INVESTEC GROUP (UK) LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

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COMPANY INFORMATION

Directors C Heyworth

B Johnson B Kantor S Koseff K P Mckenna

Secretary D Miller

Company number 02216551

Registered office 2 Gresham Street

London EC2V 7QP

Auditor Ernst & Young LLP

25 Churchill Place

London E14 5EY

CONTENTS

	Page
Strategic report	1
Directors' report	2 - 3
Independent auditor's report	4 - 5
Profit and loss account	6
Balance sheet	7
Statement of changes in equity	8
Notes to the financial statements	9 - 18

STRATEGIC REPORT

FOR THE YEAR ENDED 31 MARCH 2017

The directors present the strategic report and financial statements for the year ended 31 March 2017.

Review of the business

The results for the year are set out on page 6.

The company was the principal employer in the Guinness Mahon Pension scheme ("the scheme") which is a non-contributory defined benefit scheme and its assets are held in separate trustee administered funds. The company has accounted for this scheme on a defined contribution basis. The scheme is closed to new entrants and accrual of service ceased on 31 March 2002.

In November 2016, the trustees of the GM scheme entered into a "buy-in" insurance agreement with Aviva Annuity UK Ltd ("Aviva"). As a result Aviva provide the accrued pension benefits of members of the scheme, as the previous assets held in the scheme are now replaced by this insurance agreement. As a result the group has reduced its exposure to the risks associated with the scheme. The administrative transition between the scheme trustees and Aviva is ongoing.

Under the agreed contribution plan deficit contributions of £4m were paid into the GM scheme in the year to March 2017 and the group will make an additional contribution to the GM scheme in the 2017/18 financial year when the finalisation of the transfer of the administration from the trustees to Aviva is completed.

Given the straight forward nature of the business the company's directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or financial position of the business.

At 31 March 2017 the company had net assets of £442,521,000 (2016: £446,859,000)

The company's financial risks are managed at the Investec plc group level. Surplus liquidity, arising from time to time, was loaned by the company during the year in which it arose on an interest free basis to its immediate parent company. The loan is repayable on demand and the company has the right, at any time and at its sole discretion, to charge interest thereon at a commercial rate. The company's exposure to financial risks is further discussed in note 15.

On behalf of the board

B Johnson

Director

16 AUGUST 2017

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2017

The directors present their annual report and financial statements for the year ended 31 March 2017.

Principal activities

The principal activity of the company continued to be that of investment holding company and it will continue to operate in this capacity for the foreseeable future.

Results and dividends

The results for the year are set out on page 6.

The directors do not recommend the payment of a dividend in respect of the year ended 31 March 2017 (2016: £nil)

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

C Heyworth

B Johnson

B Kantor

S Koseff

K P Mckenna

A Tapnack

(Deceased 22 August 2016)

Mr A Tapnack was a director during the year under review until he passed away on 22 August 2016. No director holding office at 31 March 2017 had any direct beneficial interest in the shares of the company during the year.

Directors' insurance

The company maintains a Directors' and Officers' Liability Insurance Policy. In accordance with the company's Articles of Association, the board may also indemnify a director from the assets of the company against any costs or liability incurred as a result of their office, to the extent permitted by law. Neither the insurance policy nor any indemnities that may be provided by the company provide cover for fraudulent or dishonest actions by the directors. However, costs may be advanced to directors for their defence in investigations or legal actions.

Auditor

The auditor, Ernst & Young LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 "Reduced Disclosure Framework". 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Statement of disclosure to auditor

Each director in office at the date of approval of this annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

On behalf of the board

B Johnson

Director 16 AUGUST 2017

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF INVESTEC GROUP (UK) LIMITED

We have audited the financial statements of Investec Group (UK) Limited for the year ended 31 March 2017 which comprise the Profit And Loss Account, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 16. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'.

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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its loss for the year then ended:
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter 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.
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF INVESTEC GROUP (UK) LIMITED

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Strategic Report or Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- · the financial statements are not in agreement with the accounting records and returns; or
- · certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Andrew Gilder (Senior Statutory Auditor) for and on behalf of Ernst & Young LLP

Ernst E Young LLA

Chartered Accountants Statutory Auditor

16 August 2017

25 Churchill Place London E14 5EY

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2017

		2017	2016
	Notes	£'000s	£'000s
Administrative expenses		(4,294)	. (4,485)
Tax on loss	6	(78)	897
			
Loss for the financial year		(4,372)	(3,588)
			

The profit and loss account has been prepared on the basis that all operations are continuing operations.

BALANCE SHEET AS AT 31 MARCH 2017

	Notes	2017 £'000s	2016 £'000s
Fixed assets			
Investments	7	81,801 ————	81,801
Current assets			
Debtors	8	436,261 ———	440,727
Creditors: amounts falling due withi	in		
Trade creditors and other payables	9	(75,360)	(75,360)
Net current assets		360,901	.365,367
Total assets less current liabilities		442,702	447,168
Provisions for liabilities			
Other provisions	10	(181) ———	(275)
Net assets		442,521	446,893
			
Capital and reserves Called up share capital	11	391,629	391,629
Share premium account		96,409	96,409
Retained earnings		(45,517)	(41,145)
Total equity		442,521	446,893
. •		·	

The financial statements were approved by the Board of directors and authorised for issue on .l.o. AUGUST... 2017 Signed on its behalf by:

B Kantor Director

Company Registration No. 02216551

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2017

	Share capital	Share premium account	Retained earnings	Total
	£'000s	£'000s	£'000s	£'000s
Balance at 1 April 2015	391,629	96,409	(37,557)	450,481
Loss for the year	-	-	(3,588)	(3,588)
Total comprehensive income for the year	-	•	(3,588)	(3,588)
Balance at 31 March 2016	391,629	96,409	(41,145)	446,893
Loss for the year	-	-	(4,372)	(4,372)
Total comprehensive income for the year		-	(4,372)	(4,372)
Balance at 31 March 2017	391,629	96,409	(45,517)	442,521

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

1 Accounting policies

1.1 Accounting convention

The financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

Investec Group (UK) Limited is incorporated and domiciled in England and Wales.

The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand (£'000) except otherwise when indicated.

The financial statements have been prepared on the historical cost basis. The principal accounting policies adopted are set out below.

The company has taken advantage of the following disclosure exemptions under FRS 101 where applicable to the company:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share based Payment;
- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64 (o)(ii), B64(p), B64(q)(ii), B66 and B67of IFRS 3 Business Combinations. Equivalent disclosures are included in the consolidated financial statements of Investec plc in which the entity is consolidated;
- the requirements of paragraph 33 (c) of IFRS 5 Non current Assets Held for Sale and Discontinued Operations:
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of: (i) paragraph 79(a) (iv) of IAS 1, (ii) paragraph 73(e) of IAS 16 Property Plant and Equipment (iii) paragraph 118 (e) of IAS 38 Intangibles Assets, (iv) paragraphs 76 and 79(d) of IAS 40 Investment Property and (v) paragraph 50 of IAS 41 Agriculture;
- the requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 40A to 40D ,111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member; and
- the requirements of paragraphs 130(f)(ii) and 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

Where required, equivalent disclosures are given in the group accounts of Investec plc. The group accounts of Investec plc are available to the public and can be obtained as set out below.

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Investec Group (UK) Limited is a wholly owned subsidiary of Investec 1 Limited which is a wholly owned subsidiary of Investec plc and the results of Investec Group (UK) Limited are included in the consolidated financial statements of Investec plc which are available from 2 Gresham Street, London, EC2V 7QP.

1.2 Going concern

On the basis of current financial projections the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and accordingly the going concern basis is adopted in the preparation of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

1 Accounting policies

(Continued)

1.3 Investments in associates and subsidiaries

Interests in subsidiary and associated undertakings are stated at cost less any impairment in value.

1.4 Fair value measurement

IFRS 13 establishes a single source of guidance for all fair value measurements. IFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under IFRS when fair value is required or permitted. The company is exempt under FRS 101 from the disclosure requirements of IFRS 13. There was no impact on the company from the adoption of IFRS 13.

1.5 Financial assets

Financial assets are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets are classified into specified categories. The classification depends on the nature and purpose of the financial assets and is determined at the time of recognition.

Financial assets are initially measured at fair value plus transaction costs, other than those classified as fair value through profit and loss, which are measured at fair value.

Available-for-sale financial assets

Available-for-sale financial assets are those which are designated as such or do not qualify to be classified as designated at fair value through profit or loss, held-to-maturity, or loans and receivables. They include strategically held equity instruments that are not interests in associated undertakings, joint ventures or subsidiaries of the group. Further, certain debt instruments that are held at fair value due to being quoted on an active market, which are neither actively traded nor held-to-maturity instruments, are classified as available-for-sale financial assets.

Financial assets classified as available-for-sale are measured at fair value with unrealised gains and losses recognised directly in other comprehensive income in the available-for-sale reserve. When the asset is disposed of, the cumulative gain or loss previously recognised in other comprehensive income is recognised in the income statement. Interest earned while holding available-for-sale financial assets is reported as interest income using the effective interest rate. Dividends earned while holding available-for-sale financial assets are recognised in the income statement when the right of payment has been established.

If an available-for-sale instrument is determined to be impaired, the respective cumulative unrealised losses previously recognised in other comprehensive income are included in the income statement in the period in which the impairment is identified. Impairments on available-for-sale equity instruments are not reversed once recognised in the income statement.

If, in a subsequent period, the fair value of a debt instrument classified as available-for- sale increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in the income statement, the impairment loss is reversed, limited to the impairment value previously recognised in the income statement.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

1 Accounting policies

(Continued)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and exclude the following:

- Those in which the group intends to trade in, which are classified as held-for-trading and those that the group designates as fair value through profit and loss.
- · Those that the group designate as available for sale.
- Those for which the group may not recover substantially all of its initial investment, other than because of credit deterioration, which is accounted for as available-for-sale instruments.

Subsequent to initial recognition, loans and receivables are measured at amortised cost, using the effective interest method, less impairment losses. The effective interest rate represents that rate that exactly discounts future projected cash flows through the expected life of the financial instrument, to the net carrying amount of the financial instrument. Included in the effective calculation of the effective interest rate is any discount or premium on acquisition and fees that are an integral part of the effective interest rate.

Losses arising from impairment of such investments are recognised in the income statement line "impairment losses on loans and advances".

Interest on impaired financial assets is recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

Impairment of amounts due from group undertakings held at amortised cost

Amounts due from group undertakings carried at amortised cost are impaired if there is objective evidence that the company will not receive cash flows according to the inter-company agreement. Amounts due from group undertakings are assessed for objective evidence of impairment at least at each balance sheet reporting date. The test for impairment is based on the specific amount due from the group undertaking and the impairment is credited against the carrying value of the amount due. The impairment is calculated as the difference between the carrying value of the asset and the expected cash flows discounted at the effective interest rate.

1.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

Current tax is provided on the amount expected to be payable on taxable profit at rates that are enacted or substantively enacted and applicable to the relevant period.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

1 Accounting policies

(Continued)

Deferred tax

Deferred taxation is provided using the balance sheet method on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base, except where such temporary differences arise from:

- The initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction has no effect on the income statement or taxable profit.
- In respect of temporary timing differences associated with the investments in subsidiaries or interests in associated undertakings, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets or liabilities are measured using the tax rates that have been enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deferred tax asset can be utilised.

Items recognised directly in other comprehensive income are net of related current and deferred taxation.

1.7 Provisions

Where the company has a lease regarded as an onerous lease, it is the policy to provide against the present obligation of all expected future cash flows arising from the lease.

1.8 Employee benefits

The company accounts for its contributions to the Guinness Mahon Pension Scheme ("the scheme") on a defined contribution basis. All the company's contributions are charged to the income statement as and when they are incurred, and are included under administration expenses.

2 Directors' Emoluments

The directors were employed and remunerated as directors of Investec plc and its subsidiaries (the "Group") in respect of their services to the Group as a whole and their remuneration has been paid by other Group companies. It is estimated that the remuneration for their services to the Company in the year totalled £10,500, (2016: £12,000).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

3	Loss for the year	2017 £'000s	2016 £'000s
	Loss for the year is stated after charging/(crediting):		
	Pension contribution	4,236	4,316

The company was the principal employer in a pension scheme which is a non-contributory defined benefit scheme and the assets of which are held in separate trustee administered funds. Employees from various Investec plc undertakings participate in this scheme and the company is unable to identify its share of the underlying assets and liabilities in the scheme on a consistent and reasonable basis. The company has accounted for this scheme on a defined contribution basis. The scheme is closed to new entrants and accrual of service ceased on 31 March 2002. The company's share of contributions to the scheme in the year ended 31 March 2017 totalled £4.236m (2016 - £4.316m).

The financial statements of Investec plc, the company's ultimate parent company, disclose the actuarial valuation of the scheme under IAS 19 at 31 March 2017. This was performed by a qualified, independent actuary. The valuation showed a deficit in the scheme of £4,529,000 (2016 - surplus of £41,776,000). This surplus and the major assumptions used have been recognised and disclosed in the financial statements of Investec plc.

The contributions made by the company are paid in accordance with the agreement between the Investec group and the pension trustees after the latest triennial funding valuation, carried out at March 2015. The existence of an accounting deficit or surplus under IAS 19 thus does not change the contributions required to be paid by the company.

4 Auditor's remuneration

The analysis of auditor's remuneration is as follows:

The analysis of additor's remuneration is as follows.	2017 £'000s	2016 £'000s
Fees payable to the company's auditors for the audit of the company's		
annual accounts	9	9

The auditor's remuneration has been borne by another group company.

5 Employees

The company has no employees (2016: nil).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

Income tax expense		
	Continuing o	perations
	2017	2016
	£'000s	£'000s
Corporation tax	•	
Current year	78	(897)
·	=	
The charge for the year can be reconciled to the loss per the pr	ofit and loss account as follows:	
	2017	2016
	£'000s	£'000s
Loss before taxation on continued operations	(4,294)	(4,485)
Loss on ordinary activities before taxation multiplied by standard	d rate of UK	
corporation tax of 20.00% (2016 - 20.00%)	(859)	(897)
Transfer pricing adjustments	937	-
Tax charge for the year	78	(897)

The Finance Act 2015 reduced the main rate of corporation tax to 19% with effect from 1 April 2017. On 16 March 2016, the Chancellor of the Exchequer announced a further reduction of the corporation tax rate to 17% effective from 1 April 2020.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

			2017 £'000s	2016 £'000s
Investment	s in subsidiaries		81,801 ————	81,801
Movemen	ts in fixed asset investments			
		Shares in	Other	Total
	•	group	Investments	•
		undertakings £'000s	£'000s	£'000s
Cost or va	aluation	2000		20000
At 1 April 2	2016	81,801	22	81,823
At 31 Marc	ch 2017	81,801	22	81,823
Impairme	nt			
At 1 April 2		-	(22)	(22
At 31 Marc	ch 2017		(22)	(22
, n o . m o .				
Carrying a	amount			
At 31 Marc	ch 2017	81,801	<u> </u>	81,801
2016				
Cost or va				
At 1 April 2		85,075	22	85,097
Disposals		(3,274)		(3,274
At 31 Marc	th 2016	81,801 ———	22	81,823
Impairme	nt		·	
At 1 April 2	015	-	(22)	(22
At 31 Marc	th 2016	-	(22)	(22
Carrying a	amount			
A104 **	L 0040	04.004		04.001
At 31 Marc	n 2016	81,801 ———		81,801

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

8	Debtors		
		2017	2016
		£'000s	£'000s
	Other receivables	. 80	80
	Amount due from parent undertaking	435,251	438,736
	Amounts due from subsidiary undertakings	873	1,854
	Amounts due from fellow group undertakings	57	57
		436,261	440,727
			=====

The amounts receivable from the immediate parent undertaking and fellow group undertakings currently bear no interest and are repayable on demand at the request of the company.

9 **Creditors**

·	Due within one year	
	2017	2016
	£'000s	£'000s
Amounts due to fellow group undertakings	75,333	75,333
Accruals	27	27
•		
	75,360	75,360

The amounts payable to fellow group undertakings currently bear no interest and are repayable on demand at request of the lender.

10

Provisions for liabilities		
•	2017	2016
	£'000s	£'000s
	181	275
		
		£'000s
At 1 April 2016		275
Additional provisions in the year		50
Utilisation of provision		(144)
At 31 March 2017		181

The provision has been made in respect of the estimated liability for operating leases relating to a leasehold property no longer in use in the Investec Group.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

11	Share capital	2017 £'000s	2016 £'000s
	Ordinary share capital		
	Authorised		
	5,000,000,000 Ordinary shares of 10p each	500,000	500,000
			
	Issued and fully paid		
	3,916,285,477 Ordinary shares of 10p each	391,629	391,629
	Authorised		
	15,000,000 Convertible Redeemable Participating Non-Cumulative		
	Preference Share of £1 each	15,000	15,000

12 Operating lease commitments

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Land and bui	Land and buildings	
	2017 £'000s	2016 £'000s	
Within one year Between one and five years	225	75 225	
	225	300	
			

13 Events after the reporting date

The directors confirm that there were no significant events occurring after the balance sheet date to the date of this report that would meet the criteria to be disclosed in the financial statements for the year end 31 March 2017.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

14 Subsidiaries

Details of the company's subsidiaries at 31 March 2017 are as follows:

	Country of incorporation (or residence)	Nature of business	Proportion of ownership interest (%)
Guinness Mahon Holdings Limited *	England and Wales	Investment holding	100.00%
Guinness Mahon Group Limited *	England and Wales	Investment holding	100.00%
Guinnness Mahon Group Services Limited	England and Wales	Investment holding	100.00%
Guinness Mahon Pension Fund Trustees	England and Wales	Pension fund trustee	
Limited	_		100.00%

^{*}Directly held subsidiary of Investec Group (UK) Limited

All holdings are in ordinary shares.

15 Risk management

As a wholly-owned subsidiary on Investec plc, the company falls under the Investec plc Group's Risk Management Framework which is set out in the combined Investec plc and Investec Limited 2017 financial statements, Risk Management and Corporate Governance report. The company's principal activity is that of an investment holding company. The company's investment in its subsidiaries has been funded by equity and borrowings from fellow group companies.

16 Ultimate parent undertaking

The company's ultimate parent and controlling party is Invested plc, a company incorporated in the United Kingdom and registered in England and Wales. The consolidated financial statements of Invested plc are available to the public and may be obtained from Invested plc at 2 Gresham Street, London, EC2V 7QP.