide finance for the Company's operations.

The Group's operations expose it to a variety of financial risks including credit risk, liquidity risk, interest rate risk, equity price risk and foreign currency exchange rate risk. Given the size of the Group, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the Group's finance department.

Credit risk
The Group's credit risk is primarily attributable to its trade debtors. The Group has implemented policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure to any individual counterparty is subject to a limit, which is reassessed annually by the board.

The carrying amount of financial assets represents the maximum credit exposure.

Liquidity risk
The Group actively maintains a cash balance that is designed to ensure it has sufficient available funds for operations and planned expansions. The Group monitors its levels of working capital to ensure that it can meet its liabilities as they fall due.

Interest rate risk
The Group has interest bearing assets. Interest bearing assets comprise only cash and cash equivalents which earn interest at a variable rate. The directors will revisit the appropriateness of this policy should the Company's operations change in size or nature.

Equity price risk
The Group is exposed to equity price risk because of investments, and warrants held by the Company. To manage the price risk arising from these investments the Group monitors the performance of the portfolio.

Foreign currency exchange rate risk
The Group is exposed to foreign currency exchange rate risk as a result of income earned in USD and expenses which will be settled in GBP.