



Rothschild & Co Equity Markets Solutions Limited

for the year ended 31 December 2022

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Report of the Directors

The Directors present their Directors' report and financial statements for the year ended 31 December 2022.

Principal Activities and Business Review

Rothschild & Co Equity Markets Solutions Limited ("the Company") began trading on 1 April 2022, and offers clients a global multi-product equity services platform, with a scope spanning independent advice on listed equity offerings, the raising of capital in the private markets and investor advisory services (including activist defence, ESG advice and investor engagement and marketing), through to leading sector and company research, agency-only trade execution on listed stock markets, and research and sales support in listed-market ECM syndicates, where appropriate and of benefit to clients.

The results for the year are set out in the income statement on page 8. The results of the Company show a loss before tax of £1.4m (2021: £nil). This loss was largely driven by the impact on deal activity of a particular challenging year in equity capital markets, partly offset by strong performance in our private capital business.

The Directors are satisfied that, at the time of approving the financial statements, there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future and, as a result, the Directors continue to adopt the going concern basis in preparing the financial statements.

Principal Risks and Uncertainties

The principal risks of the Company are credit risk, market risk and liquidity risk.

The Company's processes are undertaken by another group undertaking. All critical systems continue to operate effectively. The Company continues to carefully monitor and mitigate risk on an ongoing basis in order to minimise exposure.

Dividends

The Directors do not recommend the payment of a dividend during the year (2021: £nil).

Directors

Adam Greenbury (appointed 7 April 2021)
Aisling Meany (appointed 7 April 2021)
Paul O'Leary (appointed 7 April 2021)
Jonathan Westcott (appointed 7 April 2021)
Richard Wyatt (appointed 7 April 2021)

Directors' Indemnity

The Company has provided qualifying third-party indemnities for the benefit of its Directors. These were provided during the period and remain in force at the date of this report.

Auditor

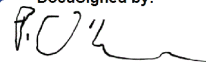
Pursuant to section 485 of the Companies Act 2006, KPMG LLP have been appointed as auditor.



Audit Information

The Directors who held office at the date of approval of this Report of the Directors confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

By Order of the Board

DocuSigned by:

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Paul O'Leary, Director
New Court, St Swithin's Lane, London EC4N 8AL

24 April 2023



Statement of Directors' responsibilities in respect of the annual report, strategic report, the Directors' report and the financial statements

The Directors are responsible for preparing the Annual 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 they have elected to prepare the financial statements in accordance with UK-adopted international accounting standards and applicable law.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with UK-adopted international accounting standards;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.



Independent Auditor's Report to the members of Rothschild & Co Equity Markets Solutions Limited

Opinion

We have audited the financial statements of Rothschild & Co. Equity Market Solutions Ltd. ("the Company") for the year ended 31 December 2022 which comprise the income statement, balance sheet, statement of changes in equity, cash flow statement, and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the Directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the Directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.



Fraud and breaches of laws and regulations – ability to detect

To identify risks of material misstatement due to fraud (“fraud risks”) we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of Directors, internal audit and other heads of departments and inspection of policy documentation as to the Company’s high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Company’s channel for “whistleblowing”, as well as whether they have knowledge of any actual, suspected or alleged fraud;
- Reading Board minutes;
- Considering remuneration incentive schemes and performance targets for management; and
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls and the risk of fraudulent revenue recognition, in particular the risk that fee income is recorded in the wrong period and the risk that management may be in a position to make inappropriate accounting entries. We did not identify any additional fraud risks.

We did not identify any additional fraud risks.

We performed procedures including identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted and approved by the same user, those posted by infrequent users and any unusual debit-credit pairings identified.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the Directors and other management (as required by auditing standards), and from inspection of the Company’s regulatory and legal correspondence and discussed with the Directors and other management the policies and procedures regarding compliance with laws and regulations.

As the Company is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity’s procedures for complying with regulatory requirements.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies’ legislation), distributable profits legislation and taxation legislation, and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: data protection laws, anti-bribery, employment law, and certain aspects of company legislation recognising the financial and regulated nature of the Company’s activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Directors and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.



Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Directors' report

The Directors are responsible for the Directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the Directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the Directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006, we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.



Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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 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 members, as a body, for our audit work, for this report, or for the opinions we have formed.

Onisiforos Chourres (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

15 Canada Square

London E14 5GL

25 April 2023



Income Statement

For the year ended 31 December 2022

	Note	2022 £'000	2021 £'000
Fee and commission income		26,303	-
Fee and commission expense		(5,325)	-
Net fee and commission income		20,978	-
Other operating income		14	-
Total operating income		20,992	-
Operating expenses	4	(22,398)	-
Loss before tax		(1,406)	-
Tax credit	10	294	-
Loss after tax		(1,112)	-

All amounts are in respect of continuing activities.

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

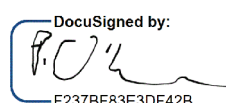


Balance Sheet

At 31 December 2022

	Note	2022 £'000	2021 £'000
Assets			
Cash and cash equivalents	6	6,500	-
Loans and advances to Group entities	7	8,603	-
Other assets	8	9,513	-
Goodwill	9	4,093	-
Current tax assets	10	130	-
Deferred tax assets	11	164	-
Total assets		29,003	-
Liabilities			
Loans and advances from Group entities	12	2,930	-
Other liabilities		16,592	-
Total liabilities		19,522	-
Equity			
Share capital	14	6,500	-
Contribution reserve	15	4,093	-
Retained earnings		(1,112)	-
Total equity		9,481	-
Total equity and liabilities		29,003	-

The accounts on pages 9 to 21 were approved by the Board of Directors on 24 April 2023, and were signed on its behalf by:

DocuSigned by:

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Paul O'Leary, Director
 New Court, St Swithin's Lane, London EC4N 8AL

24 April 2023

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



Statement of changes in equity

For the year ended 31 December 2022

	Share capital	Contribution Reserve	Retained earnings	Total
	£'000	£'000	£'000	£'000
At 31 December 2021	-	-	-	-
Profit after tax	-	-	(1,112)	(1,112)
Total comprehensive income	-	-	(1,112)	(1,112)
Issuance of share capital	6,500	-	-	6,500
Transfer of goodwill	-	4,093	-	4,093
At 31 December 2022	6,500	4,093	(1,112)	9,481

	Share capital	Contribution Reserve	Retained earnings	Total
	£'000	£'000	£'000	£'000
At 31 December 2021	-	-	-	-
Profit after tax	-	-	-	-
Total comprehensive income	-	-	-	-
Issuance of share capital	-	-	-	-
Dividends paid	-	-	-	-
At 31 December 2021	-	-	-	-

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



Statement of Cash Flows

For the year ended 31 December 2022

	Note	2022 £'000	2021 £'000
Cash flow from operating activities			
Loss after tax		(1,112)	-
Income tax credit	10	(294)	-
		(1,406)	-
Net change in operating assets and liabilities			
Loans and advances to customers (excluding cash equivalents)		(8,603)	-
Accrued income, prepaid expenses and other assets		(9,513)	-
Due to group companies		2,930	-
Accrued expenses and other liabilities		16,592	-
		1,406	-
Net cash flow from operating activities		1,406	-
Cash flow from financing activities			
Issuance of share capital		6,500	-
Net cash flow from financing activities		6,500	-
Net increase in cash and cash equivalents		6,500	-
Cash and cash equivalents at 1 January		-	-
Cash and cash equivalents at 31 December	6	6,500	-

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

Notes to the financial statements

(forming part of the financial statements)



1. Summary of significant accounting policies

Rothschild & Co Equity Markets Solutions Limited (“the Company”) is a private company limited by shares and incorporated in England and Wales on 7 April 2021. The Company’s registered address is at New Court, St Swithin’s Lane, London EC4N 8AL.

Developments in reporting standards and interpretations

Standards affecting the financial statements

There were no new standards or amendments to standards that have been applied in the preparation of these financial statements.

Future accounting developments

A number of new standards, amendments to standards and interpretations are effective for accounting periods ending after 31 December 2022 and therefore have not been applied in preparing these financial statements. None of these are expected to have a significant effect on the financial statements of the Company.

Basis of preparation

These financial statements have been prepared in accordance with UK-adopted international accounting standards (adopted “IFRS”).

Functional and presentation currency

These financial statements are presented in sterling, which is the Company’s functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

Going concern

The financial statements have been prepared on a going concern basis which the Directors consider to be appropriate. The Directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the Company will have sufficient funds to meet its liabilities as they fall due for that period.

Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements, and therefore have prepared the financial statements on a going concern basis.

The principal accounting policies set out below have been consistently applied in the presentation of the financial statements.

Foreign exchange

Foreign exchange transactions are accounted for at the exchange rates prevailing at the date of the transaction. Gains and losses resulting from the settlement of such transactions, and from the translation at period end exchange rates of monetary items that are denominated in foreign currencies are recognised in the income statement.

Fee and commission income

The Company earns fee and commission income from services provided to clients. Fee income from advisory and other services can be divided into two broad categories: fees earned from services that are provided over a period of time, which are recognised over the period in which the service is provided; and fees that are earned on completion of a significant act or on the occurrence of an event, which as the completion of a transaction, which are recognised when the act is completed or the event occurs.

Loans and advances

Loans and advances are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

Loans and advances are initially recorded at fair value, including any transaction costs, and are subsequently measured at amortised cost using the effective interest rate method. Gains or losses arising on derecognition of loans and receivables are recognised in other operating income.

Notes to the financial statements

(forming part of the financial statements)



Other assets

Other assets are held at the lower of cost and net realisable value.

Goodwill

Goodwill is stated at cost less any accumulated impairment losses. Goodwill is not amortised, but is tested annually for impairment, or more frequently when circumstances indicate that its carrying amount is too high. Impairment losses on goodwill are recognised in the income statement and not reversed.

Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents include balances held with other Group companies that are readily convertible to cash and are subject to an insignificant risk of changes in value.

Financial liabilities

All financial liabilities are carried at amortised cost using the effective interest rate method.

Taxation

Tax payable on profits is recognised in the statement of comprehensive income.

Accounting judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions about future conditions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

2. Financial risk management

2.1 Key risks in using financial instruments

The Company follows the financial risk management policies of a fellow subsidiary undertaking, N M Rothschild & Sons Limited. The key risks arising from the Company's activities involving financial instruments, which are monitored at the group level, are as follows:

- Credit risk – the risk of loss arising from client or counterparty default;
- Market risk – exposure to changes in market variables such as interest rates and currency exchange rates, and
- Liquidity and funding risk – the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

2.2 Credit risk

Credit risk, the risk of loss arising from client or counterparty default, arises from all exposures to clients and counterparties relating to the Company's activities. Exposure to credit risk is managed by detailed analysis of counterparty creditworthiness prior to entering into an exposure, and by continued monitoring thereafter. The Company recognises expected credit losses for all financial assets recognised at amortised cost.

Within the other assets balance, an IFRS 9 provision has been booked of £5,925 (2021: £nil) in relation to outstanding trade receivable balances. All other financial assets are considered by management to be stage 1.

Notes to the financial statements

(forming part of the financial statements)



Credit risk concentrations

The Company monitors concentrations of credit risk by geographic location and by industry sector. The following tables show an analysis of credit risk by location. The location for loans and advances is determined by reference to the location of the borrower.

	UK and Channel Islands	Other Europe	US and Canada	Other	Total
	£'000	£'000	£'000	£'000	£'000
At 31 December 2022					
Cash and cash equivalents	6,500	-	-	-	6,500
Loans and advances to Group entities	8,603	-	-	-	8,603
Other assets	7,848	1,652	13	-	9,513
Total	22,951	1,652	13	-	24,616

	UK and Channel Islands	Other Europe	US and Canada	Other	Total
	£'000	£'000	£'000	£'000	£'000
At 31 December 2021					
Cash and cash equivalents	-	-	-	-	-
Loans and advances to Group entities	-	-	-	-	-
Other assets	-	-	-	-	-
Total	-	-	-	-	-

The majority of financial assets shown above were either held with financial institutions or counterparties in the finance sector.

2.3 Market risk

The Company's exposure to market risk is limited to interest and foreign exchange risk and during the year exposure to market risk has continued to be small and therefore any movement of currency and interest rates should not have any significant impact on the Company.

	Long/(Short)	
	2022	2021
	£'000	£'000
Euro	1,821	-
USD	1,537	-

If the value of these currencies fell by 5 per cent against sterling, then there would be a post-tax loss to the income statement of £125,907 (2021: £Nil).

2.4 Liquidity risk

Liquidity risk is defined as the risk that an entity cannot meet its cash obligations as they fall due. Liquidity risk arises principally from the mismatch of contractual maturities of assets and liabilities inherent in the business. The Company's policy is to ensure that it has sufficient resources to meet its financial commitments as they are expected to fall due, and this is monitored on a daily basis.

The tables below analyse the Company's financial assets and liabilities based on contractual maturity.

Notes to the financial statements

(forming part of the financial statements)



	Carrying Value £'000	Demand/ next day £'000	2 days - 3m £'000	3m - 1 yr £'000	> 1 year £'000	No fixed maturity £'000	Total £'000
At 31 December 2022							
Cash and cash equivalents	6,500	6,500	-	-	-	-	6,500
Loans and advances to Group entities	8,603	8,603	-	-	-	-	8,603
Other assets	9,513	-	9,513	-	-	-	9,513
Total	24,616	15,103	9,513	-	-	-	24,616
Loans and advances from	2,930	2,930	-	-	-	-	2,930
Other liabilities	5,571	-	5,571	-	-	-	5,571
Total	8,501	2,930	5,571	-	-	-	8,501

	Carrying Value £'000	Demand/ next day £'000	2 days - 3m £'000	3m - 1 yr £'000	> 1 year £'000	No fixed maturity £'000	Total £'000
At 31 December 2021							
Cash and cash equivalents	-	-	-	-	-	-	-
Loans and advances to Group entities	-	-	-	-	-	-	-
Other assets	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-
Loans and advances from	-	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

2.5 Maturity of financial liabilities

The following table shows undiscounted contractual cash flows, including interest, payable by the Company on financial liabilities, analysed by remaining contractual maturity at the balance sheet date. This table does not reflect the liquidity position of the Company.

	Carrying Value £'000	Demand/ next day £'000	2 days - 3m £'000	3m - 1 yr £'000	> 1 year £'000	No fixed maturity £'000	Total £'000
At 31 December 2022							
Loans and advances from Group entities	2,930	2,930	-	-	-	-	2,930
Other liabilities	5,571	-	5,571	-	-	-	5,571
Total	8,501	2,930	5,571	-	-	-	8,501

	Carrying Value £'000	Demand/ next day £'000	2 days - 3m £'000	3m - 1 yr £'000	> 1 year £'000	No fixed maturity £'000	Total £'000
At 31 December 2021							
Loans and advances from Group entities	-	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

Notes to the financial statements

(forming part of the financial statements)



3. Capital management

The Company's capital management policy is to ensure that it is well capitalised and compliant with regulatory requirements. Furthermore, the Company's risk management processes are designed to ensure that all risks are identified and are covered by capital or other appropriate matters.

The FCA introduced a new set of regulatory rules for UK Investment firms with effect from 1st January 2022, named the Investment Firms Prudential Regime ('IFPR'). Under IFPR, the company is required to maintain minimum levels of regulatory capital which is reported to the Financial Conduct Authority quarterly.

4. Operating expenses

	Note	2022 £'000	2021 £'000
Staff costs	5	19,624	-
Administrative expenses		2,774	-
Total operating expenses		22,398	-

The auditor's remuneration was as follows:

	2022 £'000	2021 £'000
Audit fees relating to the Company	61	-

5. Staff costs

	2022 £'000	2021 £'000
Fixed and variable remuneration	16,347	-
Social security costs	2,332	-
Staff benefits and other staff costs	452	-
Pension costs	493	-
Total staff costs	19,624	-

The number of persons employed as at the period end was as follows:

	2022 £'000	2021 £'000
Global advisory	70	-
Total	70	-

The average number of persons employed was as follows:

	2022 £'000	2021 £'000
Global advisory	60	-
Total	60	-

Notes to the financial statements

(forming part of the financial statements)



6. Cash and cash equivalents

	2022	2021
	£'000	£'000
Cash held at third party banks	6,500	-
Total	6,500	-

7. Loans and advances

	2022	2021
	£'000	£'000
Loans and advances to Group companies	8,603	-
Total	8,603	-

8. Other assets

	2022	2021
	£'000	£'000
Accounts receivable	1,087	-
Accrued income	8,375	-
Other	51	-
Total	9,513	-

Accounts receivable are net of allowances of £6,000 (2021: £nil).

9. Goodwill

	2022	2021
	£'000	£'000
At beginning of the period	-	-
Acquired during the year	4,093	-
At end of the period	4,093	-

The goodwill, which relates entirely to the investor advisory business, was transferred at cost from a fellow subsidiary, N M Rothschild & Sons Limited, as a transaction under common control. This goodwill is assessed annually for impairment in accordance with IAS 36, using the existing Equity Marketing along with other smaller Investor Advisory units. The value in use is calculated based on a discounted cash flow model.

The key assumptions used in the estimation of the value in use were as follows:

	2022	2021
Discount rate	10.5%	-
Revenue growth rate in perpetuity	2%	-

Based on the model, as well as review of business performance by the Directors, there is no indication that any impairment is required.

Notes to the financial statements

(forming part of the financial statements)



10. Tax

Tax credited to the income statement:

	2022	2021
	£'000	£'000
Current tax:		
- Current period	130	-
Total current tax	130	-
Deferred tax:		
- Origination and reversal of timing differences	124	-
- Changes in tax rates	40	-
Total deferred tax	164	-
Total tax charged to income statement	294	-

The tax charged on income differs from the theoretical amount that would arise using the standard tax rate as follows:

	2022	2021
	£'000	£'000
Loss before tax	(1,406)	-
Tax calculated at the UK corporation tax rate of 19%	267	-
Impact on deferred tax of corporation tax rate change	40	-
Non allowable expenses	(13)	-
Total tax charged to income statement	294	-

11. Deferred income tax

The movement on the deferred tax account is as follows:

	2022	2021
	£'000	£'000
At beginning of period	-	-
Recognised in income		
Income statement charge	124	-
Changes in tax rates	40	-
At end of period	164	-

Deferred tax assets are attributable to the following items:

	2022	2021
	£'000	£'000
Deferred profit share arrangements	164	-
	164	-

Notes to the financial statements

(forming part of the financial statements)



12. Loans and advances from Group entities

	2022	2021
	£'000	£'000
Loans and advances from Group companies	2,930	-
Total	2,930	-

13. Transactions with related parties

Amounts receivable from related parties of the Company are as follows:

	2022	2021
	£'000	£'000
Amounts due from other group companies	17,415	-

Amounts payable to related parties of the Company are as follows:

	2022	2021
	£'000	£'000
Amounts due to other group companies	7,318	-

Amounts recognised in the income statement of the Company in respect of related party transactions are as follows:

	2022	2021
	£'000	£'000
Amounts received from subsidiary undertakings	13,568	-
Amounts paid to other group companies	6,801	-

14. Share capital

	2022	2021
	£'000	£'000
Allotted, called up and fully paid		
Equity interests		
6,500,000 ordinary shares of £1 each	6,500	-
	6,500	-

During the year, the Company issued 6,499,999 shares at par. The Company issued 1 share at par in the prior year.

15. Capital contribution reserve

	2022	2021
	£'000	£'000
At beginning of the period	-	-
Acquired during the year	4,093	-
At end of the period	4,093	-

In order to fund the purchase of goodwill, a capital contribution reserve was created in the Company of £4,093,000.

Notes to the financial statements

(forming part of the financial statements)



16. Remuneration of Directors

The amount receivable by the Directors in respect of their services to the Company during the year was £nil (2021: £nil).

17. Parent undertaking and ultimate holding company

The largest group in which the results of the Company are consolidated is that headed by Rothschild & Co Concordia SAS, incorporated in France, and whose registered office is at 23bis, avenue de Messine, 75008 Paris. The smallest group in which they are consolidated is that headed by Rothschild & Co SCA, a French public limited partnership whose registered office is also at 23bis, avenue de Messine, 75008 Paris. The accounts are available on Rothschild & Co website at www.rothschildandco.com.

The Company's immediate parent company is Rothschild & Co Continuation Holdings AG, incorporated in Switzerland and whose registered office is at Baarerstrasse 95, 6301 Zug.