GALMARLEY LIMITED

TRADING AS BULLIONVAULT.COM

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
COMPANY REGISTRATION NUMBER: 04943684

FOR THE YEAR ENDED 31 OCTOBER 2023

Company Registration Number 04943684

GALMARLEY LIMITED

TRADING AS BULLIONVAULT.COM

FINANCIAL STATEMENTS

31 OCTOBER 2023

ArmstrongWatson®

Accountants, Business & Financial Advisers

GALMARLEY LIMITED

COMPANY INFORMATION

Directors	P G Tustain T Levene R P Glynne
Company secretary	J Prytula
Registered number	04943684
Registered office	7th Floor 3 Shortlands London W6 8DA
Independent auditor	Armstrong Watson Audit Limited Chartered Accountants & Statutory Auditors Third Floor 10 South Parade Leeds West Yorkshire LS1 5QS

GALMARLEY LIMITED

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GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 31 OCTOBER 2023

The directors present their strategic report for the year ended 31 October 2023.

Business review

2023 results

By the year end BullionVault had 106,526 users (2022: 103,589). In this, the seventeenth full year of trading bullion, sales amounted to £288m (2022 : £357m). The decrease is substantially due to an accounting technicality. Where we act as counterparty to a client's trade it increases our turnover by the full trade consideration. Where we act as introducer – putting buyer and seller in touch via the BullionVault order board – only our commission gets counted as turnover. Yet both are similar in terms of net revenue to the company. Because of this technicality even quite dramatic changes to reported sales may in reality have little or no impact on profits.

Profits before tax rose to £13.0m (2022: £8.4m). This good result (our best ever) in a generally unspectacular year for bullion reflects the ever-improving structure of our business, as revenues gravitate to custody – a source of income which is more stable than transaction volume related revenue (e.g. commission).

Custody and fees were up 3% at £8.7m (£8.4m in 2022) while commission was down 5% at £3.5m (£3.7m in 2022).

As 2023 saw the UK end a prolonged zero interest rate environment interest receipts grew very strongly +42.2% at £4.8m (£111k in 2022).

Costs remain well controlled and the company's accounting policies remain cautious.

User comments about us on independent sites remain strongly positive, which is a credit particularly to the quality of our personal style of customer service as well as to the exceptionally low prices at which we offer bullion and storage. Our ranking on Trustpilot – the leader of the independent review sites remains 'Excellent'.

A big thank you is appropriate to all our staff whose diligent and careful work is responsible for so much positive comment about both our customer service and our systems efficiency..

Gold

The gold price rose during the year, from £45,760 (Oct 2022) to £52,510 (Oct 2023). Reflecting our modest (80 – 90kg) long term gold net inventory position this impacted profits positively, contributing a profit of approximately £570,000 (2022 profit £210,000).

As at 31 Oct 2023 we were looking after 47.0 tonnes of gold for clients (2022 : 47.7 tonnes).

Silver

In Sterling terms Silver prices rose from £537.2/kg (2022) to £604.4/kg (2023).

As at 31 Oct 2023 we were looking after 1,243.8 tonnes (2022 : 1,267.4 tonnes).

Platinum

As at October 2023 we were storing 2.35 tonnes compared to 2.21 tonnes (2022).

We again extend our warm thanks to the World Platinum Investment Council for their assistance in marketing platinum throughout the year.

Palladium

As at October 2023 we were storing 0.43 tonnes of palladium compared to 0.15 tonnes (2022).

Headcount

During the year under review our staff headcount remained steady at 36 (2022 : 36).

Financial strength

The company has again made a cash transfer to reserves and at the year end our balance sheet is at its strongest ever.

The year end total for shareholders' funds was £46.32 million (2022 : £41.29m) which sum is mostly held in immediately marketable bullion, or in cash held at call. Since the balance sheet date shareholders funds will have been depleted by the 2023 dividend payment of approximately £7.2m (2022: £5.1m).

Exchange Rate Effect

As we maintain our balance sheet in Sterling we tend to post higher profits when Sterling (our reporting currency) depreciates, because this tends to cause our modest amount of unhedged bullion and foreign currency inventory balances to be revalued higher in Sterling terms.

Conversely, we post lower profits when Sterling climbs, as this causes our unhedged inventory to be valued lower in Sterling terms.

From a shareholder's perspective we would – paradoxically – prefer strong Sterling, as this increases our worldwide (bullion) purchasing power without generating taxable profits. By contrast, falling sterling means we pay taxes on "profits" which are in fact losses in our worldwide (bullion) purchasing power.

This year Sterling rose from 1.15 to 1.21. Our unhedged, non-Sterling inventory is worth approximately £8m, so Sterling's strength contributed an apparent loss across our entire portfolio of bullion and currency of approximately 6%, or £417,000.

Current market position and trading

BullionVault remains by a wide margin the leading supplier of main-market bullion to the UK retail customer and is a significant player on the world stage. We continue to trade satisfactorily across all bullion products and all regions.

Key performance indicators

Among many data which the executive directors monitor on a near daily basis – and formally at regular full board meetings - key performance indicators include trading commission, account funding, total vaulted client property and a range of trading and other running costs.

Results and dividends

A dividend of £20.00 per £1 ordinary share was paid in January 2024. The dividend paid in January 2023 was £14.12 per share.

Principal risks and uncertainties

The principal risks uncertainties facing the group have been disclosed within the Directors Report (see page 8).

Statement by the directors in performance of their statutory duties in accordance with section 172 of the Companies Act 2006

The directors acknowledge and understand their duties and responsibilities, including that of section 172, of the Companies Act 2006. A director of a company must act in the way he or she considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

- the likely consequences of any decision in the long term,
- the interest of the company's employees,
- the need to foster the company's business relationships with suppliers, customers and others,
- the impact of the company's operations on the community and the environment,
- the desirability of the company maintaining a reputation for high standards of business conduct, and
- the need to act fairly as between members of the company

The board recognises that the long term success of the business is dependent on the way we interact with a large number of important stakeholders including our colleagues, clients and shareholders.

The directors have had regard to the interest of our stakeholders while complying with their obligations to promote the ongoing success of the business in line with the section 172 of the Companies Act.

Ahead of all board meetings the directors are supplied with board papers that highlight relevant stakeholder considerations along with performance metrics.

The board's decision making considers both risk and reward in the pursuit of delivering long term value to our stakeholders and acknowledging and understanding the current and potential risks to the business, both financial and non-financial, are fundamental to how we manage the business.

The directors, both individually and collectively as a board consider the decisions taken during the year ended 31 October 2023 were in conformance of their duty under section 172 of the Companies Act.

This report was approved by the board and signed on its behalf.

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P G Tustain
Director

Date: 28th March 2024

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 OCTOBER 2023

The directors present their report and the financial statements for the year ended 31 October 2023.

Directors' responsibilities statement

The directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated 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 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 Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments 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;
- 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 transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to 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.

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

Principal activity

The principal activity of the group in the year under review was that of providing an online platform for the trading of bullion.

The principal activity of the company continued to be that of enabling its customers to buy and sell high integrity gold, silver and platinum bullion, via the Internet, and arranging the custody of this bullion in professional vaults in London, New York, Singapore, Toronto and Zurich. The company delivers its service through the BullionVault.com website.

Results and dividends

The profit for the year, after taxation, amounted to £10,083 (2022 - £6,808).

A dividend of £20.00 per £1 ordinary share was paid in January 2024. The dividend paid in January 2023 was £14.12 per share.

Directors

The directors who served during the year were:

P Tustain
T Levene
R P Glynne

Financial risk management and objectives

The key objective in using financial transactions is the maintenance of a float of bullion and currency in order that the company's bullion trading computer programs have sufficient access to funds and bullion to be able to trade and settle trades on the BullionVault order board, where the rules require instantaneous settlement. This means any bullion sold on the order board by the company must already belong to the company, and have been released into the vault before being sold, and any money used to bid for bullion must already be at the company's bank, and be capable of being immediately credited to the seller in cleared funds.

So, more specifically, the objectives of our financial transactions are:-

1. To ensure an immediately available inventory of US Dollars, Euros, Yen and Pounds Sterling, cleared in bank accounts, while not unduly exposing the company to currency risk.

2. To ensure an immediately available inventory of bullion vaulted in London, New York, Singapore, Toronto and Zurich, while not unduly exposing the company to risks of dramatic bullion price movements.

Policies

To meet these objectives the company engages in two main styles of financial transaction giving rise to material risk.

1. **Gold, silver, platinum and palladium bullion trades**. These are executed with reputable LBMA member bullion dealers. The company currently has accounts with one bullion dealing bank two commodities trading houses, and one refiner. All are members of the London Bullion Market Association. The company buys bullion from them usually for settlement within 24 or 48 hours and is required to pay before receipt of bullion, on the day settlement is due. Making that payment prior to delivery exposes the company to a potential counterparty default, which, while it is the main financial risk of dealing with them, is considered well controlled and modest. An additional risk arises with these counterparties, which is the depositing of cash margin with them in order to retain the ability to trade quickly, and in size, when market conditions require it.

2. **Trades giving rise to a long position in bullion or a foreign currency.** Given that the company has net shareholders' funds amounting to approximately £46.33m this has to be held somehow. Leaving it all in sterling (or hedging positions to create a uniquely sterling based risk profile) eliminates any risk of nominal sterling profits or losses arising from rises or falls in the prices of currency and bullion. However that policy would run the risk of a slide in sterling's value significantly impairing the company's ability to buy bullion and FX. In order to mitigate to some degree the risk of such a slide in sterling from impacting the business the company elects to maintain material positions in both bullion and foreign currency. Currently these do not exceed 50% of shareholders' funds. Holding assets which are not sterling gives rise to the possibility of both profits and losses, when, at the end of the year, the holding is presented at its then market value.

There is no material risk regarding the spot and forward currency transactions which the company also undertakes as position hedges, as in these the amount owed (in one currency) is in value terms owing (in another) and both amounts are open with the same counterparty and/or settle at the same time.

The company is not at material risk from customer default because customers can only purchase bullion with cleared money already received by the company. Similarly customers can only sell bullion already in the custody of the company.

Greenhouse gas emissions, energy consumption and energy efficiency action

The Group has not disclosed information in respect of greenhouse gas emissions, energy consumption and energy efficiency action as its energy consumption in the United Kingdom for the year is 40,000kWh or lower.

Exposure to particular risks

Bullion Supplier default

Before explaining the nature of this risk it is important to point out that this risks only the company's money. Neither client money nor client bullion is exposed.

In our view the default of a market counterparty is a meaningful financial risk. Although we always pay on the day settlement is due we could conceivably pay a counterparty in the morning for the afternoon delivery of bullion, which might not proceed if the counterparty were to fail after receiving our money, and before delivering us our bullion.

In addition the margin left with that counterparty might be lost. The combination of the two might be as much as £5m.

There is no 100% safe counterparty.

Our counterparties for bullion trades are all LBMA member firms. We have more than one supplier so that we can avoid an undue concentration of counterparty risk. As far as we can we arrange our purchases to prevent too much being settled on one day with one counterparty.

We try to keep settlements below £4m and we are successful in more than 95% of cases. This does not reduce the risk of a default by a bullion counterparty, but does somewhat reduce its consequence.

We would favour suppliers who segregate money upon receipt, and hold it segregated until we receive delivery of our bullion. But our major suppliers do not segregate our money upon receipt, which means they do not have to finance our purchase for one or two hours with their own funds. This benefits them in lower costs, and benefits us in their more competitive pricing.

This raises a question of judgment which the board keeps under review. We must weigh the risk of default against the higher pricing which goes with a segregated service. Over a number of years we have been confident enough in our counterparties to prioritise price over segregation, and now we may look at the decision as having been successful, in so far as the benefits to our business probably would now outweigh the costs of a single failure. But far better is to avoid the cost of a failure. We have now resolved to formalise a review of our counterparties via their credit rating – where available – and to moderate both margin balances and transaction sizes accordingly.

Reporting currency risk

There is an ongoing risk of Sterling inflation. The government's responses to the financial crisis of 2008/9 and Covid-19, together with the historical record of the financial experience of jurisdictions which have allowed government debt to exceed 100% of GDP, cause us to identify the risk of severe Sterling depreciation.

We believe this risk is increasingly material, and it places us and all other businesses in a difficult dilemma.

Again I stress this is a risk for the shareholders' funds and not for clients – except to the extent that they hold their own money on deposit through us in Sterling rather than bullion, which is a decision for them.

As with any UK business we report in Sterling. Via hedging we manage our bullion and FX positions so as to leave them, at £8m net, relatively small in comparison to our balance sheet of £46m. This means about £38m of our shareholders funds are automatically exposed to fluctuations in the international purchasing power of Sterling.

A prolonged or dramatic fall in the value of Sterling would lose our shareholders a great deal of purchasing power. It would also limit our ability to buy bullion in our normal course of business, and it would reduce our

balance sheet worth expressed - for example - in dollars. In global terms we would be losing money.
But during such an inflation of our host currency we would not be report losses. Instead, the unhedged part of our balance sheet (£8m) would generate profits on which we would be taxed even as our global purchasing power evaporated.

A mitigating aspect of this risk is that it would probably be good for the trading revenues of our business. We would be likely to be trading fast and profitably in such an environment. But whether it would be fast enough to make up the losses on accumulated reserves from 17 years of profitable trading is another matter.

In the meantime the discretion of your directors to move shareholders out of Sterling and into another asset via reduced hedging is the responsibility they must accept, without any real hope that it is a discretion which could be exercised with any precision. Fast inflating currency environments are notoriously difficult to trade through

Bank failure

Our major UK bank was cautiously rebuilding itself in the period from 2009 to 2020. There is wide agreement that by the beginning of 2020 it was in a much stronger financial position than it was in October 2009, at the peak of that year's financial crisis.

Then through 2020-22 Covid-19 placed an additional load on its commercial borrowers, and thence on the bank itself.

Together these events make it difficult to see the future of large banks very clearly.

Such news as there is on these delicate matters suggests that the major British banks are secure by virtue of their overall economic importance, if less so for their financial soundness.

Aside from client funds – which should be at least partially protected by deposit protection schemes – we estimate that we have approximately £19m of company exposure to a default by our bank. This greatly exceeds the maximum threshold of deposit protection, and would represent a very large hit to our balance sheet if it were compromised.

The government's current position is that firms such as ours are sophisticated enough to manage such a risk. Policy has shifted – at least nominally – so that instead of automatically rescuing a failing bank with taxpayers' money, business money, such as our company's, would likely now be 'bailed-in' to an unknown extent if there were a bank failure. Policy now has the effect of focusing the cost of a bank's failure on companies like ours, which is sobering.

Your board is uncomfortably aware of this. In 2022 we were in regular contact with the bank throughout the year, seeking a balancing of our considerable exposure to them – an unusual circumstance for a bank to find itself in. Unfortunately we had no success in getting our bank's management to engage with or understand the nature of the exposure, or what is needed to mitigate it.

Communications with variously well connected people in the City of London are at least a little comforting, and in some respects consistent with what we see and read in the Treasury's actions. That is to say – broadly – if it is not a problem to print £400 billion for government's economy-supporting purposes during a pandemic it should be expected that whatever 10s of £billions might be needed to save our larger UK banks would be printed too – to avoid the inevitable crunch of a major bank failure. But this is an inadequate way to manage the risk and we know it.

We continue to seek practical solutions to this thorny problem, even though we recognise that few people regard it as within the responsibility of conventional company management.

Market risk

The company is exposed to movements in the gold price. It maintains an unhedged net gold inventory of approximately 80kg which is allowed to float up and down by a maximum of about 14kg before being corrected by a market trade.

We also keep approximately $2.5m in US$.

We do not seek to hedge these balances entirely out of market risk. At current prices a long of 94kg undergoing a two percent price fall in gold - which would be a sharp one day move - costs the company about £98,000 in inventory losses, which is easily absorbed by our financial strength. If the $ position currently maintained were to incur a 2% fall it would result, similarly, in a loss of about £40,000, again an inconsequentially small impact on P&L.

Neither the gold nor US$ positions, nor the smaller € or silver positions are considered a material risk.

Liquidity risk

The company operates in bullion and currency markets both of which are among the deepest capital markets in the world. There is minimal risk of these markets becoming illiquid in normal circumstances. Gold has had by far the best long term record of deep and liquid markets of any financial asset in history.

All customers have direct daily access to the London Bullion Market - the biggest bullion market in the world. In any marketplace nothing can guarantee a determined seller access to a willing buyer. However by providing direct dealing access to all our customers, and direct access to the London Bullion Market, the risk of a failure of liquidity is in our opinion as low as it can reasonably be.

Cash flow risk

The company has no current material risk in terms of cash flow. The company has sufficient liquid assets to meet all expenses at the current level for more than 7 years - even in the absence of any revenue whatsoever.

In the meantime, given the high reliability of ongoing and substantial storage revenue, our ability to pay the cost of running our business exclusively from reserves and ongoing storage revenues extends to at least 15 years.

The company's assets are almost entirely held in currency and bullion which are both highly liquid, so excepting supplier or bank default there is no realistic danger of not being able to raise any cash required in the short and medium term.

Very few businesses could demonstrate this ability to pay all their running costs into the far future.

Other financial risks

The most material other financial risk to the business is fraud. In the course of normal business we pay large sums by bank wire to our customers' original funding bank account. We regard every substantial payment as having a potential for serious loss. Nevertheless, we must pay our customers quickly and efficiently when they demand it. We maintain tight control of our procedures in this regard, and our record is good.

Data breach risk

Data breach (hacking) is a material risk, in different ways to both customers and shareholders. Our measures against it are under regular review involving the chairman, the CEO and the CTO, who have regular meetings at which no issues except data security are discussed. These meetings are not casual procedure, as our board and our management team regard this particular risk as the single largest threat to the ongoing health of our company.

We are forced by law to hold information which is personal to customers (for example, details about their identity). Offering, as we do, an on-line service there is no practical alternative to holding this information in a modern digital information system, which will be connected to the outside world. Computer data by its nature has the general ability – once accessed – to be copied and transmitted at exceptional speed. This reality underlies the very real nature of the risk, were unauthorised access to data to occur.

Unfortunately, even given our significant expertise in this area, we have to recognise that modern systems are so complicated, and the threats against them so sophisticated, that it is inevitable that there will be gaps in any organisation's collective knowledge about particular data breach threats. Accordingly, in addition to doing our utmost to keep data secure, we try to minimise potential consequences of a breach by retaining only such private customer information as is absolutely necessary. As a matter of policy we do not – for example – gather data and hold the resulting wide-ranging information about customers' finances. We also assert that while a breach of our data security would be extremely serious, and would breach customers' entitlement to privacy it is contained in one very important way. While hacking is capable of moving large sums of money very quickly, physical bullion stored in vaults is not susceptible to it.

Without further disclosing (for obvious reasons) the nature of the extensive measures we take, we assert that if a breach were to occur it will not be the result of board-level complacency. There is no area of our business which attracts a greater degree of senior management attention.

Other risks

The Directors believe that there are - as in any business - unquantifiable risks relating to, for example, reputation and unpredictable force majeure events. These are a general feature of a modern business environment. A good example of such a risk is Covid. The real world remains more than capable of blindsiding all of us.

Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Matters covered in the strategic report

Certain information is not shown in the Directors Report because it is shown in the Group Strategic Report on pages 1-5 instead under s414C(11). The Group Strategic Report includes a business review, significant events in the year, information on the group's key performance indicators and future developments.

Disclosure of information to auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditor is unaware of.

Post balance sheet event

A dividend of £20.00 per £1 ordinary share was paid in January 2024.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2023

Appointment of auditors

Under section 487(2) of the Companies Act 2006, Armstrong Watson Audit Limited will be deemed to have been reappointed as auditor 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 and signed on its behalf.

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P G Tustain
Director

Date: 28th March 2024

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GALMARLEY LIMITED

Opinion

We have audited the financial statements of Galmarley Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 October 2023, which comprise the Consolidated Statement of comprehensive income, the Consolidated and Company Statements of financial position, the Consolidated and Company Statement of changes in equity, the Consolidated Statement of cash flows and the related notes, 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, including Financial Reporting Standard 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 state of the Group's and of the parent Company's affairs as at 31 October 2023 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. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditor's Report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion 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 Group 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 Group Strategic Report and the Directors' Report 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 Group Strategic Report or the 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 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 4, 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.

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 Group financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of laws and regulations that affect the Group and Company, focusing on those that had a direct effect on the financial statements or that had a fundamental effect on its operations. Key laws and regulations that we identified included the UK Companies Act, tax legislation, anti-money laundering regulations, and occupational health and employment legislation.

- We enquired of the directors, reviewed correspondence with HMRC and reviewed directors meeting minutes for evidence of non-compliance with relevant laws and regulations. We also reviewed controls the directors have in place to ensure compliance.

- We gained an understanding of the controls that the directors have in place to prevent and detect fraud. We enquired of the directors about any incidences of fraud that had taken place during the accounting period.

- The risk of fraud and non-compliance with laws and regulations and fraud was discussed within the audit team and tests were planned and performed to address these risks. We identified the potential for fraud in the following areas: revenue recognition.

- We reviewed financial statements disclosures and tested to supporting documentation to assess compliance with relevant laws and regulations discussed above.

- We enquired of the directors and third-party advisors about actual and potential litigation and claims.

- We performed analytical procedures to identify any unusual or unexpected relationships that might indicate risks of material misstatement due to fraud.

- In addressing the risk of fraud due to management override of internal controls we tested the appropriateness of journal entries and assessed whether the judgements made in making accounting estimates were indicative of a potential bias.

Due to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing fraud or non-compliance with laws and regulations and cannot be expected to detect all fraud and non-compliance with laws and regulations.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GALMARLEY LIMITED (CONTINUED)

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.

Martin Johnston (Senior Statutory Auditor)
for and on behalf of Armstrong Watson Audit Limited
Chartered Accountants & Statutory Auditor
Leeds
Date: 28h March 2024

GALMARLEY LIMITED

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 OCTOBER 2023

	Note	2023 £000	2022 £000
Turnover		**288,113**	356,744
Cost of sales		**(274,802)**	(343,673)
Gross profit		**13,311**	13,071
Administrative expenses		**(5,075)**	(4,673)
Other operating income		**107**	132
Operating profit	5	**8,343**	8,530
Interest receivable and similar income	9	**5,224**	228
Interest payable and similar expenses	10	**(544)**	(394)
Profit before taxation		**13,023**	8,364
Tax on profit	11	**(2,940)**	(1,556)
Profit for the financial year		**10,083**	6,808
Profit for the year attributable to:			
Owners of the parent Company		**10,083**	6,808
		10,083	6,808

There were no recognised gains and losses for 2023 or 2022 other than those included in the consolidated statement of comprehensive income.

There was no other comprehensive income for 2023 (2022:£000NIL).

The notes on pages 22 to 46 form part of these financial statements.

GALMARLEY LIMITED
REGISTERED NUMBER: 04943684

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 OCTOBER 2023

	Note		2023 £000		2022 £000
Fixed assets					
Intangible Assets	12		**14**		13
Tangible assets	13		**24**		36
			38		49
Current assets					
Stocks		**38,361**		26,294	
Debtors: amounts falling due within one year	16	**43,061**		25,081	
Cash at bank and in hand	17	**19,714**		26,187	
		101,136		77,562	
Creditors: amounts falling due within one year	18	**(50,148)**		(32,213)	
Net current assets			**50,988**		45,349
Total assets less current liabilities			**51,026**		45,398
Creditors: amounts falling due after more than one year			**(4,703)**		(4,104)
Net assets			**46,323**		41,294
Capital and reserves					
Called up share capital			**360**		360
Share premium account			**8,532**		8,514
Capital redemption reserve			**4**		4
Profit and loss account			**37,427**		32,416
Equity attributable to owners of the parent Company			**46,323**		41,294
			46,323		41,294

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

P G Tustain
Director

Date: 28th March 2024

The notes on pages 22 to 46 form part of these financial statements.

GALMARLEY LIMITED
REGISTERED NUMBER: 04943684

COMPANY STATEMENT OF FINANCIAL POSITION AS AT 31 OCTOBER 2023

	Note		2023 £000		2022 £000
Fixed assets					
Intangible assets	12		**14**		13
Tangible assets	13		**24**		36
Investments	15		**-**		-
			38		49
Current assets					
Stocks	14	**38,361**		26,294	
Debtors: amounts falling due within one year	16	**43,138**		25,317	
Cash at bank and in hand	17	**19,636**		26,048	
		101,135		77,659	
Creditors: amounts falling due within one year	18	**(50,546)**		(32,442)	
Net current assets			**50,589**		45,217
Total assets less current liabilities			**50,627**		45,266
Creditors: amounts falling due after more than one year			**(4,703)**		(4,104)
Net assets			**45,924**		41,162
Capital and reserves					
Called up share capital			**360**		360
Share premium account			**8,532**		8,514
Capital redemption reserve			**4**		4
Profit and loss account brought forward		**32,284**		30,151	
Profit for the year		**9,816**		6,805	
Other changes in the profit and loss account		**(5,072)**		(4,672)	
Profit and loss account carried forward			**37,028**		32,284
			45,924		41,162

**COMPANY STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 OCTOBER 2023**

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

....

P G Tustain
Director

Date: 28th March 2024

The notes on pages 22 to 46 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2023

	Called up share capital £000	Share premium account £000	Capital redemption reserve £000	Profit and loss account £000	Equity attributable to owners of parent Company £000	Total equity £000
At 1 November 2021	360	8,504	4	30,280	39,148	39,148
Comprehensive income for the year						
Profit for the year	-	-	-	6,808	6,808	6,808
Total comprehensive income for the year	-	-	-	6,808	6,808	6,808
Dividends	-	-	-	(4,682)	(4,682)	(4,682)
Shares issued during the year	-	10	-	-	10	10
Share based payment transactions	-	-	-	10	10	10
Total transactions with owners	-	10	-	(4,672)	(4,662)	(4,662)
At 1 November 2022	360	8,514	4	32,416	41,294	41,294
Comprehensive income for the year						
Profit for the year	-	-	-	10,083	10,083	10,083
Total comprehensive income for the year	-	-	-	10,083	10,083	10,083
Contributions by and distributions to owners						
Dividends	-	-	-	(5,090)	(5,090)	(5,090)
Shares issued during the year	-	18	-	-	18	18
Share based payment transactions	-	-	-	18	18	18
Total transactions with owners	-	18	-	(5,072)	(5,054)	(5,054)
At 31 October 2023	360	8,532	4	37,427	46,323	46,323

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2023

	Called up share capital £000	Share premium account £000	Capital redemption reserve £000	Profit and loss account £000	Total equity £000
At 1 November 2021	**360**	**8,504**	**4**	**30,151**	**39,019**
Comprehensive income for the year					
Profit for the year	-	-	-	6,805	6,805
Contributions by and distributions to owners					
Dividends	-	-	-	(4,682)	(4,682)
Shares issued during the year	-	10	-	-	10
Share based payment transactions	-	-	-	10	10
Total transactions with owners	-	10	-	(4,672)	(4,662)
At 1 November 2022	**360**	**8,514**	**4**	**32,284**	**41,162**
Comprehensive income for the year					
Profit for the year	-	-	-	9,816	9,816
Contributions by and distributions to owners					
Dividends	-	-	-	(5,090)	(5,090)
Shares issued during the year	-	18	-	-	18
Share based payment transactions	-	-	-	18	18
Total transactions with owners	-	18	-	(5,072)	(5,054)
At 31 October 2023	**360**	**8,532**	**4**	**37,028**	**45,924**

GALMARLEY LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 OCTOBER 2023

	2023 £000	2022 £000
Cash flows from operating activities		
Profit for the financial year	**10,083**	6,808
Adjustments for:		
Amortisation of intangible assets	**1**	1
Depreciation of tangible assets	**23**	23
Interest paid	**544**	394
Interest received	**(5,224)**	(118)
Taxation charge	**2,940**	1,556
(Increase) in stocks	**(12,067)**	(2,184)
(Increase)/decrease in debtors	**(14,322)**	18,079
Increase/(decrease) in creditors	**17,198**	(17,233)
Corporation tax (paid)	**(3,736)**	(1,138)
Bullion loans revalued	**(908)**	(529)
Net cash generated from operating activities	**(5,468)**	5,659
Cash flows from investing activities		
Purchase of tangible fixed assets	**(12)**	(21)
Interest received	**5,224**	118
Net cash from investing activities	**5,212**	97
Cash flows from financing activities		
Repayment of loans	**(601)**	(406)
Dividends paid	**(5,090)**	(4,682)
Interest paid	**(544)**	(394)
Shares issued in the year	**18**	10
Net cash used in financing activities	**(6,217)**	(5,472)
Net (decrease)/increase in cash and cash equivalents	**(6,473)**	284
Cash and cash equivalents at beginning of year	**26,187**	25,903
Cash and cash equivalents at the end of year	**19,714**	26,187
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**19,714**	26,187
	19,714	26,187

1. General information

The company is a private company limited by share capital, incorporated in England and Wales. The company operates from its registered address, 7th Floor, 3 Shortlands, London, W6 8DA, United Kingdom.

The financial statements are prepared in sterling (£'000's). The financial statements are for the year ended 31 October 2023.

The principal activity of the group in the year under review was that of providing an online platform for the trading of bullion.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

These financial statements are presented in Sterling (£).

The company is a qualifying entity for the purposes of FRS102 and has elected to take the exemption under paragraph 1.12(b) of FRS102 not to present a company cash flow statement.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

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 for the year for the Company can be seen on page 18.

The following principal accounting policies have been applied:

2.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

2. Accounting policies (continued)

2.3 Basis of consolidation

The consolidated financial statements consolidate the financial statements of the company and its subsidiary undertakings drawn up to 31 October 2023.

A subsidiary is an entity controlled by the company. Control is achieved where the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the effective date of acquisition or up to the effective date of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the group.

The purchase method of accounting is used to account for business combinations that result in the acquisition of subsidiaries by the group. The cost of a business combination is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the business combination. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Any excess of the cost of the business combination over the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities recognised is recorded as goodwill.

Inter-company transactions, balances and unrealised gains on transactions between the company and its subsidiaries, which are related parties, are eliminated in full.

Intra-group losses are also eliminated but may indicate an impairment that requires recognition in the consolidated financial statements.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group. Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the group's equity therein. Non-controlling interests consist of the amount of those interests at the date of the original business combination and the non-controlling shareholder's share of changes in equity since the date of the combination.

2.4 Turnover recognition

Turnover represents amounts receivable for the sale of bullion and related services as part of a composite supply of services to customers and includes interest earned on client accounts.

Turnover for the sale of bullion is recognised at the point of settlement and ancillary services when provided. Interest is recognised on an accruals basis.

2.5 Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

2. Accounting policies (continued)

2.6 Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

2.7 Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at historical cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

2.8 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value and specifically does not include bullion.

2.9 Debtors

Other debtors largely consist of unsettled client fees and client trades not yet due for settlement (maximum two days).

Main market bullion settlements and foreign exchange trades are expected to settle within the normal market cycle of two days.

Main market bullion settlements can be either normal market transactions due for settlement within 48 hours or forward trades acting to hedge the inventory which by their nature are outstanding for longer periods. All main market bullion settlements are valued with reference to the LBMA daily price.

2.10 Inventories

Stocks consist of gold, silver, platinum and palladium bullion held by the group.

Gold, silver, platinum and palladium bullion stocks are valued with reference to the LBMA daily price as determined by the London Bullion Market Association at the balance sheet date. Changes in the valuation of stocks are recorded in the consolidated statement of comprehensive income.

This policy is in line with FRS 102 section 13.3 as the company operates in an active market where sale can be achieved at published prices, and inventories are a store of readily realisable value. The directors consider the policy of valuing stocks at net realisable market value to be necessary to show a true and fair view and wholly consistent with the operation of the group's business.

2. Accounting policies (continued)

2.11 Creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. No trade creditors are for a period long enough to consider amortisation.

Main market bullion settlements and foreign exchange trades are expected to settle within the normal market cycle of two days.

Main market bullion settlements can be either normal market transactions due for settlement within 48 hours or forward trades acting to hedge the inventory which by their nature are outstanding for longer periods. All main market bullion settlements are valued with reference to the LBMA daily price.

Other loans are loans denominated in bullion. These amounts are repayable in bullion and the liability is valued at each reporting date with reference to the LBMA daily price.

2.12 Borrowings

The other borrowings shown in note 20 are denominated in bullion and are initially recorded at fair value.

They are subsequently measured at fair value, with the movement through the consolidated statement of comprehensive income. The interest expense is recognised on an accruals basis for the interest due for the reporting period and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

2.13 Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

2.14 Reserves

Called up share capital represents the nominal value of shares that have been issued.

Share premium account includes any premiums received on the issue of share capital. Transaction costs associated with the issuing of shares are deducted from the share premium.

Profit and loss account includes all current and prior period profits and losses.

2.15 Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared.

2. Accounting policies (continued)

2.16 Defined contribution pension obligation

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 consolidated statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the group in independently administered funds.

2.17 Share based payments

The group operates an equity-settled, share-based compensation plan, under which the entity receives services from employees as consideration for equity instruments (options) of the entity. The fair value of the employee services received is measured by reference to the estimated fair value at the grant date of equity instruments granted and is recognised as an expense over the vesting period. The estimated fair value of the option granted is calculated using the Black Scholes option pricing model. The total amount expensed is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

2.18 Client accounts

The group operates separately designated client accounts in each currency on the trading platform in which the group trades. Customers are only able to purchase bullion once the group has received cleared money· and this money is paid to and held in the separately designated financial accounts. As these amounts are held within designated client accounts and beneficial entitlement is retained by the customers, these cash balances are not included in the balance sheet of the group.

2.19 Operating premises leasing

Rentals payable under operating leases are charged in the consolidated statement of comprehensive income on a straight line basis over the lease term.

2. Accounting policies (continued)

2.20 Taxation

Tax is recognised in profit or loss except that a charge 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 reporting 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.

2.21 Intangible assets

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is held in the currency of the acquired entity and revalued to the closing rate at each reporting period date.

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation 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.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is provided on the following bases:

Other intangible assets	-	10 % Straight line
Goodwill	-	10 % Straight line

2. Accounting policies (continued)

2.22 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the Group 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:

Short leasehold improvements	- over the life of the lease
Fixtures, fittings and equipment	- 3 years
Plant and machinery	- 15 years

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 in profit or loss.

2.23 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

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

2.24 Financial instruments

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 Consolidated Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

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 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. Accounting policies (continued)

2.24 Financial instruments (continued)

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of these financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses.

Judgments and estimates are continually evaluated and are based on historical experiences and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The group and company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

There no key sources of estimation uncertainty in applying accounting policies in the financial statements.

4. Turnover

The group's income is derived from its activities of enabling its customers to buy and sell gold, silver, platinum via the Internet and arranging the custody of the gold, silver and platinum owned by its customers which is considered by the directors to be a single global market.

	2023 £000	2022 £000
Sale of goods	**275,871**	344,551
Commission and fee income	**12,242**	12,193
	288,113	356,744

5. Operating profit

The operating profit is stated after charging:

	2023 £000	2022 £000
Contributions to defined benefit pension schemes	**114**	109
Operating lease rentals	**148**	148
Depreciation expense	**23**	23
Amortisation expense	**1**	1

6. Auditor's remuneration

During the year, the Group obtained the following services from the Company's auditor and its associates:

	2023 **£000**	2022 £000
Fees payable to the group's auditor and its associates for the audit of the group's annual financial statements	**36**	33
Audit of the financial statements of the subsidiaries of the company pursuant to legislation	**13**	12

Fees payable to the Company's auditor and its associates in connection with the Group's pension scheme(s) in respect of:		
Taxation compliance services	**8**	7
All other services	**6**	5

7. Staff costs

The aggregate staff costs (including directors' remuneration) were as follows:

	2023 £000	2022 £000
Wages and salaries	**3,098**	2,790
Social security costs	**294**	225
Pension costs, defined contribution scheme	**112**	109
Share-based payment expenses	**18**	10
	3,522	3,134

The average number of persons employed by the group (including directors) during the year, analysed by category was as follows:

	2023 £000	2022 £000
Development and support staff	**32**	32
Directors	**4**	4
	36	36

8. Directors' remuneration

	2023 £000	2022 £000
Directors' emoluments	**588**	598
Company contributions to defined pension schemes	**3**	3
	591	601

During the year the number of directors who were receiving benefits and share incentives was 3 (2022: 3).

The highest paid director received remuneration of £243,000 (2022: £378,940). During the year the highest paid director received or was entitled to receive shares under a long term incentive scheme.

9. Interest receivable

	2023 £000	2022 £000
Other interest receivable	**5,224**	228
	5,224	228

10. Interest payable and similar expenses

	2023 £000	2022 £000
Other loan interest payable	**544**	394
	544	394

11. Taxation

	2023 £000	2022 £000
Corporation tax		
Current tax on profits for the year	**2,940**	1,556
	2,940	1,556
Total current tax	**2,940**	1,556
Deferred tax		
Total deferred tax	**-**	-
Taxation on profit on ordinary activities	**2,940**	1,556

11. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2022 - higher than) the standard rate of corporation tax in the UK of 25% (2022 - 19%). The differences are explained below:

	2023	2022
	£000	£000
Profit on ordinary activities before tax	**13,023**	8,215
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2022 - 19%)	**3,256**	1,561
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	**5**	-
Capital allowances for year in excess of depreciation	**-**	2
Changes in rate of taxation	**(323)**	-
Other timing differences leading to an increase (decrease) in taxation	**-**	(7)
Movement in deferred taxation not recognised	**2**	-
Total tax charge for the year	**2,940**	1,556

Factors that may affect future tax charges

An increase in the UK corporate tax from 19% to 25% was announced in the 2021 budget, this is scheduled to take effect from April 2023. The rate for small profits under £50,000 will remain at 19%, and there will be taper relief for businesses with profits between £50,000 and £250,000.

12. Intangible assets

Group

	Patents £	Goodwill £	Total £
Cost			
At 1 November 2022	**20**	**177**	**197**
At 31 October 2023	**20**	**177**	**197**
Amortisation			
At 1 November 2022	**5**	**177**	**182**
Charge for the year on owned assets	**1**	**-**	**1**
At 31 October 2023	**6**	**177**	**183**
Net book value			
At 31 October 2023	**14**	**-**	**14**
At 31 October 2022	14	-	14

12. Intangible assets (continued)

Company

	Patents £
Cost	
At 1 November 2022	**20**
At 31 October 2023	**20**
Amortisation	
At 1 November 2022	**5**
Charge for the year	**1**
At 31 October 2023	**6**
Net book value	
At 31 October 2023	**14**
At 31 October 2022	14

13. Tangible fixed assets

Group

	Short-term leasehold property £000	Fixtures and fittings £000	Total £000
Cost or valuation			
At 1 November 2022	50	100	150
Additions	-	12	12
At 31 October 2023	50	112	162
Depreciation			
At 1 November 2022	37	77	114
Charge for the year on owned assets	10	14	24
At 31 October 2023	47	91	138
Net book value			
At 31 October 2023	3	21	24
At 31 October 2022	13	23	36

13. Tangible fixed assets (continued)

Company

	Short-term leasehold property £000	Fixtures and fittings £000	Total £000
Cost or valuation			
At 1 November 2022	50	100	150
Additions	-	12	12
At 31 October 2023	50	112	162
Depreciation			
At 1 November 2022	37	77	114
Charge for the year on owned assets	10	14	24
At 31 October 2023	47	91	138
Net book value			
At 31 October 2023	3	21	24
At 31 October 2022	13	23	36

14. Stock

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Gold bullion	22,849	15,248	22,849	15,248
Silver bullion	12,728	8,624	12,728	8,624
Platinum bullion	1,878	1,884	1,878	1,884
Palladium bullion	906	539	906	539
	38,361	26,295	38,361	26,295

15. Fixed asset investments

Company

	Other fixed asset investments £
Net book value	
At 31 October 2023	-
At 31 October 2022	-

Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held 2023	2022
Subsidiary Undertakings				
Bullionvault Limited	England	Ordinary	100%	100%
Bullionvault Clients Limited	England	Ordinary	100%	100%

Subsidiary undertakings

Bullionvault Limited
The principal activity of Bullionvault Limited is providing administrative services to the group.

Profit/(Loss) for the year ended 31 October 2023 - £NIL
Aggregate of share capital and reserves at 31 October 2023 - £121,620

BullionVault Clients Limited
The principal activity of Bullionvault Clients Limited is holding of client assets.

Profit/(Loss) for the year ended 31 October 2023 - £269,385
Aggregate of share capital and reserves at 31 October 2023 - £276,894

16. Debtors

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Trade debtors	8	48	8	48
Amounts owed by group undertakings	-	-	-	241
Other debtors	2,606	725	2,684	721
Main market bullion settlements*	33,910	20,724	33,910	20,724
Prepayments and accrued income	95	98	94	97
Foreign exchange trades*	6,335	3,443	6,335	3,443
Unsettled client trades receivable**	107	43	107	43
	43,061	25,081	43,138	25,317

* Generally, these amounts are settled within 48 hours

** Open trades where clients' funds have already been received and are held in trust pending settlement.

17. Cash and cash equivalents

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Cash at bank and in hand	19,714	26,187	19,636	26,048
	19,714	26,187	19,636	26,048

18. Creditors: Amounts falling due within one year

	Group 2023 £000	Group 2022 £000	**Company 2023 £000**	Company 2022 £000
Main market bullion settlements*	**33,889**	20,513	**33,889**	20,513
Loans and borrowings	**7,083**	6,173	**7,083**	6,173
Unsettles clients trade payable **	**6,316**	3,234	**6,316**	3,234
Trade creditors	**57**	59	**57**	59
Foreign exchange trades*	**363**	46	**363**	46
Amounts owed to group undertakings	**-**	-	**423**	261
Corporation tax	**-**	720	**-**	720
Other taxation and social security	**96**	152	**96**	152
Other creditors	**724**	4	**724**	2
Accruals and deferred income	**1,620**	1,312	**1,595**	1,282
	50,148	32,213	**50,546**	32,442

* Generally, these amounts are settled within 48 hours

** Open trades where clients' funds have already been received and are held in trust pending settlement.

19. Creditors: Amounts falling due over one year

	Group 2023 £000	Group 2022 £000	**Company 2023 £000**	Company 2022 £000
Loans and borrowings	**4,703**	4,104	**4,703**	4,104
	4,703	4,104	**4,703**	4,104

20. Loans and borrowings

	Group 2023 £000	Group 2022 £000	**Company 2023 £000**	Company 2022 £000
Amounts falling due within one year				
Other borrowings	**7,083**	6,173	**7,083**	6,173
	7,083	6,173	**7,083**	6,173

Other loans include £7,063,000 (2022 : £6,155,000) in respect of loans denominated in gold and £20,000 (2022 : £18,000) loans denominated in silver. These loans are repayable in gold and silver bullion respectively and the liability has been valued at the relevant closing pm fix as determined by the London Bullion Market Association. Interest on gold and silver debts is payable at 1.25%. Redemption of these loans can be made at any time by way of one months notice given by either the group or lender. These loans of bullion are from individuals to the group and there is no impact on the segregation of the bullion owned by BullionVault customers.

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Amounts falling due over one year				
Other borrowings	**4,703**	4,104	**4,703**	4,104
	4,703	4,104	**4,703**	4,104

The loans due in more than one year relate to loans denominated in gold bullion of £4,421,000 (2022 : £3,853,000) and silver bullion of £282,000 (2022 : £251,000). The changes from year to year mainly reflect changes in value and the amount of gold and silver remains constant. During the year 1.55kg of gold was redeemed.

The gold and silver loans have no final maturity date and can only be repaid with the agreement of both parties. It is the intention that these are long term loans to the group. As with gold and silver loans falling due in less than one year, the loans are repayable in gold and silver respectively and liability has been valued at the relevant closing pm fix as determined by the London Bullion Market Association. Interest on these loans is payable at 7% per annum and is computed on the value of gold and silver loans respectively based on the value of gold or silver at 31 March each year.

21. Commitments under operating leases

Minimum lease payments under hire purchase fall due as follows:

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Within one year	**159**	159	**159**	159
Between 1-5 years	**636**	636	**636**	636
Over 5 years	**159**	318	**159**	318
	954	1,113	**954**	1,113

22. Share-based payments

During the year ended 31 October 2013, the company established a government approved Enterprise Management Incentive (EMI) share option scheme:

The option scheme is described below:

Type of arrangement	EMI
Date of grant	1 May 2013
Number granted	9,316
Contractual life	10 years

The directors considered the fair value at the date of grant of each share option granted as required by FRS 20 Share Based Payment, which was in place at the date of grant. Taking into account uncertainty of the various inputs to option pricing models of this and similar companies, the directors considered that the fair value of the share options granted would not lead to a material profit and loss charge being required and accordingly no share based payment charge was made.

	Number of options 2023	Weighted average exercise price 2022 £	Number of options 2022	Weighted average exercise price 2021 £
Outstanding at start of the year	**2,095**	**186**	**2,095**	**186**
Granted	-	-	-	-
Forfeited	-	-	-	-
Exercised	-	-	-	-
Modified	-	-	-	-
Outstanding at end of year	**2,095**	**186**	**2,095**	**186**
Exercisable at end of year	**2,095**	**186**	**2,095**	**186**

During the year ended 31 October 2017 a modification to the scheme occurred with options over 6,335 shares exercisable at £156.36 transferred to the company's new share option schemes.

During the year ended 31 October 2017, the company granted new share options with scheme details set out below.

The fair value of these settled options is estimated at the date of grant using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. The services received are recognised over the expected vesting period.

The expense recognised for equity settled share based payments in respect of employee services received during the year to 31 October 2023 is £NIL (2022 : £10,000).

Share based payments (continued)

	Number of options 2023	**Weighted average price 2023 £**	Number of options 2022	Weighted average price 2022 £
Outstanding at start of the year	**10,016**	**87**	10,081	88
Granted	**-**	**-**	-	-
Forfeited	**-**	**-**	-	-
Exercised	**(225)**	**79**	(65)	156
Outstanding at end of year	**9,791**	**87**	10,016	87
Exercisable at end of year	**8,974**	**88**	9,199	88

The share options were granted on 22 February 2017 and have varying exercise prices and vesting periods with a contractual life of 10 years.

23. Pension commitments

The Group operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the group to the scheme and amounted to £114,186 (2022 : £108,500). The assets of the scheme are held separately from those of the group in an independently administered fund. At the year end there were no amounts due (2022 : £Nil) in relation to unpaid pension scheme contributions.

24. Financial instruments

	Group 2023 £000	Group 2022 £000	**Company 2023 £000**	Company 2022 £000
Financial assets measured at amortised cost				
Cash and cash equivalents	**19,714**	26,187	**19,636**	26,048
Trade debtors	**8**	48	**8**	48
Unsettled client trades receivable	**107**	43	**107**	43
Other debtors	**2,606**	725	**2,684**	721
Prepayments and accrued income	**94**	98	**94**	97
	22,529	27,101	**22,529**	26,957

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Financial liabilities measured at amortised cost				
Unsettled client trades payable	**6,316**	3,234	**6,316**	3,234
Trade creditors	**57**	59	**57**	59
Amounts owed to group undertakings	**-**	-	**424**	261
Corporation tax	**-**	720	**-**	720
Other taxation and social security	**96**	152	**96**	152
Other creditors	**-**	4	**-**	2
Accruals and deferred income	**1,620**	1,312	**1,595**	1,282
	8,089	5,481	**8,488**	5,710

	Group 2023 £000	Group 2022 £000	Company 2023 £000	Company 2022 £000
Financial assets measured at fair value				
Foreign exchange trades	**6,335**	3,443	**6,335**	3,443
Main market bullion settlements	**33,910**	20,724	**33,910**	20,724
	40,245	24,167	**40,245**	24,167

	Group 2023 £000	Group 2022 £000	**Company 2023 £000**	Company 2022 £000
Financial liabilities measured at fair value				
Main market bullion settlements	**33,782**	20,469	**33,782**	20,469
Foreign exchange trades	**6,316**	3,234	**6,316**	3,234
Loans and borrowings	**11,786**	11,031	**11,786**	11,031
	51,884	34,734	**51,884**	34,734

The loans denominated in gold and silver bullion are valued by using the relevant closing pm fix as determined with reference to the London Bullion Market Association. All main market bullion settlements are valued with reference to the LBMA daily price and are expected to settle within the normal market cycle of two days.

Main market trades which are unsettled at the year end are executed with reputable London bullion dealers, all of which are members of the London Bullion Market Association. The company buys bullion from them usually for settlement within 24 or 48 hours and is required to pay before receipt of bullion, on the day settlement is due. Making that payment prior to delivery exposes the company to a potential counterparty default, which is considered to be well controlled and modest. The company is not at material risk from customer default because customers can only purchase bullion with cleared money already received by the company. Similarly customers can only sell bullion already in the custody of the company.

The company enters into forward foreign currency contracts to mitigate the exchange rate risk for certain foreign currency receivables. At 31 October 2023, the outstanding contracts all mature within 2 days (2022 : 2 days) of the year end. The company is committed to sell $1,300,000, JPY 100,000,000, and €5,400,000 and received a fixed sterling amount.

The forward currency contracts are measured at fair value, which is determined using valuation techniques that utilise observable inputs. The key assumptions used in valuing the derivatives are the forward exchange rates for EUR:USD, GBP:JPY, GBP:USD and GBP:EUR. The company has no interest rate derivative financial instruments (2022 : None).

25. Related party transactions

The company has taken advantage of the exemption contained in Section 33 of Financial Reporting Standard 102 'Related Party Disclosures' from disclosing transactions with entities which are part of the group, since 100% of the voting rights in the company are controlled within the group, and the company is included within the group accounts which are publicly available.

Group

Other transactions with directors

The only key management personnel are the directors. The aggregate compensation paid to them is shown in note 8.

During the year the directors made personal purchases of bullion from the company of £Nil and sales of bullion to the company of £Nil which have been settled as normal clients paying in personal funds. At the balance sheet date the amounts due from the directors in regards to these transactions was £Nil.

During the year the company paid dividends totaling £1,907,118 (2022 : £1,755,845) to one of the directors.

During the year the company paid dividends totalling £319,776(2022 : £294,411) to other related parties.

Included within other borrowings are loans of gold and silver to the company to support its trading activities from PG Tustain and his spouse. Interest is paid at 7% per annum based on the valuation of gold or silver at 31 March each year and interest of £272,529 (2022 : £282,271) has been charged to the profit and loss account. These loans have no final maturity date and can only be redeemed with the agreement of the company. At the balance sheet date the company owed PG Tustain and his spouse £ 4,375,580 (2022 : £3,197,280) and £Nil (2022: £469,685) to the pension scheme of PG Tustain.

Included within other borrowings are loans of bullion to the company to support its trading activities from the personal pension scheme of P G Tustain. Interest is paid at 7% per annum based on the valuation of the gold or silver at 31 March each year and interest of £39,834 (2022 : £36,047) has been charged to the profit and loss account. These loans have no final maturity date and can only be redeemed with the agreement of the company.

Company

Summary of transactions with all subsidiaries

The company maintains interest free intercompany accounts with its subsidiaries which are repayable on demand and are primarily used for costs related to IT, operational and financial support provided by the company.

26. Post balance sheet events

A dividend of £20.00 per £1 ordinary share was paid in January 2024.

27. Controlling party

The directors do not believe there to be an ultimate controlling party.

Augmentum Fintech
Augmentum Fintech is the UK's only publicly listed investment company focusing on the fintech sector in the UK and wider Europe. The earlier iteration of the fund (Augmentum Capital) bought a minority shareholding in Galmarley Ltd in June 2010.

Deloitte – Fast 50 Tech
Global auditing and consultancy specialist Deloitte counted London-based BullionVault as the UK's 14th fastest-growing tech business in 2012. BullionVault's 5-year turnover growth of 1261% put it amongst the top 100 tech companies in Europe, the Middle East & Africa.

The London Bullion Market Association
On 1st September 2008 we were elected into the London Bullion Market Association which represents the largest of the world's physical bullion markets.

The LPPM
On 12th January 2017 Galmarley Ltd, trading as BullionVault, was accepted as an Associate Member of the London Platinum & Palladium Market

Queen's Award for Enterprise
In April 2022, BullionVault received a [Queen's Award for International Trade](), the UK's most prestigious business award, adding to its awards from 2009 and 2013 award (the former for Enterprise Innovation). Selected by government, commercial and business advisors, the Awards are conferred by the Queen in consultation with the British prime minister's office and awarded for outstanding achievement in business.

MoneyWeek – Best Gold Broker
MoneyWeek is the UK's best-selling financial magazine. In November 2014, readers voted BullionVault the best gold broker in the first ever MoneyWeek Awards.

Founder & Chairman Paul Tustain receives BullionVault's third Queen's Award for Enterprise, presented by Kevin McGrath, Representative Deputy Lieutenant for the London Borough of Hammersmith & Fulham.