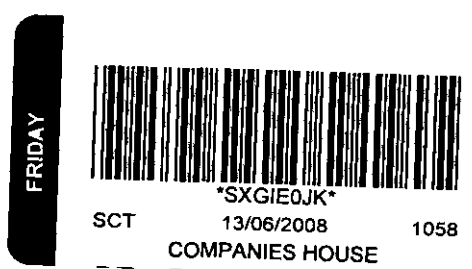


Company Registration Number SC299239

AUBREY CAPITAL MANAGEMENT LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 OCTOBER 2007



AUBREY CAPITAL MANAGEMENT LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 OCTOBER 2007

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AUBREY CAPITAL MANAGEMENT LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The Board of Directors

Mr A Dalrymple
Mrs L A Thornton
Ms S F Bentley Hamlyn
Mr B M McCorkell

Company Secretary

Mr B M McCorkell

Registered Office

7 9 North St David Street
Edinburgh
EH2 1AW

Auditor

Chiene + Tait
Chartered Accountants
& Registered Auditors
61 Dublin Street
Edinburgh
EH3 6NL

Bankers

Adam & Company
22 Charlotte Square
Edinburgh
EH2 4DF

Solicitors

Dickson Minto WS
16 Charlotte Square
Edinburgh
EH2 4DF

AUBREY CAPITAL MANAGEMENT LIMITED

THE DIRECTORS' REPORT

YEAR ENDED 31 OCTOBER 2007

The directors present their report and the financial statements of the company for the year ended 31 October 2007

Principal activities and business review

The principal activity of the company during the year was fund management

Business of the Company

Aubrey Capital Management Limited is a specialist Investment Manager with a particular focus on growth equities and Global and Regional Conviction Funds

Performance

This is the company's first trading year and actively focused on the establishment of a UK Authorised open ended investment company, S&W Aubrey Capital Management Investment Fund, and the launch and marketing of its first 2 sub funds, the Global and Collective Conviction Funds

Total Return & Revenue

The company is reporting a small loss of £11,674 for the financial year to 31 October 2007 on the back of initial setup costs. The revenue stream has steadily increased over the year due to active marketing resulting in new investment, as well as good markets and active management performance numbers. Funds under Management have increased from zero as at 31 October 2006 to GBP 26.8m as at 31 October 2007

Principal Risks

The company has started well but the Directors do understand the risks involved within a business linked to investment sentiment. Persistent weakness in the equity markets impacts directly on the income stream for the company by way of reduced management fee income. Market weakness also impacts on the ability to sell units in the funds in uncertain times.

Future Developments

Aubrey Capital Management is actively marketing the two current sub funds, it has been advised that it has been short listed to manage a European mandate of approximately EUR 35m. The company may also look at setting up an Asian Fund structure during the second half of 2008 if market conditions are conducive.

Results and dividends

The loss for the year amounted to £11,674. The directors have not recommended a dividend.

Directors

The directors who served the company during the year were as follows

Mr A Dalrymple
Mrs L A Thornton
Ms S F Bentley Hamlyn
Mr B M McCorkell

Mr A Dalrymple was appointed as a director on 4 December 2006
Mrs L A Thornton was appointed as a director on 3 January 2007
Ms S F Bentley Hamlyn was appointed as a director on 3 January 2007

AUBREY CAPITAL MANAGEMENT LIMITED

THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 OCTOBER 2007

Directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

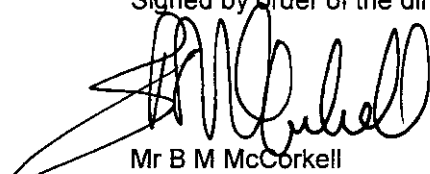
In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

Auditor

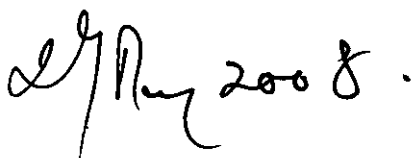
A resolution to re appoint Chiene + Tait as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985

Signed by order of the directors



Mr B M McCorkell
Company Secretary

Approved by the directors on





AUBREY CAPITAL MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AUBREY CAPITAL MANAGEMENT LIMITED

YEAR ENDED 31 OCTOBER 2007

We have audited the financial statements of Aubrey Capital Management Limited for the year ended 31 October 2007 on pages 5 to 13, which have been prepared on the basis of the accounting policies set out on page 8

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an 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 company and the company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 October 2007 and of its loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.

Chiene + Tait

CHIENE + TAIT
Chartered Accountants & Registered Auditors
61 Dublin Street
Edinburgh
EH3 6NL

29 May 2008

AUBREY CAPITAL MANAGEMENT LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 OCTOBER 2007

	Note	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Turnover	2	159,398	–
Administrative expenses		<u>173,980</u>	<u>21,153</u>
Operating loss	3	(14,582)	(21,153)
Interest receivable		<u>2,908</u>	–
Loss on ordinary activities before taxation		(11,674)	(21,153)
Tax on loss on ordinary activities	5	–	–
Loss for the financial year		<u>(11,674)</u>	<u>(21,153)</u>

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the
year as set out above

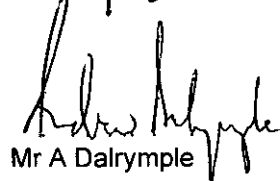
AUBREY CAPITAL MANAGEMENT LIMITED

BALANCE SHEET

31 OCTOBER 2007

	Note	£	2007 £	2006 £
Fixed assets				
Tangible assets	6		<u>9,974</u>	<u>889</u>
Current assets				
Debtors	7	37,737		4,290
Cash at bank and in hand		<u>90,097</u>		<u>-</u>
		127,834		4,290
Creditors' amounts falling due within one year	8	<u>12,635</u>		<u>26,331</u>
Net current assets/(liabilities)			<u>115,199</u>	<u>(22,041)</u>
Total assets less current liabilities			<u>125,173</u>	<u>(21,152)</u>
Capital and reserves				
Called up equity share capital	9		1,580	1
Share premium account	10		156,420	-
Profit and loss account	10		<u>(32,827)</u>	<u>(21,153)</u>
Shareholders' funds/(deficit)	10		<u>125,173</u>	<u>(21,152)</u>

These financial statements were approved by the directors and authorised for issue on 29 May 08, and are signed on their behalf by


Mr A Dalrymple

AUBREY CAPITAL MANAGEMENT LIMITED

CASH FLOW STATEMENT

YEAR ENDED 31 OCTOBER 2007

	Note	£	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Net cash (outflow)/inflow from operating activities	11		(57,966)	1,184
Returns on investments and servicing of finance	11		2,576	–
Capital expenditure and financial investment	11		(12,512)	(1,185)
Cash outflow before financing			(67,902)	(1)
Financing	11		157,999	1
Increase in cash	11		<u>90,097</u>	<u>–</u>

AUBREY CAPITAL MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 OCTOBER 2007

1. Accounting policies

Basis of accounting

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

Turnover

Turnover shown in the profit and loss accounts represents the value of investment management work undertaken during the year, both invoiced and uninvoiced

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Computer Equipment 25% straight line

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

Deferred taxation

Deferred tax is provided on the liability method to take account of timing differences between the treatment for certain items for accounts purposes and the treatment for tax purposes. Tax deferred is accounted for in respect of all material timing differences. Deferred tax assets are only recognised to the extent that they are regarded as recoverable.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Pension costs

The company provides for amounts payable to defined contribution pensions schemes for certain employees.

2. Turnover

The turnover and loss before tax are attributable to the one principal activity of the company.

An analysis of turnover is given below

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
United Kingdom	<u>159,398</u>	<u> </u>

AUBREY CAPITAL MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 OCTOBER 2007

3. Operating loss

Operating loss is stated after charging

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Depreciation of owned fixed assets	3,427	296
Auditor's remuneration	1,469	—
Operating lease costs		
Other	<u>30,273</u>	<u>1,032</u>

4 Particulars of employees

The average number of staff employed by the company during the financial year amounted to

	Year to 31 Oct 07 No	Period from 1 Aug 06 to 31 Oct 06 No
Number of administrative staff	<u>2</u>	<u>1</u>

The aggregate payroll costs of the above were

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Wages and salaries	36,064	—
Social security costs	3,331	—
Other pension costs	3,507	—
	<u>42,902</u>	<u>—</u>

No directors received emoluments during the year (2006 Nil)

5 Taxation

(a) Analysis of tax charge in year

UK corporation tax on losses for the year

Deferred tax

Tax on loss on ordinary activities

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
	—	—
	—	—
	=====	=====

(b) Factors affecting future tax charges

A deferred tax asset of £4,358 (2006 £1,489) exists at the year end which has not been recognised in the accounts. This can be recovered against future trading profits.

AUBREY CAPITAL MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 OCTOBER 2007

6. Tangible fixed assets

	Computer Equipment £
Cost	
At 1 November 2006	1,185
Additions	12,512
At 31 October 2007	13,697
Depreciation	
At 1 November 2006	296
Charge for the year	3,427
At 31 October 2007	3,723
Net book value	
At 31 October 2007	9,974
At 31 October 2006	889

7. Debtors

	2007 £	2006 £
Trade debtors	26,338	—
Prepayments and accrued income	11,399	4,290
	37,737	4,290

8 Creditors' amounts falling due within one year

	2007 £	2006 £
Other taxation and social security	1,280	—
Directors current accounts B McCorkell	—	5,150
Other creditors	—	6,752
Accruals and deferred income	11,355	14,429
	12,635	26,331

AUBREY CAPITAL MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 OCTOBER 2007

9 Share capital

Authorised share capital

	2007 £	2006 £
250,000 Ordinary shares of £0.01 each	<u>2,500</u>	<u>2,500</u>

Allotted, called up and fully paid.

	2007 No	£	2006 No	£
Ordinary shares of £0.01 each	<u>158,000</u>	<u>1,580</u>	<u>100</u>	<u>1</u>

During the year 157,999 Ordinary £0.01 shares were issued and fully paid up for a cash consideration of £157,999

10. Reconciliation of shareholders' funds and movement on reserves

	Share capital £	Share premium account £	Profit and loss account £	Total share holders' funds £
Loss for the period	—	—	(21,153)	(21,153)
Other movements				
New equity share capital subscribed	<u>1</u>	<u>—</u>	<u>—</u>	<u>1</u>
Balance brought forward	<u>1</u>	<u>—</u>	<u>(21,153)</u>	<u>(21,152)</u>
Loss for the year	—	—	(11,674)	(11,674)
Other movements				
New equity share capital subscribed	<u>1,579</u>	<u>156,420</u>	<u>—</u>	<u>157,999</u>
Balance carried forward	<u>1,580</u>	<u>156,420</u>	<u>(32,827)</u>	<u>125,173</u>

11. Notes to the statement of cash flows

Reconciliation of operating loss to net cash (outflow)/inflow from operating activities

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Operating loss	(14,582)	(21,153)
Depreciation	3,427	296
Increase in debtors	(33,115)	(4,290)
(Decrease)/increase in creditors	<u>(13,696)</u>	<u>26,331</u>
Net cash (outflow)/inflow from operating activities	<u>(57,966)</u>	<u>1,184</u>

AUBREY CAPITAL MANAGEMENT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 OCTOBER 2007

11. Notes to the statement of cash flows (continued)

Returns on investments and servicing of finance

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Interest received	<u>2,576</u>	<u>—</u>
Net cash inflow from returns on investments and servicing of finance	<u>2,576</u>	<u>—</u>

Capital expenditure

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Payments to acquire tangible fixed assets	<u>(12,512)</u>	<u>(1,185)</u>
Net cash outflow from capital expenditure	<u>(12,512)</u>	<u>(1,185)</u>

Financing

	Year to 31 Oct 07 £	Period from 1 Aug 06 to 31 Oct 06 £
Issue of equity share capital	<u>1,579</u>	<u>1</u>
Share premium on issue of equity share capital	<u>156,420</u>	<u>—</u>
Net cash inflow from financing	<u>157,999</u>	<u>1</u>

Reconciliation of net cash flow to movement in net funds

	2007 £	2006 £
Increase in cash in the period	<u>90,097</u>	<u>—</u>
Movement in net funds in the period	<u>90,097</u>	<u>—</u>
Net funds at 1 November 2006	<u>—</u>	<u>—</u>
Net funds at 31 October 2007	<u>90,097</u>	<u>—</u>

Analysis of changes in net funds

	At 1 Nov 2006 £	Cash flows £	At 31 Oct 2007 £
Net cash			
Cash in hand and at bank	<u>—</u>	<u>90,097</u>	<u>90,097</u>
Net funds	<u>—</u>	<u>90,097</u>	<u>90,097</u>