Registered number: 02909193

Egerton Capital Limited

Consolidated Report and Financial Statements
For the Year Ended 31 March 2021

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Company Information

Directors J C Armitage

J J Blumberg G N Dawson R Kanza

Registered number

02909193

Registered office

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London W1J 8LA

Independent auditors

Ernst & Young LLP 25 Churchill Place

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Group Strategic Report For the Year Ended 31 March 2021

Introduction

The directors present their group strategic report and the consolidated audited financial statements of Egerton Capital Limited (the "Company") and its subsidiary undertakings; Egerton Capital (UK) LLP (the "LLP"), Egerton Capital (US), LP (the "US LP") and Egerton Capital (US) GP, LLC (the "GP LLC") (collectively "the Group") for the year ended 31 March 2021.

Business review

The principal activity of the Company during the year was the provision of property and employment services to the LLP. The principal activity of the Group during the year was the provision of investment management services. The LLP is regulated by the Financial Conduct Authority ("the FCA") and registered with the Securities and Exchange Commission.

Egerton Capital (US) GP, LLC, a subsidiary incorporated in the United States acts as general partner to Egerton Capital (US), LP, an entity incorporated in the United States. Egerton Capital (US), LP acts as sub-investment manager to the LLP. The US LP is registered with the Securities and Exchange Commission.

The profit of the Group for the year, after taxation, amounted to £236,868,407 (2020: £246,559,197).

Principal risks and uncertainties

The Group is committed to reviewing risks to its business on an ongoing basis. The Group's income is in the form of management and performance fees in respect of its funds under management. The Group's principal risks and uncertainties are the performance of the funds managed by the LLP and the effect that poor performance has on attracting and retaining investors, the tax and regulatory regimes in which the group operate and attracting and retaining the services of key investment personnel. The Group operates systems and controls to mitigate the range of risks that it faces, including a risk register covering all business and operational risk which is reviewed on a regular basis and a comprehensive business continuity plan. The Group is not exposed to any significant price, credit, liquidity, cash flow or operational risk. The Group continues to closely monitor the outcome of Brexit and the impact to the Group. The Group believes it has sufficient contingency plans to mitigate the risk associated with Brexit.

In early 2020, the existence of a new coronavirus, now known as COVID-19, was confirmed. Since this time, COVID-19 has spread across a significant number of countries and has been classified as a pandemic by the World Health Organisation. The impact of COVID-19 on the business activities of the Company together with the factors likely to affect its future development, performance and financial position are indicated in note 2.1 of the financial statements.

In relation to the assessment and monitoring of economic, political and regulatory risks, the Group has kept Brexit developments under review and believes that the UK's decision to leave the EU will not present a significant threat to the Group's business model or its ability to continue on a going concern basis.

Group Strategic Report (continued) For the Year Ended 31 March 2021

Section 172 statement

Section 172 of the Companies Act 2006 requires a director of an entity to act in the way he or she considers, in good faith, would be most likely to promote the success of the entity for the benefit of its members as a whole. As part of the Entity's deliberations and decision making process, the Directors also take into account the following:

- (i) likely consequences of any decision in the long term;
- (ii) the interests of the entity's employees;
- (iii) the need to foster the entity's business relationships with suppliers, customers and others;
- (iv) the impact of the entity's operations on the community and the environment;
- (v) the desirability of the entity maintaining a reputation for high standards of business conduct; and
- (vi) the need to act fairly between members of the Company

The Directors consider stakeholders of the Company to be, amongst others, its employees, customers, suppliers, communities and shareholders as well as its regulators. During year ended 31 March 2021, the Directors gave careful consideration to the factors set out above in discharging their duties under section 172. The Directors recognise that building strong relationships with the stakeholders will help deliver the Company's strategy in line with its long-term values. The Directors are committed to effective engagement with all of the stakeholders. Depending on the nature of the issue in question, the relevance of each stakeholder group may differ and, as such, as part of the Company's engagement with stakeholders, the Directors seeks to understand the relative interests and priorities of each group and to have regard to these, as appropriate, in their decision making. The Directors also ensure that all stakeholder interests are considered in the day to day management and operations of the Company.

As a result, the Directors believe they have demonstrated compliance with their legal duty under s.172 of the Companies Act 2006.

Key performance indicators

The Company's activities relate directly to those of its subsidiary, Egerton Capital (UK) LLP, and its key performance indicators are therefore linked to those of the subsidiary. These relate to the performance of the funds managed and the growth of funds under management. Given the straightforward nature of the business, the directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

This report was approved by the board on 29 November 2021 and signed on its behalf by

S Cook

Authorised Signatory

Directors' Report For the Year Ended 31 March 2021

The Directors present their report and the financial statements for the year ended 31 March 2021.

Results and dividends

The Group profit for the year, after taxation, amounted to £236,868,407 (2020: £246,559,197).

The Directors do not recommend the payment of a dividend (2020: £nil).

Future Developments

The Director do not see any change in the nature of the Group's activity going forward.

Directors

The Directors who served during the year and up to the date of this report were:

J C Armitage J J Blumberg G N Dawson R Kanza

Going concern

The Group has sufficient liquid resources and the business has ongoing investment management contracts. The Directors therefore believe that the Group has sufficient financial resources to meet its obligations and liabilities as they fall due and to continue in operational existence for the foreseeable future, being a period of 12 months from the date of this report.

As referred to above and in note 2.1 to the financial statements, the designated members have considered the impact of COVID-19 on the Company's business and operations. After carrying out sensitivity analysis, the Directors believe that the Company is well placed to manage its business risks successfully in the current economic climate. Accordingly, they continue to adopt the going concern basis in preparing the Directors' Report and financial statements

Energy and Carbon Reporting

In accordance with The Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018, the following energy and carbon information is presented in respect of the Company.

- i. Annual quantity of emissions in tonnes of carbon dioxide equivalent resulting from activities for which the Company is responsible involving the combustion of gas or the consumption of fuel for the purposes of transport: 209.39 tonnes (2020: 1,109.64 tonnes)
- ii. Annual quantity of emissions in tonnes of carbon dioxide equivalent resulting from the purchase of electricity by the Company for its own use, including for the purposes of transport: 32.16 tonnes (2020: 61.53 tonnes)
- Aggregate of the annual quantity of energy consumed from activities for which the Company is responsible involving the combustion of gas, the consumption of fuel for the purposes of transport, and the purchase of electricity (including for transport) for the Company's own use: 241.55 tonnes (2020: 1,171.18 tonnes)
- iv. Annual emissions of the Company as a ratio of tonnes of CO2e per employee: 5.37 (2020: 25.46)

Directors' Report (continued)
For the Year Ended 31 March 2021

Energy and Carbon Reporting (continued)

Principal measures taken to increase the Company's energy efficiency in the reporting period:

As part of the Company's approach to take responsibility for their impact on the environment; it has partnered with third party climate and sustainable development experts to offset carbon emissions associated with its activities.

Methodology used to calculate the information disclosed above:

The disclosure includes activity of the Company and all UK affiliated entities. The methodology used to calculate the information is based on the 2019 emission conversion factors developed by the UK Department for Environment, Food and Rural Affairs (Defra) and the Department for Business, Energy & Industrial Strategy (BEIS). These factors are multiplied with the company's GHG activity data. This is the preferred method of calculation as a government recognised approach and uses data which is realistically available from the client, particularly when direct monitoring is either unavailable or prohibitively expensive.

Disclosure of information to auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the group's auditor, each director has taken all steps that he is obliged to take as a director in order to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

Under section 487(2) of the Companies Act 2006, Ernst & Young LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on 29 November 2021 and signed on its behalf by

S Cook

Authorised Signatory

Directors' Responsibilities Statement For the Year Ended 31 March 2021

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

UK company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Company and the Group for that period.

In preparing those 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent Auditor's Report to the Shareholders of Egerton Capital Limited

Opinion

We have audited the financial statements of Egerton Capital Limited ('the parent company') and its subsidiaries (the 'group') for the year ended 31 March 2021 which comprise Consolidated Statement of Comprehensive Income, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Changes in Equity, and Consolidated Statement of Cash Flows and the related notes 1 to 21, 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the group's and of the parent company's affairs as at 31 March 2021 and of the group's 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 Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent Auditor's Report to the Shareholders of Egerton Capital Limited

Other information

The other information comprises the information included in the Group Strategic Report and Directors' Report set out on pages 1 to 4, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions 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 directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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 parent company 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 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Independent Auditor's Report to the Shareholders of Egerton Capital Limited

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the 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.

Ahmer Huda (Senior Statutory Auditor)
For and on behalf of Ernst & Young LLP,

Drust + Joung LLP

London

Date: 30 November 2021

Consolidated Statement of Comprehensive Income For the Year Ended 31 March 2021

	Note	2021 £	2020 £
Turnover	3	247,436,201	257,612,108
Administrative expenses		(10,854,300)	(11,544,542)
Other operating income	4	318,136	314,479
Operating profit	5	236,900,037	246,382,045
Fair valuë movements		438,300	131,229
Interest receivable and similar income	8	22,550	111,484
Profit before taxation		237,360,887	246,624,758
Tax on profit	9	(492,480)	(65,561)
Profit for the year		236,868,407	246,559,197
Foreign currency (losses)/gains		(722,784)	397,791
Other comprehensive expense/ income for the year		(722,784)	397,791
Total comprehensive income for the year		236,145,623	246,956,988
Profit for the year attributable to:			
Non-controlling interests		236,381,414	246,320,638
Owners of the parent Company		486,993	238,559
		236,868,407	246,559,197
Total comprehensive income attributable to:			
Non-controlling interest		236,381,414	246,320,638
Owners of the parent Company		(235,791)	636,350
		236,145,623	246,956,988

All activities are in respect of continuing activities.

Consolidated Statement of Financial Position As at 31 March 2021

	Note	2021 £	2020 £
Fixed assets			
Tangible fixed assets	11	277,445	406,588
Investments	12	3,145,249	2,706,949
		3,422,694	3,113,537
Current assets			
Debtors: amounts falling due within one year amounts falling due after one year	13	18,686,372 500,000	17,936,750 500,000
		19,186,372	18,436,750
Cash at bank and in hand	14	17,748,405	17,775,322
		36,934,777	36,212,072
Creditors: amounts falling due within one year	15	(3,185,298)	(3,153,747)
Net current assets		33,749,479	33,058,325
Net assets		37,172,173	36,171,862
Capital and reserves			
Called up share capital	17	750,000	750,000
Translation reserve		(279,140)	443,644
Retained earnings		9,246,164	8,759,171
Equity attributable to owners of the parent Company		9,717,024	9,952,815
Non-controlling interests		27,455,149	26,219,047
		37,172,173	36,171,862

The financial statements were approved and authorised for issue by the board on 29 November 2021 and were signed on its behalf by:



S Cook Authorised Signatory

Company Statement of Financial Position As at 31 March 2021

			
	Note	2021 £	2020 £
Fixed assets			
Investments	12	8,174,853	7,736,553
	-	8,174,853	7,736,553
Current assets			
Debtors amounts falling due within one year amounts falling due after one year	13	1,046,071 500,000	656,917 500,000
	-	1,546,071	1,156,917
Cash at bank and in hand	14	675,449	1,521,698
	-	2,221,520	2,678,615
Creditors: amounts falling due within one year	15	(400,209)	(905,997)
Net current assets	-	1,821,311	1,772,618
Net assets	-	9,996,164	9,509,171
Capital and reserves			
Called up share capital	17	750,000	750,000
Retained earnings		9,246,164	8,759,171
	-	9,996,164	9,509,171

The Company profit for the year, after taxation, amounted to £486,993 (2020: £238,559).

The financial statements were approved and authorised for issue by the board on 29 November 2021 and were signed on its behalf by:



S Cook Authorised Signatory

Consolidated Statement of Changes in Equity For the Year Ended 31 March 2021

	Share capital £	Translation reserve £	Retained earnings	Equity attributable to owners of parent Company	Non- controlling interests £	Total equity
At 1 April 2020	750,000	443,644	8,759,171	9,952,815	26,219,047	36,171,862
Profit for the year	-	-	486,993	486,993	236,381,414	236,868,407
Foreign currency differences	-	(722,784)	,	(722,784)	÷	(722,784)
Total comprehensive income for the year	÷	(722,784)	486,993	(235,791)	236,381,414	236,145,623
Payments to non-controlling interests	-	-	-	-	(235,145,312)	(235,145,312)
At 31 March 2021	750,000	(279,140)	<u>9,246,164</u>	9,717,024	27,455,149	37,172,173

Consolidated Statement of Changes in Equity For the Year Ended 31 March 2020

	Share capital £	Translation reserve	Retained earnings £	Equity attributable to owners of parent Company	Non- controlling interests £	Total equity £
At 1 April 2019	750,000	45,853	8,520,612	9,316,465	24,899,510	34,215,975
Profit for the year Foreign currency	-	- 397,791	238,559	238,559 397,791	246,320,638	246,559,197 397,791
differences Total comprehensive income for the year	-	397,791	238,559	636,350	246,320,638	246,956,988
Payments to non-controlling interests	-	-	-	, -	(245,001,101)	(245,001,101)
At 31 March 2020	750,000	443,644	8,759,171	9,952,815	26,219,047	36,171,862

Company Statement of Changes in Equity For the Year Ended 31 March 2021

	Share capital	Retained earnings	Total equity
	£	£	£
At 1 April 2020	750,000	8,759,171	9,509 <u>,</u> 171
Total comprehensive income for the year	-	486,993	486,993
At 31 March 2021	750,000	9,246,164	9,996,164

Company Statement of Changes in Equity For the Year Ended 31 March 2020

	Share capital	Retained earnings	Total equity
	£	£	£
At 1 April 2019	750,000	8,520,612	9,270,612
Total comprehensive income for the year	· -	238,559	238,559
At 31 March 2020	750,000	8,759,171	9,509,171

Consolidated Statement of Cash Flows For the Year Ended 31 March 2021

		·
	2021 £	2020 £
Cash flows from operating activities		
Profit for the financial year	236,868,407	246,559,197
Adjustments for:		
Depreciation of tangible fixed assets Interest received Taxation Increase in debtors Decrease in creditors	154,590 (22,550) 492,480 (749,622) (24,529)	126,993 (111,484) 65,561 (2,134,708) (1,082,676)
Net fair value gains recognised in P&L Corporation tax paid	(438,300) (436,400)	(131,229) (31,323)
Net cash generated from operating activities	235,844,076	243,260,331
Cash flows from investing activities		
Purchase of tangible fixed assets Sale of tangible fixed assets Interest received	(35,703) - 22,550	(320,498) 3,058 111,484
Net cash used in investing activities	(13,153)	(205,956)
Cash flows from financing activities Transactions with non-controlling interests	(235,145,312)	(245,001,101)
Net cash used in financing activities	(235,145,312)	(245,001,101)
Net increase/(decrease) in cash and cash equivalents	685,611	(1,946,726)
Cash and cash equivalents at beginning of year	17,775,322	19,322,824
Foreign exchange gains and losses	(712,528)	399,224
Cash and cash equivalents at the end of year	17,748,405	17,775,322
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand Short term deposits	5,666,265 12,082,140	7,196,357 10,578,965
	17,748,405	17,775,322

Notes to the Financial Statements For the Year Ended 31 March 2021

1. General information

Egerton Capital Limited (the "Company") is a limited liability company registered in England. The registered office is Stratton House, 5 Stratton Street, London, W1J 8LA.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with Financial Reporting Standard 102 ("FRS 102"), the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires management to exercise judgment in applying the entity's accounting policies although management have not had to exercise a significant degree of judgement in applying the accounting policies.

In early 2020, the existence of a new coronavirus, now known as COVID-19, was confirmed and since this time COVID-19 has spread across a significant number of countries and has been classified as a pandemic by the World Health Organisation. The outbreak of COVID-19 has resulted in travel and border restrictions, quarantines, supply chain disruptions, lower consumer demand and general market uncertainty. The effects of COVID-19 have and may continue to adversely affect the global economy and the economies of certain nations, including those that the funds invest and the Egerton group operates in.

Management continues to monitor the impact that the COVID-19 pandemic has on the Group, and the economies in which the Group operates. Given the inherent uncertainties, it is not practicable at this time to determine the impact of COVID-19 on the Group or to provide a quantitative estimate of this impact however management have concluded this does not impact the going concern ability of the Group for the reasons noted below:

Management has performed certain stress tests as part of their going concern assessment using information available to the date of issue of these financial statements. These analyses have modelled a number of adverse scenarios relating to movements in assets under management to assess the potential impact on the Group's operations, liquidity, solvency and regulatory capital position as well as a reverse stress test to assess the stresses the Group has to endure before there is a breach of the relevant regulatory capital requirement which includes an assessment of any relevant mitigations management have within their control to implement.

The most likely expected financial impact is in respect of the Group's turnover which is driven by future management fee and performance fee income, calculated based on a percentage of the fund's assets under management. The value of the fund's assets under management has fluctuated, partially due to the impact of COVID-19 on listed global equity and debt markets. It is difficult to precisely quantify the overall impact of COVID-19 as financial markets continue to react to developments. Having performed stress test, management believes regulatory capital requirements continue to be met, that the Group has sufficient liquidity to meet its liabilities for the next 12 months being at least up until 29th November 2022 and that the preparation of the financial statements on a going concern basis remains appropriate as the Company expects to be able to meet its obligations as and when they fall due for the foreseeable future.

The following principal accounting policies have been applied:

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

2. Accounting policies (continued)

2.2 Basis of consolidation

The consolidated financial statements present the results of Egerton Capital Limited and its subsidiaries; Egerton Capital (UK) LLP, Egerton Capital (US) GP, LLC and Egerton Capital (US), LP, ("the Group") as they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of Financial Position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2.3 Foreign currency translation

Functional and presentation currency

The company's functional and presentational currency is British Pounds Sterling.

Transactions and balances

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

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

On consolidation, the results of overseas operations are translated into sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income within administrative expenses.

2.4 Key judgement and estimates

In applying the group's accounting policies, the directors may be required to make judgements and estimates that could impact the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenue and expenses during the year.

The directors' estimates are based on evidence available at the time; including historical experience and other factors that are considered to be applicable. Due to the inherent subjectivity involved in making such estimates, the actual results and outcomes may differ. Estimates are reviewed on an on-going basis and revisions to accounting estimates are recognised in the year in which the estimate is revised. The directors are not aware of any significant sources of estimation uncertainty in the preparation of these financial statements.

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

2. Accounting policies (continued)

2.5 Turnover and revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable net of rebates, excluding value added tax and other sales taxes.

Fees, and rebates on those fees, are recognised when the Group obtains the right for consideration in exchange for its performance of services.

2.6 Expenses

Expenses incurred have been recognised on an accruals basis within the Statement of Comprehensive Income.

2.7 Operating leases

Operating leases are those leases where the Group has use of an asset but where significantly all risks and rewards of ownership remain with the lessor and the lease term is not expected to be a significant portion of the useful life of the asset.

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the period of the lease. Any incentives to enter into an operating lease are credited to the Statement of Comprehensive Income as a reduction of the rental expense on a straight line basis over the term of the lease.

2.8 Pensions

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

The contributions are recognised as an expense in the Statement of Comprehensive Income 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 Group in independently administered funds.

2.9 Interest income

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

2. Accounting policies (continued)

2.10 Current and deferred taxation

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

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

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

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

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

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

2. Accounting policies (continued)

2.11 Financial instruments

The Group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the reporting date.

Financial assets measured at fair value through profit and loss, are initially measured at transaction price. The fair value is reassessed at the end of each reporting period, any gains or losses on remeasurement are recognised in the Statement of Comprehensive Income.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an 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.

2.12 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

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:

Leasehold improvements - over the term of the lease

Fixtures and fittings - over 5 years
Office equipment - over 3 years
Computer equipment - over 3 years
Paintings (included within furniture) are not depreciated

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 within 'administrative expenses' in the Statement of Comprehensive Income.

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

2. Accounting policies (continued)

2.13 Investments

Investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares issued together with the fair value of any additional consideration paid.

Investments in unlisted shares, whose market value can be reliably determined, are remeasured to fair value at each Statement of Financial Position date. Gains and losses on remeasurement are recognised in the Statement of Comprehensive Income for the period. Where market value cannot be reliably determined, such investments are stated at cost less accumulated impairment.

2.14 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.

2.15 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.

2.16 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.

2.17 Non-controlling interest

Non-controlling interests represent capital contributions made by the LLP members and profits attributable to those members. The capital amounts and profits are governed by the Members' Agreement.

3. Turnover

Turnover is attributable to one continuing activity, the provision of investment management services.

Analysis of turnover by country of destination:

	2021	2020
	£	£
British Virgin Islands	51,828,265	70,373,486
Europe	106,816,079	94,932,132
Delaware	88,791,857	92,306,490
	247,436,201	257,612,108

Ege	erton Capital Limited		
Not For	es to the Financial Statements (continued) the Year Ended 31 March 2020		
4.	Other operating income		
		2021 £	2020 £
	Sublease income receivable	318,136	314,479
		318,136	314,479
5 .	Operating profit		
	The operating profit is stated after charging/(crediting):		
		2021	2020
	Depreciation of tangible fixed assets Auditor's remuneration:	£ 154,590	£ 126,993
	- fees payable to auditor for audit of financial statements	58,371	55,700
	Egerton Capital (UK) LLP Front on Capital Limited	27,780	26,000
	Egerton Capital LimitedEgerton Capital (US) GP, LLC	13,390 6,901	13,000 6,700
	Egerton Capital (US), LP	10,300	10,000
	- fees payable to auditor for non-audit services	-	-
	Exchange differences	(643,430)	768,251
	Other operating lease rentals Defined contribution pension cost	1,390,072 149,023	1,352,266 133,995
6.	Employees		
	Staff costs, excluding directors' remuneration, were as follows:		
		2021 £	2020 £
	Wages and salaries	2,596,007	2,154,336
	Social security costs Pension costs	348,580 149,023	289,505 133,995
		3,093,610	2,577,836
	The average monthly number of employees, excluding the directors, du	ring the year was as	follows:
		2021	2020
		No.	No.
	Fund management Administration	1 21	1
	Administration	22	21 22

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

7. **Directors' remuneration**

Remuneration paid to directors in respect of services to the Company are treated as administrative expenses in the consolidated financial statements. Remuneration and profit distributions paid to directors in their capacity as members of Egerton Capital (UK) LLP are classified as distributions to minority interests in the consolidated financial statements.

with the series and the series of the series		
	2021 £	2020 £
Directors' emoluments	60,000	60,000
	60,000	60,000
No contributions were made to the money purchase pension scheme on beha	alf of directors (2	(020: £nil <u>)</u> .
Interest receivable		
	2021 £	2020 £
Bank interest receivable	22,550	111,484
•	22.550	111.484

9.

8.

	22,550	111,484
Taxation		
	2021 £	2020 £
Corporation tax		
Current UK tax on profits for the year Overseas taxation Adjustments in respect of previous periods	112,024 380,456 -	55,944 9,706 (89)
	492,480	65,561
Total current tax	492,480	65,561
Deferred tax Origination of timing differences Effects of changes in tax rate on opening liability	:	- -
Total deferred tax		
Taxation on profit on ordinary activities	492,480	65,561

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

9. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2020: lower than) the standard rate of corporation tax in the UK of 19% (2020: 19%). The differences are explained below:

	2021 £	2020 £
Profit on ordinary activities before tax	237,360,887	246,624,758
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	45,098,569	46,858,704
Effects of:		
Adjustments for minority interests Disallowed expenses and non-taxable income Origination and reversal of timing differences Effects of changes in tax rates Profit subject to foreign taxation Overseas taxation Adjustments in respect of prior years	(44,991,709) (2) - - 5,166 380,456	(46,799,946) 6 - - (2,820) 9,706 (89)
Total tax charge for the year	492,480	65,561

Factors that may affect future tax charges

The company has an unrecognised deferred tax asset in respect of capital losses carried forward of £27,604 (2020: £27,604). The asset is not recognised as it is not considered more likely than not that there will be suitable taxable profits in the future against which the asset can be offset.

The UK Government announced on 3 March 2021 its intention to increase the UK rate of corporation tax to 25% from 19% from 1 April 2023. This rate will affect the future corporation tax liability.

10. Parent company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The profit after tax of the parent Company for the year was £486,993 (2020: £238,559).

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

11. Tangible fixed assets

Group

	Fixtures and fittings	Office equipment £	Computer equipment £	Leasehold improvements £	Total £
Cost or valuation					
At 1 April 2020 Additions Foreign currency adjustments	615,950 3,301 (7,104)	21,114 - -	1,369,421 23,502 (3,134)	1,392,136 8,900 -	3,398,621 35,703 (10,238)
At 31 March 2021	612,147	21,114	1,389,789	1,401,036	3,424,086
Depreciation At 1 April 2020 Charge for the year Foreign currency adjustments	514,309 14,181 (606)	21,114 - -	1,083,512 126,872 624	1,373,098 13,537 -	2,992,033 154,590 18
At 31 March 2021	527,884	21,114	1,211,008	1,386,635	3,146,641
Net book value					
At 31 March 2021	84.263		178,781	<u>14,401</u>	277,445
At 31 March 2020	101,641	· ·	285,909	19,038	406,588

12. Fixed asset investments

Group

The Group uses the following hierarchy for determining and disclosing the fair value of the financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities;

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly; and

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

The Group does not have any investments categorised under level 1 or 2. The investments above comprise the amounts invested in a single fund, the fair value of which has been based on the level 3 inputs.

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

12. Fixed asset investments (continued)

Unlisted investments £

Cost or valuation

 At 1 April 2020
 2,706,949

 Fair value remeasurement
 438,300

 At 31 March 2021
 3,145,249

Unlisted investments comprise the Company's investment in Egerton Capital Partners, L.P ("ECP") which is measured at fair value through profit and loss. Fair value is based on the underlying Net Asset Value. No liquidity adjustments to the fair value have been made in respect to the underlying investments. The Company's investment is exposed to market risks as ECP trades in markets and the investment is held in US Dollars and the valuation will be affected by the strengthening or weakening of this currency.

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Country of

Direct subsidiary undertakings:

Name	incorporation	shares	Holding	Principal activity
Egerton Capital (UK) LLP	United Kingdom	Member's Capital	76 %	Provision of investment management services. Holder of 100% of the share capital of Egerton Capital (US) GP, LLC.
Indirect subsidiary u	ndertakings:			
Name	Country of incorporation	Class of shares	Holding	Principal activity
Egerton Capital (US) GP, LLC	United States	Ordinary	0 %	To act as corporate partner to Egerton Capital (US), LP in which it owns 99.9%.
Egerton Capital (US), LP	United States	Partner's Capital	0 %	Acts as sub-investment manager to the LLP.

Class of

The Company has direct control of the LLP in which it owns 76% of the LLP and has control over the entity. The LLP in turn has control of the GP LLC and the GP LLC has control over the US LP. Therefore the Company holds indirect control of both the GP LLC and the US LP as outlined above.

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

12. Fixed asset investments (continued)

The aggregate of the share capital and reserves as at 31 March 2021 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

	Egerton Capital (UK) LLP Egerton Capital (US) GP, LLC Egerton Capital (US), LP			19,088 1,994,015	Profit/(loss) £ 226,690,527 5,255 9,952,568 236,648,350
	Company				
			Investments in subsidiary companies £	Unlisted investments £	Total £
	Cost or valuation		•		
	At 1 April 2020 Fair value remeasurement	_	5,029,604	2,706,949 438,300	7,736,553 438,300
	At 31 March 2021	·=	5,029,604	3,145,249	8,174,853
13.	Debtors				
		Group 2021	Group 2020	Company 2021	Company 2020
		£	£	£	.£ .
	Trade debtors Amounts owed by related undertakings Amounts due from members	- - 33,022	105,011 - 17,968	522,789	105,011
	Other debtors	1,018,098			181,850
	Unpaid share capital	500,000		500,000	500,000
	Prepayments and accrued income	17,635,252	16,609,238	376,193	370,056
		19,186,372	18,436,750	1,546,071	1,156,917
	Amounts falling due after more than one year in	cluded above	аге:		
		∘Gro∪ 202			
		202	£ 202		£ £
	Unpaid share capital	500,0	500,00	500,00	500,000
		500,0	<u> 500,00</u>	500,00	0 500.000

Amounts owed by group undertakings are unsecured, interest-free and repayable on demand.

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

14. Cash and cash equivalents

	Group	Group	Company	Company
	2021	2020	2021	2020
	£	£	£	£
Cash at bank and in hand	5,666,265	7,196,357	675,449	1,521,698
Short term deposits	12,082,140	10,578,965	-	-
	17,748,405	17,775,322	675,449	1,521,698

15. Creditors: Amounts falling due within one year

	Group 2021	Group 2020	Company 2021	Company 2020
	£	£	£	£
Trade creditors	280,933	129,468	77,876	-
Amounts owed to group undertakings	•	-	-	586,008
Corporation tax	112,600	56,520	112,600	56,520
Taxation and social security	61,266	56,281	61,266	56,281
Other creditors	2,399,852	2,601,839	111,679	129,174
Accruals and deferred income	330,647	309,639	36,788	78,014
	3,185,298	3,153,747	400,209	905,997

Amounts owed to group undertakings are unsecured, interest-free and repayable on demand. In the event of a wind up all creditors rank pari-passu.

16. Financial instruments

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Financial assets				
Financial assets measured at fair value through profit or loss Financial assets that are equity instruments	20,893,654	20,482,271	3,820,698	4,228,647
measured at cost less impairment Financial assets that are debt instruments	-	-	5,029,604	5,029,604
measured at amortised cost	17,433,596	16,536,443	677,032	167,355
	38,327,250	37,018,714	9,527,334	9,425,606

Financial assets measured at fair value through profit or loss comprise cash and cash equivalents and unlisted investments in Egerton Capital Partners L.P.

Financial assets measured at amortised cost comprise debtors as stated in note 13 excluding prepayments and unpaid share capital.

Egei	ton Capital Limited				
	s to the Financial Statements (continued) the Year Ended 31 March 2021				
16.	Financial instruments (continued)				
		Group 2021	Group 2020	Company 2021 £	Company 2020
	Financial liabilities	£	£	. £	£
	Financial liabilities measured at amortised cost	(3,011,432)	(3,048,347)	(226,343)	(207,188)
		(3,011,432)	(3,048,347)	(226,343)	(207,188)
	Financial Liabilities measured at amortised cos and social security, corporation tax and deferre		tors as stated ir	note 15 exclud	ding taxation
17.	Share capital				
				2021 £	2020 £
	Allotted, called up and fully paid			L	L
	.250,000- Ordinary shares of £1 each		-	250,000	250,000
	Allotted, called up and unpaid				
	500,000- Ordinary shares of £1 each		=	500;000	500,000
18.	Commitments under operating leases				
	At 31 March 2021 the Group and the Connon-cancellable operating leases as follows:	npany had tota	l future minim	um lease pay	ments under
	non-cancellable operating leases as follows.	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
	Not later than 1 year Later than 1 year and not later than 5 years Later than 5 years	682,405 3,669,001 657,191	1,176,560 682,405	682,405 3,669,001 657,191	1,176,560 682,405
	Total	5,008.597	1,858,965	5.008,597	1,858,965
	At 31 March 2021 the Group and the Company	y had total future	e sub-lease inc	ome as follows:	:
		Group	Group	Company	Company
		2021 £	2020 £	2021 £	2020 £
	Not later than 1 year Later than 1 year and not later than 5 years	177,363	305,800 177,363	177,363	305,800 177,363
	Total	177,363	483,163	177,363	483,163

Notes to the Financial Statements (continued) For the Year Ended 31 March 2021

19. Related party transactions

The Company provides its subsidiary undertaking, Egerton Capital (UK) LLP with employment and property services. The Company also receives profit allocations from the LLP. During the year, fees charged by the Company to the LLP amounted to £4,758,307 (2020: £4,497,692). The Company received profit allocations from the LLP amounting to £237,915 (2020: £224,885) in the year (respectively). As at 31 March 2021, £413,459 was due from the LLP (2020: £695,338 was due to the LLP).

The LLP provides investment management services to Egerton Capital Equity Fund plc (as the umbrella fund of Egerton Capital Equity Fund and Egerton Capital Investment Fund) and to Schroder Investment Management (Luxembourg) S.A. in relation to Schroder GAIA Egerton Equity. The LLP also provides investment management services to the Egerton Long-Short Master Fund Limited and Egerton Investment Partners, L.P.

Key management personnel

The directors are considered to have sole responsibility for the planning, directing and controlling of the activities of the Company. No other employees are considered to meet this definition of key management personnel. As a result, the aggregate transaction with key management personnel is disclosed in the Reconciliation of movements in members' total interests on page 12.

20. Controlling party

The ultimate controlling parties of the Group and Company are J C Armitage and W G Bollinger.

21. Subsequent events

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