

**Monday 30 November, 2020**

***Fiske PLC***

## **Final Results, Posting of Report and Notice of AGM**

RNS Number : 8382G

Fiske PLC

30 November 2020

30 November 2020

FISKE PLC

("Fiske" or the "Company" or the "Group")

Final Results, Posting of Annual Report and Notice of AGM

**Fiske ( AIM:FKE ) is pleased to announce its final audited financial results for the year ended 31 May 2020.**

Highlights

	2020	2019	
		(Restated)	
	£'000	£'000	Reported
Total Revenue	5,383	4,589	+17%
Loss on ordinary activities before taxation	(127)	(381)	
Loss per ordinary share	(1.1p)	(3.3p)	

James Harrison, CEO, commenting on the results said:

"We are pleased to report strong organic revenue growth of 17% in the year, with significant improvement in the net result. Resilient back office systems have helped us to be in a position where, on the face of it, the Covid-19 lockdown has not had much of an impact on our business."

In light of the current Covid-19 public gathering restrictions and social distancing requirements, the forthcoming Annual General Meeting which is to be held at Salisbury House, London Wall, London EC2M 5QS on Wednesday 23 December 2020 at 12.30pm, will be run as a closed meeting and shareholders will not be permitted to attend in person.

Copies of the 2020 Annual Report and Accounts, including the Notice of AGM and Proxy Voting form will be posted to shareholders today and in accordance with rule 26 of the AIM Rules for Companies, this information is also available under the Investor Relations section of the Company's website, [www.fiskeplc.com](http://www.fiskeplc.com).

The information contained within this announcement is deemed to constitute inside information as stipulated under the Market Abuse Regulations (EU) No. 596/2014. Upon the publication of this announcement, this inside information is now considered to be in the public domain.

For further information, please contact:

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Grant Thornton	UK	LLP	(Nominated	Adviser)	Tel:	+44	(0)	20	7383	5100
Samantha		Harrison	/			Harrison				Clarke

## **Abridged Chairman's Statement**

### **Trading**

Full year revenues rose by 17% to £5.4m (2019: £4.6m). After reporting a pre-tax loss of £158,000 in the first half-year, we have made a profit of £31,000 in the second half which has resulted in a full year pre-tax loss of £127,000 (2019: loss £381,000).

On the face of it, the Covid-19 lockdown has not had much of an impact on our business. After an increase in revenues in the first half, they continued to grow in the second half of the year. This was assisted by strong commission revenue during a period of market volatility in the last quarter of our year, which coincided with the start of the Covid-19 lockdown.

Total revenue continues to be split evenly between commissions on trading, and management & other recurring fees, each increasing significantly during the year. This reflects both an increase in the firm's client base alongside a continued migration from commission-based relationships to more fee focussed ones. The impact of this was masked by a surge in commission income as active clients responded to the opportunities created during the market falls of February and March 2020.

### **Restatement of accounts**

Following an internal audit exercise in the first half of the year, the directors of the company determined that certain adjustments needed to be made to its accounts. These result primarily from a change in an accounting process which had affected the way in which our systems data had been interpreted for accounting purposes. In addition, we resolved to change the way in which the acquisition of Fieldings Investment Management was accounted for.

There had been no impact on client money or accounts, and no impact on the firm's cash position. The overall impact had been an overstatement of current liabilities. The necessary adjustments, accumulated over several years, amounted to a net addition of some £532,000 to the Group's net assets as at 31 May 2019. Comparative data in this report has been restated and the adjustments elaborated in notes to the full published Report and Accounts.

### **Asset Management**

In May 2020 our unit trust, Ocean UK Equity, passed its second anniversary. The first two years have been successful with the fund in the top quartile in each of the last three, six and twelve-month periods and since launch. It was also ahead of its benchmark the CBOE UK All Companies Total Return Index over the period. As at the end of May 2020 the fund was valued at £7.6m (2019: £5.8m).

### **Costs & Outturn**

Operating expenses have risen by £0.7m to £5.7m in the year to 31 May 2020 (2019: £5.0m) an increase of 14%. Almost half of the increase comes from staff costs: in particular the administrative strengthening of operational capacity and compliance. We have also engaged external resources where appropriate to minimise long term increases in staff levels, and such consultancy has pushed up the operating expenses in the short term. However, such costs are expected to subside as we proceed through the current year.

Prior investment in disaster recovery resources and a migration to cloud services meant that the relatively sudden move to a Working-From-Home environment, at the onset of the Covid-19 lockdown, was achieved smoothly and with relatively little additional cost. This is not to belittle the very significant amount of staff endeavour that went into ensuring the migration proceeded as seamlessly as it did.

## **Euroclear**

Historically, Euroclear has been an annual dividend payer but due to the timing of a re-domiciliation exercise Euroclear did not pay us a dividend during our prior year to 31 May 2019. The dividend stream has resumed in this financial year with a dividend received of £143,000.

The latest interim report from Euroclear shows that its business income advanced robustly by 13% but this was largely offset by the fall in interest received as a result of worldwide interest rate cuts. Despite a 5% increase in earnings per share we feel it appropriate to reflect recent transaction prices and have marked down the carrying value of our investment to €1,525 per share being £5.0m in total. This represents a partial roll-back of the very substantial valuation increases which we have seen in recent years.

## **Net assets**

Shareholder's funds amount to some £7.4m and within this we continue to hold some £2.2m of cash.

## **Strategy**

We continue to implement our ongoing strategy to welcome new investment managers with established client relationships to increase our assets under management and advice. We believe that with our traditional values, modern systems and up to date regulatory framework we provide an attractive place to work for aspiring, independently minded private client investment managers.

## **IFRS 16**

The adoption of IFRS 16 from 1 June 2019, being applied to the accounting for our leased office premises, has resulted in the inclusion of £101,000 (after depreciation) of right-of-use assets in the Statement of Financial Position at 31 May 2020 together with a lease liability of £124,000. In the year to 31 May 2020, operating profit was increased by £47,000, which was matched by an increase in lease liability interest of £23,000, giving an overall £24,000 upside to the Income Statement. The opening balance impact is quantified in the Group Statement of Changes in Equity.

## **Dividend**

The Board has resolved not to pay a dividend for the year to 31 May 2020 (2019: £nil).

## **Impact of Covid-19**

We were fortunate that our disaster recovery infrastructure meant that we were very well placed to deal rapidly with the Working-From-Home requirement imposed by the Covid-19 lockdown. IT skills were polished, and the cultural change was adapted to quickly. This helped us stay focussed on investment decisions and client needs. Your Board is conscious that going forward there will be a range of challenges to address in relation to bringing staff back into an office-based working environment.

## **Staff**

Considerable effort went into ensuring that the transition to Working-From-Home proceeded smoothly and resulted in an efficient work environment - on top of all the usual challenges in running a business. In this light I would like to extend my thanks to all members of the team for their hard work and commitment to the future success of the Company.

## **Markets**

The last quarter of our own financial year has seen the fastest and sharpest falls in equity markets in a generation. In just twenty-two trading days equity markets fell by 30% or more. This was followed by an equally rapid and strong recovery with the US market, led by the performance of technology stocks, rising 36% from its March low and the UK market rising by 26%.

Around the world, government policy has been dominated by the need to contain the Covid-19 virus and at the same time lessen the severity of its economic impact. This has resulted in the provision of unprecedented levels of fiscal and monetary stimulus together with other supportive measures.

Last year I drew attention to the astonishing levels of debt being accumulated by companies and emerging market nations. This has now been dwarfed by the levels of debt assumed by mature sovereign entities which will eventually need to be addressed. The imposition of austerity measures would be unacceptable while economies are in such a precarious state. Politically the less painful reflationary option will no doubt prevail with longer term inflationary consequences.

Companies have meanwhile been preserving cash by deferring or cancelling dividend payments. Aggregate dividends in the UK are likely to fall by 30-40% this year. An unedifying prospect for savers and investors already adversely affected by the negligible returns available from cash deposits or government bonds.

It is likely that market volatility will persist for some time as there are a considerable number of unknowns to digest; the duration of the pandemic, the effectiveness of the global response, the impact on world GDP and the timing, shape and speed of an eventual recovery. What is clear is that both monetary and fiscal policy are likely to remain accommodative for some time to come and historically low interest rates to continue.

## Outlook

The new financial year has begun with business levels in line with the previous year just reported. With the expectation that most of the exceptional costs incurred last year will not be repeated in the current year, your Board is encouraged by the progress made in the first few months of trading.

## AGM

In light of the current Covid-19 public gathering restrictions and social distancing requirements, the forthcoming AGM which is to be held on Wednesday 23 December 2020 at 12.30pm, will be run as a closed meeting and shareholders will not be permitted to attend in person.

Shareholders' views are important and the Board encourages shareholders to submit their votes via CREST ID rather than attending the meeting in person. Shareholders may also submit questions in advance of the AGM to the Company Secretary via email to [info@fiskeplc.com](mailto:info@fiskeplc.com) or by post to the Company Secretary at the address set out above.

## Consolidated Statement of Total Comprehensive Income

For the year ended 31 May 2020

	Notes	2020	2019
		£'000	£'000
<hr/>			
Continuing Operations			(restated)
Fee and commission income		5,347	4,591
Other income / (loss)		36	(1)

Profit / (loss) on investments sold	-	(1)
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Total Revenue	2	5,383	4,589
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Operating expenses	(5,743)	(5,020)
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Operating (loss)	(360)	(431)
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Investment revenue	143	-
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Finance income	148	108
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Finance costs	(58)	(58)
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Loss on ordinary activities before taxation	(127)	(381)
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Taxation	3	-	-
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Loss on ordinary activities after taxation	(127)	(381)
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Other comprehensive income

Items that may subsequently be reclassified to profit or loss

Movement in unrealised appreciation of investments	(793)	3,289
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Deferred tax on movement in unrealised appreciation of investments	187	(583)
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Net other comprehensive income	(606)	2,706
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Total comprehensive income attributable to equity shareholders	(733)	2,325
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Loss per ordinary share

Basic	4	(1.1p)	(3.3p)
Diluted	4	(1.1p)	(3.3p)

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All results are from continuing operations.

### Consolidated Statement of Financial Position

31 May 2020

	Notes	As at 31 May 2020	As at 31 May 2019	As at 1 June 2018
		£'000	£'000	£'000
			(restated)	(restated)

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#### Non-current Assets

Intangible assets	5	1,289	1,445	1,576
Other intangible assets	6	65	97	130
Right-of-use assets	7	101	-	-
Property, plant and equipment	8	53	30	35
Investments held at Fair Value Through Other Comprehensive Income	9	4,962	5,759	2,470
<b>Total non-current assets</b>		<b>6,470</b>	<b>7,331</b>	<b>4,211</b>

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#### Current Assets

Trade and other receivables	10	2,398	2,387	4,183
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Cash and cash equivalents		2,239	2,073	2,453
<b>Total current assets</b>		<b>4,637</b>	<b>4,460</b>	<b>6,636</b>
<b>Current liabilities</b>				
Trade and other payables	11	2,924	2,814	4,790
Short-term lease liabilities	12	124	-	-
Current tax liabilities		-	-	36
<b>Total current liabilities</b>		<b>3,048</b>	<b>2,814</b>	<b>4,826</b>
<b>Net current assets</b>		<b>1,589</b>	<b>1,646</b>	<b>1,810</b>
<b>Non-current liabilities</b>				
Deferred tax liabilities	13	611	797	214
<b>Total non-current liabilities</b>		<b>611</b>	<b>797</b>	<b>214</b>
<b>Net Assets</b>		<b>7,448</b>	<b>8,180</b>	<b>5,807</b>
<b>Equity</b>				
Share capital	14	2,923	2,904	2,890
Share premium		2,057	2,029	1,997
Revaluation reserve		3,597	4,203	1,497
Retained losses		(1,129)	(956)	(577)
<b>Shareholders' equity</b>		<b>7,448</b>	<b>8,180</b>	<b>5,807</b>

These financial statements were approved by the Board of Directors and authorised for issue on 27 November 2020.

## Group Statement of Changes in Equity

For the year ended 31 May 2020

	Share capital	Share premium	Revaluation reserve	Retained losses	Total
	£'000	£'000	£'000	£'000	£'000
Balance at 1 June 2018 as reported	2,890	1,997	1,497	(848)	5,536
Adjustments	-	-	-	271	271
As restated at 1 June 2018	2,890	1,997	1,497	(577)	5,807
Loss for the financial year as restated	-	-	-	(381)	(381)
Movement in unrealised appreciation of investments	-	-	3,289	-	3,289
Deferred tax on movement in unrealised appreciation of investments	-	-	(583)	-	(583)
Total comprehensive income / (expense) for the year	-	-	2,706	(381)	2,325
Share based payment transactions	-	-	-	2	2

Issue of ordinary share capital	14	32	-	-	46
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Total transactions with owners, recognised directly in equity	14	32	-	2	48
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Balance at 31 May 2019	2,904	2,029	4,203	(956)	8,180
Adoption of IFRS 16	-	-	-	(48)	(48)
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Balance at 1 June 2019	2,904	2,029	4,203	(1,004)	8,132
Loss for the financial year	-	-	-	(127)	(127)
Movement in unrealised appreciation of investments	-	-	(793)	-	(793)
Deferred tax on movement in unrealised appreciation of investments	-	-	187	-	187
<hr/>					
Total comprehensive income / (expense) for the year	-	-	(606)	(127)	(733)
<hr/>					
Share based payment transactions	-	-	-	2	2
Issue of ordinary share capital	19	28	-	-	47
<hr/>					
Total transactions with owners,	19	28	-	2	49
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recognised  
directly in equity

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Balance at 31 May 2020	2,923	2,057	3,597	(1,129)	7,448
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### Group and Parent Company Statement of Cash Flows

For the year ended 31 May 2020

	Notes	2020	2020	2019	2019
		Group	Company	Group	Company
		£'000	£'000	£'000	£'000
				(restated)	(restated)
Operating (loss)		(360)	(170)	(431)	(284)
Amortisation of intangible assets arising on consolidation		156	24	131	-
Amortisation of other intangible assets		32	32	33	33
Depreciation of right-of- use assets		173	173	-	-
Depreciation of property, plant and equipment		39	39	22	22
Expenses settled by the issue of shares		2	2	2	2
(Increase) / decrease in receivables		(11)	323	1,796	1,454
Increase / (decrease) in payables		75	24	(2,034)	(2,010)

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Cash generated from/(used) operations	106	447	(481)	(783)
Tax (paid)	-	-	(36)	-
<hr/> Net cash generated from/(used in) operating activities	106	447	(517)	(783)
Investing activities				
Investment income received	143	143	-	-
Interest received	148	148	108	107
Proceeds on disposal of investments held at FVTOCI	5	5	-	-
Purchases of property, plant and equipment	(62)	(62)	(17)	(17)
<hr/> Net cash generated from investing activities	234	234	91	90
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Financing activities				
Interest paid	(24)	(24)	-	-
Proceeds from issue of ordinary share capital	47	47	46	46
Repayment of lease liabilities	(197)	(197)	-	-
<hr/> Net cash (used in)/generated from financing activities	(174)	(174)	46	46
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Net increase/(decrease) in cash and cash equivalents	166	507	(380)	(647)

Cash and cash equivalents at beginning of year	2,073	1,391	2,453	2,038
Cash and cash equivalents at end of year	2,239	1,898	2,073	1,391

## Notes to the Accounts

For the year ended 31 May 2020

### 1. Basis of preparation

These financial statements have been prepared in accordance with the requirements of IFRS implemented by the Group for the year ended 31 May 2020 as adopted by the European Union and International Financial Reporting Interpretations Committee and with the Companies Act 2006. The Group financial statements have been prepared under the historical cost convention, with the exception of financial instruments, which are stated in accordance with IAS 39 Financial Instruments: recognition and measurement.

The financial information included in this News Release does not constitute statutory accounts of the Group for the years ended 31 May 2020 and 2019, but is derived from those accounts. Statutory accounts for the year ended 3 May 2019 have been reported on by the Group's auditor and delivered to the Registrar of Companies. Statutory accounts for the year ended 3 May 2020 have been audited and will be delivered to the Registrar of Companies. The report of the auditors for both years was (i) unqualified, (ii) included a reference the prior year restatement to which the auditors drew attention by way of emphasis without qualifying their report, and (iii) did not contain a statement under Section 498 (2) or (3) of the Companies Act 2006.

Copies of the Annual Report will be sent on 30 November 2020 to shareholders and will also be available on our website at [www.fiskeplc.com](http://www.fiskeplc.com)

With the exception of IFRS 16, adopted in the current year, there have been no significant changes in accounting policies from those set out in the Fiske plc 2019 Annual Report.

### 2. Total revenue and segmental analysis

IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by management to allocate resources to the segments and to assess their performance. Following the acquisition of Fieldings Investment Management Limited in

August 2017, their staff and operations have been integrated into the management team of Fiske plc. Pursuant to this, the Group continues to identify a single reportable segment, being UK-based financial intermediation. Within this single reportable segment, total revenue comprises:

	2020	2019
	£'000	£'000
		(restated)
Commission receivable	2,732	2,316
Investment management fees	2,615	2,275
	5,347	4,591
Profit / (loss) on investments held at FVTOCI	-	(1)
Other income / (loss)	36	(1)
	5,383	4,589

Substantially all revenue in the current and prior year is generated in the UK and derives solely from the provision of financial intermediation.

### 3. Tax

Analysis of tax on ordinary activities:

	2020	2019
	£'000	£'000
Current tax		
Current year	-	-
Prior year adjustment	-	-
	-	-
Deferred tax		
Current year	-	-
Prior year adjustment	-	-
Total tax charge to Statement of Comprehensive Income	-	-

## Factors affecting the tax charge for the year

The standard rate of tax for the year, based on the United Kingdom standard rate of corporation tax, is 19.00% (2019: 19.00%).

The charge/(credit) for the year can be reconciled to the profit per the Statement of Comprehensive Income as follows:

	2020	2019
		£'000
	£'000	(restated)
Profit/(loss) before tax	(127)	(381)
(Credit) / Charge on profit on ordinary activities at standard rate	(24)	(74)
Effect of:		
Expenses not deductible in determining taxable profit	6	9
Non-taxable income	(27)	-
Tax losses not recognised	45	65
	-	-

## 4. Earnings per share

Basic earnings per share has been calculated by dividing the profit on ordinary activities after taxation by the weighted average number of shares in issue during the year. Diluted earnings per share is basic earnings per share adjusted for the effect of conversion into fully paid shares of the weighted average number of share options during the year.

		Diluted
31 May 2020	Basic	Basic
	£'000	£'000
(Loss) on ordinary activities after taxation	(127)	(127)

Adjustment to reflect impact of dilutive share options	-	-
(Loss)	(127)	(127)
Weighted average number of shares (000's)	11,673	11,714
(Loss) per share (pence)	(1.1)	(1.1)
		Diluted
31 May 2019	Basic	Basic
	£'000	£'000
	(restated)	(restated)
(Loss) on ordinary activities after taxation	(381)	(381)
Adjustment to reflect impact of dilutive share options	-	-
(Loss)	(381)	(381)
Weighted average number of shares (000's)	11,603	11,645
(Loss) per share (pence)	(3.3)	(3.3)
	31 May 2020	31 May 2019
Number of shares (000's):		
Weighted average number of shares	11,673	11,603
Dilutive effect of share option scheme	41	42
	11,714	11,645

## 5. Intangible assets arising on consolidation

	Customer relationships	Goodwill	Total
	£'000	£'000	£'000
<hr/>			
Cost			
At 1 June 2018	1,312	1,311	2,623
Additions	-	-	-
<hr/>			
At 31 May 2019	1,312	1,311	2,623
Additions	-	-	-
<hr/>			
At 31 May 2020	1,312	1,311	2,623
<hr/>			
Accumulated amortisation or impairment			
At 1 June 2018	(131)	(916)	(1,047)
Charge in year	(131)	-	(131)
<hr/>			
At 31 May 2019	(262)	(916)	(1,178)
Charge in year	(132)	(24)	(156)
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At 31 May 2020	(394)	(940)	(1,334)
<hr/>			
Net book value			
At 31 May 2020	918	371	1,289
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At 1 June 2019	1,050	395	1,445
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Goodwill arising through business combinations is allocated to individual cash-generating units ('CGUs') being acquired subsidiaries, reflecting the lowest level at which the Group monitors and test goodwill for impairment purposes. The CGUs to which goodwill is attributed are as follows:

	2020	2019
	£'000	£'000
CGU		
<hr/>		

Ionian Group Limited	206	230
Vor Financial Strategy Limited	165	165
<b>Goodwill allocated to CGUs</b>	<b>371</b>	<b>395</b>

The impairment charge arises from a prudent assessment that customer relationships and goodwill change over time and are not of indefinite life. Based on analyses of the relevant customer base segments, a determination was made as to the expected income streams arising over the next 8 years. The recoverable amounts of the goodwill in Ionian Group Limited and in Vor Financial Strategy Limited are determined based on value-in-use calculations. These calculations use projections of marginal profit contributions over the expected remaining stream of attributable value. The key assumptions used for value-in-use calculations are as follows:

Direct and indirect costs as % of revenues	60%
Growth rate	0 %
Discount rate	12.5 %

Had the discount rate used gone up / down by 1%, impairment would have been £7,000 higher/lower and the carrying amount commensurately adjusted. Management determined margin contribution and growth rates based on past performance of those units, together with current market conditions and its expectations of development of those CGUs. The discount rate used is pre-tax, and reflects specific risks relating to the relevant CGU.

## 6. Other intangible assets

	Systems licence
Group and Company	£'000
<b>Cost</b>	
At 1 June 2018	192
Additions	-
At 1 June 2019	192
Additions	-
At 31 May 2020	192

Accumulated amortisation

At 1 June 2018	(62)
Charge for the year	(33)
<hr/>	
At 1 June 2019	(95)
Charge for the year	(32)
<hr/>	
At 31 May 2020	(127)
<hr/>	
Net book value	
At 31 May 2020	65
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At 31 May 2019	97
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#### 7. Right-of-use assets

	Property
Group and Company	£'000
<hr/>	
Cost	
At 31 May 2019	-
Adoption of IFRS16	274
<hr/>	
At 1 June 2019	274
Additions	-
<hr/>	
At 31 May 2020	274
<hr/>	
Accumulated amortisation	
At 31 May 2019	-
Adoption of IFRS16	-
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At 1 June 2019	-
Charge for the year	(173)
<hr/>	
At 31 May 2020	(173)
<hr/>	

Net book value

At 31 May 2020 101

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At 31 May 2019 -

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## 8. Property, plant and equipment

	Office furniture and equipment	Computer equipment	Office refurbishment	Total
Group and Company	£'000	£'000	£'000	£'000
<hr/>				
Cost				
At 1 June 2018	162	197	175	534
Additions	-	17	-	17
Disposals	-	-	-	-
<hr/>				
At 1 June 2019	162	214	175	551
Additions	2	60	-	62
<hr/>				
At 31 May 2020	164	274	175	613
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Accumulated depreciation				
At 1 June 2018	(142)	(182)	(175)	(499)
Charge for the year	(7)	(15)	-	(22)
<hr/>				
At 1 June 2019	(149)	(197)	(175)	(521)
Charge for the year	(7)	(32)	-	(39)
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At 31 May 2020	(156)	(229)	(175)	(560)
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Net book value

At 31 May 2020                      8                      45                      -                      53

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At 31 May 2019                      13                      17                      -                      30

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9. Investments held at Fair Value Through Other Comprehensive Income

	2020	2019
Group and Company	£'000	£'000
<hr/>		
At 1 June 2019:		
Valuation	5,759	2,470
Unrealised appreciation	(5,095)	(1,806)
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Cost	664	664
Cost of disposals	(5)	-
<hr/>		
At 31 May 2020:		
Cost	659	664
Unrealised appreciation	4,303	5,095
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Valuation	4,962	5,759
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being:		
Listed	-	5
Unlisted	4,962	5,754
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FVTOCI investments carried at fair value	4,962	5,759

The investments included above are represented by holdings of equity securities. These shares are not held for trading.

10. Trade and other receivables

	2020	2020	2019	2019
	Group	Company	Group	Company
			£'000	£'000
Group and Company	£'000	£'000	(restated)	(restated)
Counterparty receivables	150	150	1,190	1,189
Trade receivables / (payables)	1,345	1,345	(164)	(164)
	1,495	1,495	1,026	1,025
Amount owed by group undertakings	-	85	-	628
Other debtors	56	142	371	355
Prepayments and accrued income	847	566	990	604
	2,398	2,288	2,387	2,612

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

#### Trade receivables

Included in the Group's trade receivables are debtors with a carrying amount of £nil (2019: £nil) which are past due at the reporting date for which the Group has not provided.

#### Counterparty receivables

Included in the Group's counterparty receivables balance are debtors with a carrying amount of £150,000 (2019: £338,000) which are past due but not considered impaired.

#### Ageing of counterparty receivables:

	2020	2019
	£'000	£'000
0 - 15 days	128	306
16 - 30 days	-	15

31 - 60 days		22	17
		150	338

#### 11. Trade and other payables

	2020	2020	2019	2019
	Group	Company	Group	Company
	£'000	£'000	£'000	£'000
	£'000	£'000	(restated)	(restated)
Counterparty payables	1,456	1,456	973	973
Trade payables	-	-	-	-
	1,456	1,456	973	973
Financial liabilities measured at amortised cost being deferred consideration payable	218	218	515	515
Other sundry creditors and accruals	1,250	1,005	1,326	1,134
	2,924	2,679	2,814	2,622

#### 12. Lease liabilities

	2020	2020	2019	2019
	Group	Company	Group	Company
	£'000	£'000	£'000	£'000

			(restated)	(restated)
Current	124	124	-	-
Non-current	-	-	-	-
	124	124	-	-
Maturity analysis:				
Not later than one year	124	124	-	-
Not later than one year	-	-	-	-
	124	124	-	-

Lease liabilities at adoption of IFRS 16 on 1 June 2019 can be reconciled to the operating lease commitments in respect of land and buildings reported at May 2019 as follows:

	Group & Company
	£'000
At 31 May 2019: operating lease commitments in respect of land and buildings	876
exclude service charges	(347)
exclude VAT	(200)
other differences	(8)
Lease liabilities arising upon adoption of IFRS 16 at 1 June 2019	321

The cash flow impact is summarised as:

	2020	2020
	Group	Company
	£'000	£'000
Lease liabilities at 31 May 2019	-	-

Adoption of IFRS 16	321	321
Lease liabilities at 1 June 2019	321	321
Cash flow	(197)	(197)
Lease liabilities at 31 May 2020	124	124

### 13. Deferred taxation

	Capital allowances	Investments	Tax Losses†	Deferred tax liability
Group and Company	£'000	£'000	£'000	£'000
At 1 June 2019	(1)	892	(94)	797
Charge for the year	-	-	-	-
Charge to Statement of Comprehensive Income				
- in respect of current year	-	(186)	-	186
At 31 May 2020	(1)	706	(94)	611

Deferred tax assets and liabilities are recognised at a rate which is substantively enacted at the balance sheet date. The rate to be taken in this case is 18%, being the anticipated rate of taxation applicable to the Company in the future.

†A further deferred tax asset arising out of cumulative tax losses amounting to £97,036 has not been recognised at the balance sheet date.

### 14. Called up share capital

	2020		2019	
	No. of shares	£'000	No. of shares	£'000

Authorised:

Ordinary shares of 25p	12,000,000	3,000	12,000,000	3,000
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Allotted and fully paid:

Ordinary shares of 25p

	11,			
Opening balance	617,597	2,904	11,560,205	2,890
Shares issued	76,193	19	57,392	14
Closing balance	11,693,790	2,923	11,617,597	2,904

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Included within the allotted and fully paid share capital were 9,490 ordinary shares of 25p each (2019: 9,490 ordinary shares of 25p each) held for the benefit of employees.

At 31 May 2020 there were 200,000 outstanding options to subscribe for ordinary shares at a weighted average exercise price of 55p (2019: 60p) and a weighted average remaining contractual life of 3 years, 9 months. (2019: 4 years, 7 months)

#### 15. Financial commitments

Lease - classified as an IFRS 16 lease

At 31 May 2020 the Group had outstanding commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

	2020		2019	
	Land and buildings	Other	Land and buildings	Other
	£'000	£'000	£'000	£'000
In the next year	191	-	407	5
In the second to fifth years inclusive	-	-	469	0
Total commitment	191	-	876	5

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In June 2010, the Company entered into a lease over its premises at London Wall for a period of 10 years, with a five-year break clause.

#### 16. Clients' money

At 31 May 2020 amounts held by the Company on behalf of clients in accordance with the Client Money Rules of the Financial Conduct Authority amounted to £56,624,640 (2019: £46,014,796). The Company has no beneficial interest in these amounts and accordingly they are not included in the consolidated statement of financial position.

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