Registered number: SC182721

BALMORAL ASSET MANAGEMENT LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2023

BALMORAL ASSET MANAGEMENT LIMITED

COMPANY INFORMATION

Directors	Mr N A Moles Ms C E Thomas Mr S MacDonald (resigned 28 April 2023) Mr S M Allen (resigned 5 September 2023)
Registered number	SC182721
Registered office	18 Rutland Square Edinburgh EH1 2BB
Independent auditor	Consilium Audit Limited Chartered Accountants 169 West George Street Glasgow G2 2LB

BALMORAL ASSET MANAGEMENT LIMITED

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STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023

Introduction

The directors present the Strategic Report of Balmoral Asset Management Limited ("the Company") for the year ended 31 December 2023.

Principal activity

The principal activities during the year were investment management and financial planning. The Company is authorised and regulated by the Financial Conduct Authority. The trade was transferred to Progeny Wealth Limited on 1 May 2023 and the plan is to transfer all remaining assets and liabilities at their book values to Progeny Wealth Limited in 2024.

Business review

On 14 October 2022, the Company was acquired by the Progeny Group and on 1 May 2023 the trade was transferred to Progeny Wealth Limited, a fellow subsidiary undertaking of Progeny Holdings Limited.

Consequently, the trading, as presented in the Statement of Comprehensive Income, reflects the 5 month trading period, rather than 12 months in 2022.

Turnover and operating profit are considered to be the Key Performance Indicators and the directors consider that both these metrics are satisfactory for the 4-month period. The 2022 loss was due to the expensing of deal related costs, following the sale of the business, which did not reoccur in 2023.

As the trade was transferred to Progeny Wealth Limited during the year, the structure of the balance sheet changed in that associated trading balances, such as trade debtors and creditors, are now included within Progeny Wealth Limited. The majority of the debtors are now inter-company receivables.

Principal risks and uncertainties

The Company's principal assets are balances due from group companies. The financial assets are managed for liquidity.

Cash flow risk

Cash flow risk is mitigated by the directors' policy of maintaining cash and current assets.

Liquidity risk

Liquidity risk arises from the management of cash funds and working capital. The risk is that the Company will fail to meet its financial obligations as they fall due. This risk is mitigated in the current circumstances as all liabilities will be transferred to Progeny Wealth Limited.

Regulatory risk

Regulatory risk continues to be managed by the Company, with ongoing operational processes and controls established to mitigate regulatory risk. Internal controls continue to identify, review and manage risks that the Company may be subject to and these are continually developed and enhanced.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023

Directors' statement of compliance with duty to promote the success of the Company

The directors provide the following statement pursuant to the Companies Act 2006 (as amended by Companies (Miscellaneous Reporting) Regulations 2018) (the "Act") to describe how they have acted in accordance with their duty under section 172 of the Act to promote the success of the Company for the benefit of its members as a whole, and in so doing, how they have had regard to those factors set out in section 172(1)(a) to (f) of the Act during the financial year. In doing this, section 172 requires a director to have regard, among other matters, to:

a. The likely consequences of any decision in the long term

b. The interests of the Company's employees

c. The need to foster the Company's business relationships with suppliers, customers and others

d. The impact of the Company's operations on the community and the environment

e. The desirability of the Company maintaining a reputation for high standards of business conduct, and

f. The need to act fairly as between members of the Company

The directors consider the matters set out above in their decision-making process, through the Company's business strategy, culture, governance framework, management information flows and stakeholder engagement processes.

The need to foster the Company's relationships with suppliers, customers and others

Following the transfer of the trade to Progeny Wealth Limited the Company no longer has any employees, customers and is winding down its supplier base.

As the Company is regulated by the Financial Conduct authority ("FCA"), it is important that an open and transparent relationship is maintained with the regulator in order to ensure a reputation for high standards of business conduct and compliance with all relevant regulations. The Company engages with all required reporting to the FCA and the directors maintain regular dialogue and discussion of regulatory developments. The Risk and Compliance functions within the Company provide ongoing consideration and assessment of relevant processes and policies to ensure compliance with the relevant regulations. There is also comprehensive reporting to the Board and Risk Committees.

The desirability of the Company maintaining a reputation for high standards of business conduct

The Company supports and upholds a set of core values and principles.

The Company continues to be regulated by the FCA and therefore operates in a highly regulated environment. The consequence of non-compliance can be severe, and it is therefore a business imperative that the Company conduct business in a manner that is consistent with Company's principles and the laws and regulations applicable to it.

As noted elsewhere in this statement, the directors maintain an open and transparent relationship with the FCA as the importance of such a relationship is paramount. It is of further importance to our clients that the Company maintains a healthy relationship with the regulator while ensuring compliance with the relevant laws and regulations. The directors are acutely aware of the reputational damage that may follow from non-compliance, and the further impact this may have on current and prospective clients through the degradation of trust and confidence. The Company has a well-established and robust governance framework that the directors are responsible for the compliance thereto.

The need to act fairly between different members of the Company

Following the acquisition of 100% of the share capital by The Progeny Group Limited, private equity investors and other minority investors including certain employees of the wider Progeny Group, hold shares in the ultimate parent company. The ultimate beneficial owner is represented on the Board of the Company. The directors and shareholders hold the same strategic objectives and interact on a regular basis providing updates on the operations and performance of the Company.

Future Developments

As described above the trade was transferred to Progeny Wealth Limited on 1 May 2023 and the plan is to transfer all assets and liabilities at their book values to Progeny Wealth Limited in 2024. As such the financial statements have been prepared on basis other than going concern. No adjustments have been made to the net assets of the Company as the directors believe the figures reported are reflective of the values to the Company. No provision or adjustment has been made for the future costs of liquidating the business, unless such costs were committed at the reporting date.

This report was approved by the board on 22 April 2024 and signed on its behalf.

Mr N A Moles
Director

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023

The directors present their report and the financial statements for the year ended 31 December 2023.

Directors' responsibilities statement

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 of the profit or loss of the Company for that period.

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

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £402,710 *(2022 - loss £288,908)*.

Particulars of dividends paid are detailed in the notes to the accounts.

Directors

The directors who served during the year were:

Mr N A Moles
Ms C E Thomas
Mr S MacDonald (resigned 28 April 2023)
Mr S M Allen (resigned 5 September 2023)

Future developments

Details of future developments can be found in the Strategic Report on page 3 and form part of this report by cross-reference.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2023

Disclosure of information to auditors

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

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are 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's auditors are aware of that information.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

Details of future developments can be found in the Strategic Report on page 3 and form part of this report by cross-reference.

Auditors

The auditors, Consilium Audit Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 22 April 2024 and signed on its behalf.

Mr N A Moles
Director

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

Opinion

We have audited the financial statements of Balmoral Asset Management Limited (the 'Company') for the year ended 31 December 2023, which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes, 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 Financial Reporting Standard 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 Company's affairs as at 31 December 2023 and of its profit 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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.

Emphasis of Matter - Financial statements prepared on a basis other than going concern

We draw the attention to Note 2.1 of the financial statements which explains that the directors transferred its trade to a fellow subsidiary, and will transfer the remaining assets and liabilities to the same Company. Therefore they do not consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly the financial statements have been prepared on a basis other than going concern as described in Note 2.1. Our opinion is not modified in respect of the matter.

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' report thereon. The directors are responsible for the other information contained within the Annual Report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BALMORAL ASSET MANAGEMENT LIMITED (CONTINUED)

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 Company and its 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 in relation to which 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 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BALMORAL ASSET MANAGEMENT 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- We ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations.
- We identified the laws and regulations applicable to the company through discussions with directors and management and from our knowledge of the regulatory environment relevant to the company.
- We assessed the extent of compliance with laws and regulations through making enquiries of management, inspecting legal correspondence and reviewing regulatory correspondence with the FCA.
- We assessed the susceptibility of the company's revised financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by making enquiries of management as to where they considered there was susceptibility to fraud and their knowledge of actual, suspected and alleged fraud.
- To address the risk of fraud through management bias and override of controls, we tested journal entries to identify unusual transactions, we assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias and we investigated the rationale behind significant or unusual transactions.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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 Auditors' report.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BALMORAL ASSET MANAGEMENT LIMITED (CONTINUED)

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Brian Thomson BA(Hons) CA (Senior statutory auditor)

for and on behalf of
Consilium Audit Limited

Chartered Accountants

169 West George Street
Glasgow
G2 2LB

23 April 2024

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2023

		2023 £	2022 £
Turnover	4	**2,359,859**	*7,429,402*
Cost of sales		**(572,877)**	*(3,422,062)*
Gross profit		**1,786,982**	*4,007,340*
Administrative expenses		**(717,395)**	*(4,940,380)*
Other operating income	5	**-**	*(47,008)*
Operating profit/(loss)	6	**1,069,587**	*(980,048)*
Profit/(loss) on sale of tangible assets		**-**	*414,192*
Interest receivable and similar income	10	**11,667**	*525*
Interest payable and similar expenses	11	**(234,704)**	*(3,236)*
Other finance income		**-**	*(67,361)*
Profit/(loss) before tax		**846,550**	*(635,928)*
Tax on profit/(loss)	12	**(443,840)**	*347,020*
Profit/(loss) for the financial year		**402,710**	*(288,908)*
Other comprehensive income for the year			
Unrealised (deficit)/surplus on revaluation of tangible fixed assets		**-**	*(413,757)*
Total comprehensive income for the year		**402,710**	*(702,665)*

The notes on pages 13 to 25 form part of these financial statements.

BALMORAL ASSET MANAGEMENT LIMITED
REGISTERED NUMBER: SC182721

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2023

			2023 £		*2022 £*
Fixed assets					
Intangible assets	14		-		-
Tangible assets	15		**86,238**		*163,159*
			86,238		*163,159*
Current assets					
Debtors: amounts falling due within one year	16	**7,160,488**		*7,749,441*	
Cash at bank and in hand	17	**5,184**		*1,025,549*	
		7,165,672		*8,774,990*	
Creditors: amounts falling due within one year	18	**(1,790,335)**		*(2,548,087)*	
Net current assets			**5,375,337**		*6,226,903*
Total assets less current liabilities			**5,461,575**		*6,390,062*
Creditors: amounts falling due after more than one year	19		**(223,204)**		*(1,575,410)*
Provisions for liabilities					
Deferred tax	20		**(21,009)**		-
Net assets			**5,217,362**		*4,814,652*
Capital and reserves					
Called up share capital	21		**83**		*83*
Capital redemption reserve	22		**17**		*17*
Profit and loss account	22		**5,217,262**		*4,814,552*
			5,217,362		*4,814,652*

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 April 2024.

Mr N A Moles
Director

The notes on pages 13 to 25 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2023

	Called up share capital £	Capital redemption reserve £	Profit and loss account £	Total equity £
At 1 January 2023	83	17	4,814,552	4,814,652
Profit for the year	-	-	402,710	402,710
At 31 December 2023	83	17	5,217,262	5,217,362

The notes on pages 13 to 25 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Called up share capital £	Capital redemption reserve £	Revaluation reserve £	Profit and loss account £	Total equity £
At 1 January 2022	83	17	413,757	5,503,520	5,917,377
Loss for the year	-	-	-	(288,908)	(288,908)
Other comprehensive income	-	-	-	(413,757)	(413,757)
Dividends: Equity capital	-	-	-	(400,060)	(400,060)
Transfer from profit and loss to revaluation reserve	-	-	(413,757)	413,757	-
At 31 December 2022	83	17	-	4,814,552	4,814,652

The notes on pages 13 to 25 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

1. General information

Balmoral Asset Management Limited is a private company, limited by shares and incorporated in Scotland, registration number SC182721. The registered office address is 18 Rutland Square, Edinburgh, EH1 2BB.

The financial statements are presented in Sterling which is the functional currency of the Company and rounded to the nearest £.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared on a basis other than going concern. No adjustments have been made to the net assets of the Company as the directors believe the figures reported are reflective of the values to the Company. No provision or adjustment has been made for the future costs of liquidating the business unless such costs were committed at the reporting date.

The Company transferred its trade to Progeny Wealth Limited, a fellow subsidiary on 1 May 2023 and subsequently ceased trading. All assets and liabilities will be transferred to Progeny Wealth Limited at their carrying values.

The following principal accounting policies have been applied:

2.2 Financial reporting standard FRS 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

- the requirements of Section 7 Statement of Cash Flows;

- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);

- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;

- the requirements of Section 33 Related Party Disclosures paragraph 33.7

This information is included in the consolidated financial statements of Progeny Holdings Limited as at 31 December 2023 and these financial statements may be obtained from Companies House.

2.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover represents amounts receivable for financial services provided. Income is recognised upon receipt of the client's authorisation of a new investment contract. For ongoing and all initial income, income is recognised on an accruals basis.

2. Accounting policies (continued)

2.4 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.5 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of comprehensive income in the same period as the related expenditure.

2.6 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.7 Pensions

Defined contribution pension plan

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

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Company in independently administered funds.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

2. Accounting policies (continued)

2.8 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss 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 tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting 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; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

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 reporting date.

2.9 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and

the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the

date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated

amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to the

Statement of comprehensive income over its useful economic life.

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Goodwill	-	5 years

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

2. Accounting policies (continued)

2.10 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:

Plant and machinery	- 10% and 25% straight line
Fixtures, fittings and equipment	- 25% 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 profit or loss.

2.11 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.12 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.13 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.14 Financial instruments

The Company has elected to apply the provisions of Section 11 "Basic Financial Instruments" of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Company's Statement of financial position when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

2. Accounting policies (continued)

2.15 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

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

The preparation of the financial statements require management to make judgements and estimations. The most significant estimation within the Company's financial statements relates to depreciation, particularly plant and machinery depreciation. The directors review depreciation rates on a regular basis to ensure that the policy rates remain appropriate and fairly charge the cost of fixed assets over their predicted useful lives for each specific category of fixed asset. The financial statements have been prepared on a basis other than going concern, however no adjustments are deemed necessary to depreciation.

4. Turnover

The whole of the turnover is attributable to investment management and financial planning.

Analysis of turnover by country of destination:

	2023	*2022*
	£	*£*
United Kingdom	**2,359,859**	*7,429,402*

5. Other operating income

	2023	*2022*
	£	*£*
Government grants	-	*(47,008)*

Government grants in the prior year relate to the voluntary repayment of amounts received from the CJRS scheme.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

6. Operating profit/(loss)

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

	2023 £	*2022* *£*
Depreciation of tangible fixed assets	**76,921**	*79,068*
(Profit)/loss on sale of tangible fixed assets	**-**	*(414,192)*
Operating lease rentals	**110,684**	*28,868*
Changes in market value of investments	**-**	*(67,361)*
Pension costs	**-**	*207,162*

7. Auditors' remuneration

During the year, the Company obtained the following services from the Company's auditors and their associates:

	2023 £	*2022* *£*
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	**12,200**	*12,050*
Fees payable to the Company's auditor and its associates in respect of:		
Non-audit services	**2,150**	*1,850*

8. Employees

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

	2023 £	*2022* *£*
Wages and salaries	**642,410**	*5,992,501*
Social security costs	**84,359**	*860,798*
Cost of defined contribution scheme	**-**	*207,162*
	726,769	*7,060,461*

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

	2023 No.	*2022* *No.*
Directors	**3**	*5*
Fee earners	**-**	*4*
Administration	**-**	*19*
	3	*28*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

9. Directors' remuneration

	2023 £	*2022* *£*
Directors' emoluments	-	*1,679,933*
Company contributions to defined contribution pension schemes	-	*24,150*
	-	*1,704,083*

During the year retirement benefits were accruing to no directors *(2022 - 5)* in respect of defined contribution pension schemes.

The highest paid director received remuneration of £NIL *(2022 - £389,846)*.

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £NIL *(2022 - £43)*.

10. Interest receivable

	2023 £	*2022* *£*
Other interest receivable	**11,667**	*525*

11. Interest payable and similar expenses

	2023 £	*2022* *£*
Bank interest payable	-	*3,236*
Other interest payable	**234,704**	-
	234,704	*3,236*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

12. Taxation

	2023 £	*2022* *£*
Corporation tax		
Current tax on profits for the year	**18,154**	*138,383*
	18,154	*138,383*
Total current tax	**18,154**	*138,383*
Deferred tax		
Origination and reversal of timing differences	**(19,109)**	*(50,237)*
Other timing differences	**444,795**	*(338,044)*
Changes to tax rates	**-**	*(97,122)*
Total deferred tax	**425,686**	*(485,403)*
Taxation on profit/(loss) on ordinary activities	**443,840**	*(347,020)*

Factors affecting tax charge for the year

The tax assessed for the year is higher than *(2022 - lower than)* the standard rate of corporation tax in the UK of 23.5% *(2022 - 19%)*. The differences are explained below:

	2023 £	*2022* *£*
Profit/(loss) on ordinary activities before tax	**846,550**	*(635,928)*
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.5% (2022 - 19%)	**198,939**	*(120,826)*
Effects of:		
Expenses not deductible for tax purposes	**23,961**	*2,665*
Short term timing difference leading to an increase (decrease) in taxation	**207,855**	-
Additional super-deduction capital allowances	**-**	*(641)*
Capital losses brought forward	**-**	*(6,068)*
Chargeable gain	**-**	*10,263*
Enhanced tax relief on property disposal	**-**	*(135,291)*
Changes to tax rates	**-**	*(97,122)*
Difference in tax rates	**13,085**	-
Total tax charge for the year	**443,840**	*(347,020)*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

12. Taxation (continued)

Factors that may affect future tax charges

There was an increase in the UK corporation tax rate from 19% to 25% (effective from 1 April 2023) which was enacted on 11 March 2021. The 19% rate will continue to apply for companies with profits up to £50,000. The deferred tax liability as at the balance sheet date has been calculated at 25%.

13. Dividends

	2023 £	*2022* *£*
Ordinary A shares of £1 each	-	*225,094*
Ordinary B shares of £1 each	-	*174,966*
	-	*400,060*

14. Intangible assets

	Goodwill £
Cost	
At 1 January 2023	**220,000**
At 31 December 2023	**220,000**
Amortisation	
At 1 January 2023	**220,000**
At 31 December 2023	**220,000**
Net book value	
At 31 December 2023	-
At 31 December 2022	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

15. Tangible fixed assets

	Plant and machinery	Fixtures, fittings and equipment	Total
	£	£	£
Cost or valuation			
At 1 January 2023	**216,100**	**215,929**	**432,029**
At 31 December 2023	**216,100**	**215,929**	**432,029**
Depreciation			
At 1 January 2023	**156,544**	**112,326**	**268,870**
Charge for the year on owned assets	**42,345**	**34,576**	**76,921**
At 31 December 2023	**198,889**	**146,902**	**345,791**
Net book value			
At 31 December 2023	**17,211**	**69,027**	**86,238**
At 31 December 2022	*59,556*	*103,603*	*163,159*

16. Debtors

	2023	*2022*
	£	*£*
Trade debtors	**-**	*350,677*
Amounts owed by group undertakings	**6,826,777**	*6,588,879*
Other debtors	**305,495**	*161,617*
Prepayments and accrued income	**28,216**	*243,591*
Deferred taxation	**-**	*404,677*
	7,160,488	*7,749,441*

17. Cash and cash equivalents

	2023	*2022*
	£	*£*
Cash at bank and in hand	**5,184**	*1,025,549*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

18. Creditors: Amounts falling due within one year

	2023 £	2022 £
Trade creditors	**341**	*5,315*
Other taxation and social security	**-**	*398,167*
Other creditors	**-**	*662,645*
Accruals and deferred income	**1,789,994**	*1,481,960*
	1,790,335	*2,548,087*

19. Creditors: Amounts falling due after more than one year

	2023 £	2022 £
Accruals and deferred income	**223,204**	*1,575,410*

20. Deferred taxation

	2023 £	2022 £
At beginning of year	**404,677**	*(101,318)*
Charged to profit or loss	**(425,686)**	*485,403*
Charged to revaluation reserve	**-**	*20,592*
At end of year	**(21,009)**	*404,677*

The deferred taxation balance is made up as follows:

	2023 £	2022 £
Accelerated capital allowances	**(21,009)**	*(40,118)*
Other timing differences	**-**	*444,795*
	(21,009)	*404,677*

Accelerated capital allowances are expected to be reversed over the remaining useful life of the assets.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

21. Share capital

	2023	2022
	£	£
Allotted, called up and fully paid		
467 Ordinary Class 'A' shares of £0.10 each	**47**	*47*
363 Ordinary Class 'B' shares of £0.10 each	**36**	*36*
	83	*83*

All shares issued rank equally in terms of:

a) one voting right for each share.

b) rights to participate in approved dividend distributions for that class of share.

c) rights to participate in any capital distribution on winding up.

22. Reserves

Capital redemption reserve

The capital redemption reserve relates to a share buy back option.

Profit and loss account

The profit and loss account includes all current and prior year retained profits and losses.

23. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £Nil (2022 - £207,162). Contributions totalling £Nil (2022- £21,643) were payable to the fund at the reporting date and are included in other creditors.

24. Commitments under operating leases

At 31 December 2023 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2023	2022
	£	£
Not later than 1 year	**342**	*111,368*
Later than 1 year and not later than 5 years	**-**	*411,410*
	342	*522,778*

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

25. Related party transactions

The Company has taken the exemption available under s33.1A of FRS 102 not to disclose transactions with other wholly owned members of the group.

26. Controlling party

The Company was under the control of The Progeny Group Limited throughout the year.

The Progeny Group Limited is a subsidiary of Progeny Holdings Limited, a company incorporated in England and Wales. The Company which consolidates the smallest group of companies in which the Company is included is Progeny Holdings Limited. Copies of the financial statements can be obtained from Companies House.

The ultimate controlling party is considered to be Mr P O Sarkozy, by virtue of his majority voting rights in the parent company of Progeny Holdings Limited.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.