

Preliminary results 2010

28 September 2010

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1. Introduction – Preben Prebensen, Group Chief Executive

- 2. Financial review Jonathan Howell, Group Finance Director
- 3. Business update Preben Prebensen, Group Chief Executive
- 4. Q&A

Introduction



Financial year 2010 highlights

- **Good** performance adjusted operating profit £121.3 million (2009: £113.7 million), up 7%
- Very strong result in Banking
 - Record closing loan book up 23% to £2.9 billion (2009: £2.4 billion)
 - Highest profit contribution to date £79.5 million (2009: £54.0 million)
- Overall good performance from Securities, particularly Winterflood
- Subdued result for Asset Management, impacted by strategic investment
- Maintained total dividend of 39.0p
- Strong capital position
 - **13.9%** tier 1 capital ratio (2009: 14.8%)





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Summary income statement, continuing operations¹

£ million	2010	2009	% change
Adjusted operating income ²	531.7	502.1	6%
Adjusted operating expenses ³	(347.0)	(328.5)	6%
Impairment losses on loans and advances	(63.4)	(59.9)	6%
Adjusted operating profit ⁴	121.3	113.7	7%
Operating margin ⁵	22%	20%	
Expense/income ratio ⁶	66%	68%	

Notes:

1 Results from continuing operations for 2009 excludes the trading result and gain on sale of the Corporate Finance division, the sale of which completed on 1 July 2009

2 Operating income before exceptional items

3 Total operating expenses excluding exceptional expenses, impairment losses on goodwill and amortisation of intangible assets on acquisition

4 Before exceptional items, impairment losses on goodwill and amortisation of intangible assets on acquisition

5 Adjusted operating profit on adjusted operating income, excluding associate income

6 Adjusted operating expenses on adjusted operating income, excluding associate income



Summary income statement, continuing operations (continued)

£ million	2010	2009	% change
Adjusted operating profit	121.3	113.7	7%
Exceptional items and other adjustments			
of which:			
Exceptional items ¹	(15.0)	(6.0)	
Impairment losses on goodwill	(6.5)	(19.0)	
Amortisation of intangible assets on acquisition	(0.5)	(0.4)	
Operating profit before tax	99.3	88.3	12%
Tax	(32.8)	(26.1)	26%
Minority interests	(0.6)	(0.3)	100%
Profit attributable to shareholders	65.9	61.9	6%
Basic EPS (continuing operations)	46.0p	43.6p	6%
Adjusted EPS ² (continuing operations)	61.3p	60.5p	1%
Ordinary dividend per share	39.0p	39.0p	-
Return on opening equity ³	12%	10%	

Notes:

1 Exceptional items in 2010 comprised of impairments on two investments - a seed investment in a European investment fund and a long held equity stake in Plus Markets Group (2009 comprised £6.0 million of restructuring costs)

2 Before exceptional items, impairment losses on goodwill and amortisation of intangible assets on acquisition

3 Adjusted operating profit after tax and minority interests on opening total equity, excluding associate income



Performance by division

Adjusted operating profit (continuing operations)

£ million	2010	2009	% change
Adjusted operating profit	121.3	113.7	7%
Of which:			
Banking	79.5	54.0	47%
Securities	59.3	64.9	(9)%
Asset Management	3.3	12.0	(73)%
Group	(20.8)	(17.2)	21%

- Banking had a very strong performance
 - Loan book at a record high
 - Strong net interest margin and disciplined lending
- Good performance in Securities
 - Improved performance from Winterflood and Seydler
 - Offset by lower contribution from Mako due to exceptional prior year
- Subdued performance in Asset Management
 - Period of transformation with investment spend focused on Private Client initiatives



Summary balance sheet

£ million	31 July 2010	31 July 2009	Change
Assets			<u> </u>
Cash and loans and advances to banks ¹	611.2	198.2	413.0
Settlement balances, long trading positions and loans to money brokers ²	713.3	728.9	(15.6)
Loans and advances to customers	2,912.6	2,364.9	547.7
Non trading debt securities	1,582.1	2,261.3	(679.2)
Intangible assets	107.5	107.6	(0.1)
Other assets	332.9	358.4	(25.5)
Total assets	6,259.6	6,019.3	240.3
Liabilities Settlement balances, short trading positions and			
loans from money brokers	597.8	590.7	7.1
Deposits by banks	48.1	48.0	0.1
Deposits by customers	3,115.5	2,919.6	195.9
Borrowings	1,472.0	1,436.9	35.1
Other liabilities	271.8	326.4	(54.6)
Total liabilities	5,505.2	5,321.6	183.6
Equity	754.4	697.7	56.7
Total liabilities and equity	6,259.6	6,019.3	240.3

Notes:

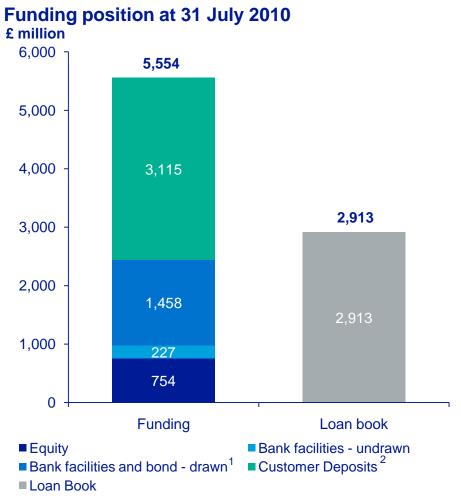
1 Includes £452.7 million (31 July 2009: £1.7 million) cash at central banks

2 Includes £54.1 million (31 July 2009: £37.9 million) of long trading positions in debt securities for the purpose of this summary balance sheet. These are included within "Debt Securities" on the consolidated balance sheet in the group's financial statements

Funding and liquidity



Maintained strong funding position whilst increasing long term flexibility



Notes:

1 Bank facilities exclude £13.7 million (31 July 2009: £27.2 million) of loans and overdrafts included in total borrowings in the group's financial statements

2 Excludes £1.2 million of deposits (31 July 2009: £1.1 million) held within the Securities division

- Maintained strong overall funding position at £5.6 billion, up from £5.4 billion and well above £2.9 billion loan book
 - Facilities and group bond of £1.7 billion with 22 month maturity comfortably exceeding 12 month average maturity of loan book
- Customer deposits increased to £3.1 billion
 and remained resilient
- **Post year end**, additional **£0.9 billion** funding raised, with average maturity of 19 months
 - £310 million syndicated facility with
 2.5 year term
 - £300 million repurchase agreement, average term over 1 year
 - £275 million securitisation

Capital



Strong capital position maintained despite significant loan book growth

£ million	31 July 2010	31 July 2009
Core tier 1 capital	603.3	581.9
Total regulatory capital	683.8	651.6
Risk weighted assets (notional) ¹	4,338.7	3,936.8
Core tier 1 capital ratio	13.9%	14.8%
Total capital ratio	15.8%	16.6%

- Increased tier 1 capital to £603 million, and a strong core tier 1 capital ratio of 13.9%
 - Reduced ratio reflects significant loan book growth
 - Strong capital position providing adequate flexibility
 - No material impact expected from new Basel regime
- RWAs increased £402 million, 10%, as a result of **loan book growth**



Key figures

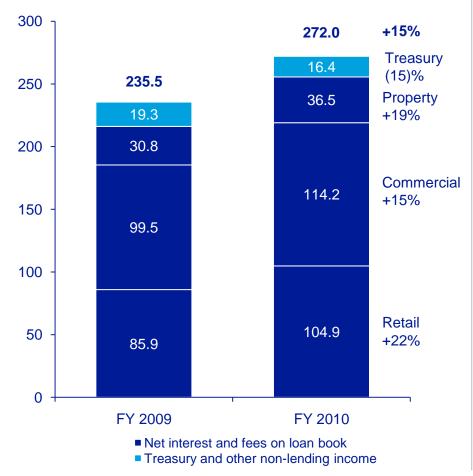
million	2010	2009	% change
djusted operating income	272.0	235.5	15%
djusted operating expenses	(129.1)	(121.6)	6%
pairment losses on loans and advances	(63.4)	(59.9)	6%
ljusted operating profit	79.5	54.0	47%
osing loan book	2,913	2,365	23%
ad debt ratio ¹	2.4%	2.6%	
ey Financial Ratios			
perating margin	29%	23%	
pense/income ratio	47%	52%	
ompensation ratio	26%	28%	
eturn on opening equity	20%	12%	
eturn on net loan book ²	3.0%	2.3%	

Notes:

Impairment losses on average net loans and advances to customers
 Banking division adjusted operating profit before tax on the average net loans and advances to customers
 All KFRs exclude associate income, exceptional items, impairment losses on goodwill and amortisation of intangible assets on acquisition



Adjusted operating income by type £ million

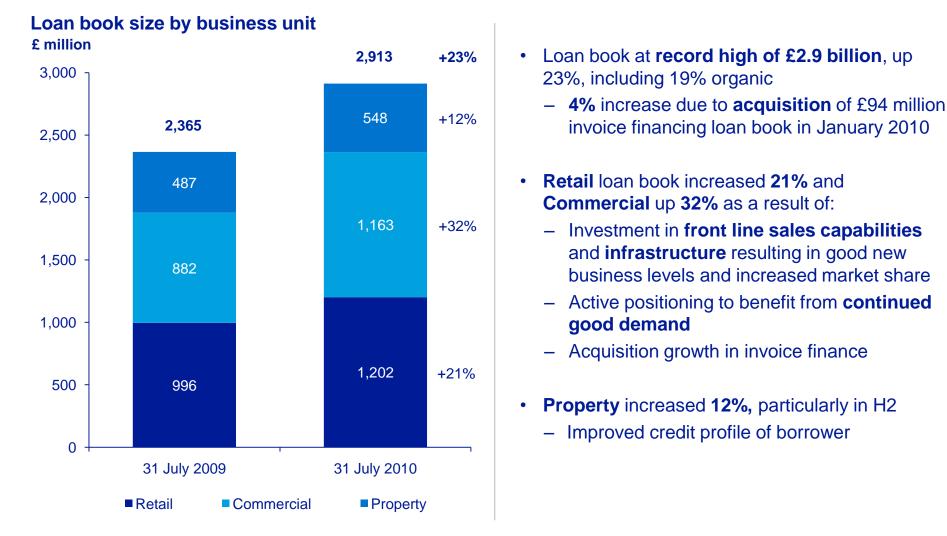


Key metrics

	2010	2009	% change
Net interest and fees on loan book (£ million)	256	216	18%
Average loan book (£ million)	2,639	2,299	15%
Net interest margin ¹	9.7%	9.4%	

- Net interest and fees on loan book of £256 million, up 18% reflecting strong increases in Retail and Property:
 - Increase in **net interest margin** with good demand in Retail
 - Whilst retaining disciplined approach to lending in core markets
- Lower returns on cash and money market assets impacting treasury income

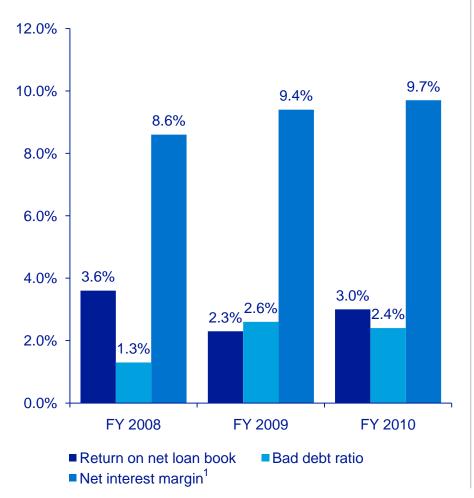








Margin and bad debt analysis



- Reduction in FY 2010 bad debt ratio to 2.4%
 - Shorter term Retail businesses benefited from modest improvement in economic environment
 - Longer term Commercial and Property yet to see material improvement in bad debts
- Reduction in bad debt ratio to 2.4% combined with **net interest margin** increase to **9.7%** resulted in:
 - Improved return on net loan book to 3.0% (FY 2009: 2.3%)

Securities

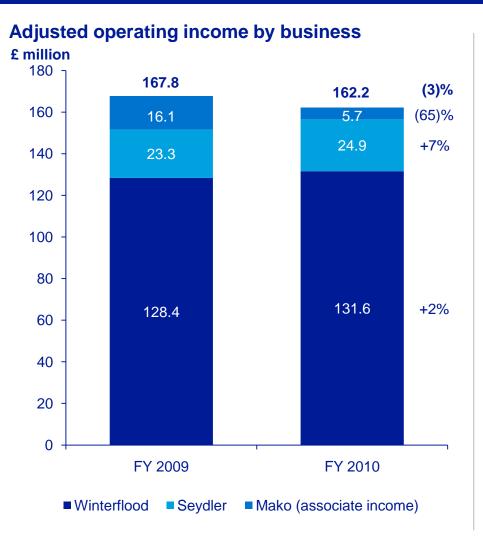


Key figures

£ million	2010	2009	% change
Adjusted operating income	162.2	167.8	(3)%
Adjusted operating expenses	(102.9)	(102.9)	-
Adjusted operating profit	59.3	64.9	(9)%
Of which:			
Winterflood	48.7	47.3	3%
Seydler	4.9	1.5	227%
Mako	5.7	16.1	(65)%
Key Financial Ratios			
Operating margin	34%	32%	
Expense/income ratio	66%	68%	
Compensation ratio	45%	46%	
Return on opening equity	39%	35%	

Securities

Income analysis



Close Brothers

Key metrics

	2010	2009	% change
Winterflood bargains per trading day	47k	42k	10%
Winterflood income per bargain	£11.18	£11.98	(7)%

- Winterflood's good performance reflects
 - 10% increase in average bargains per trading day
 - Reduction in overall market volumes, particularly in H2, leading to lower spreads and reduced income per bargain
 - Consistent trading with only 4 loss days in 252 trading days
- Improved performance at **Seydler**, particularly in **equity sales** and **capital markets**
- Reduced market volumes impacted **Mako's** performance relative to **exceptional prior year**

Asset Management

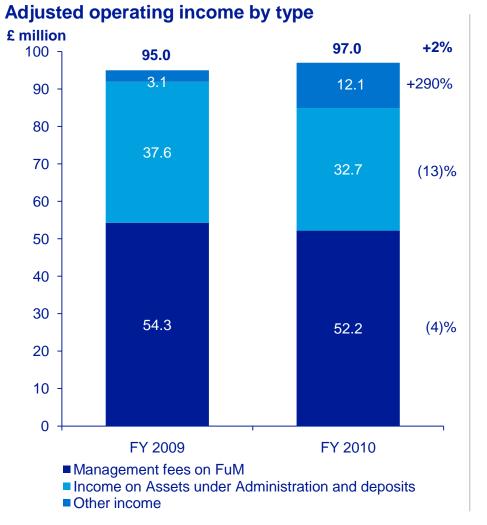


Key figures

£ million	2010	2009	% change
Adjusted operating income	97.0	95.0	2%
Adjusted operating expenses	(93.7)	(83.0)	13%
Adjusted operating profit	3.3	12.0	(73)%
Closing FuM	7,428	6,839	9%
Of which:			
Private Clients	3,871	3,349	16%
Institutional	3,557	3,490	2%
Key Financial Ratios			
Operating margin	3%	13%	
Expense/income ratio	97%	87%	
Compensation ratio	57%	57%	
Return on opening equity	2%	6%	

Asset Management

Income analysis



Key metrics

	2010	2009	ohongo
Average FuM	2010	2009	change
(£ million)	7,133	7,517	(5)%
Revenue margin ¹	73 bps	72 bps	1 bp

- Reduction of 4% in management fees on FuM, despite stable revenue margin, reflecting:
 - 5% lower average FuM at £7.1 billion following deconsolidations in FY 2009
- Income on offshore AuA and deposits affected by reduced margins in **low interest rate** environment
- Other income of £12 million includes one off investment gains of £6 million



Asset Management



Resilient net new funds in Private Client business

Movement in Funds under Management

£ million	Private Clients	Institutional	Total
1 August 2000	3,349	3,490	6,839
1 August 2009	3,349	3,490	0,039
New funds raised	583	507	1,090
Redemptions, realisations and withdrawals	(362)	(739)	(1,101)
Net new funds	221	(232)	(11)
Market movement	301	299	600
31 July 2010	3,871	3,557	7,428
% change	16%	2%	9%
Net new funds % of opening FuM	7%	(7)%	0%
Market movement % of opening FuM	9%	9%	9%
FTSE 100			14%

- **9% increase** in FuM due to market movements
 - Broadly neutral net new funds as good
 Private Client inflows offset by Institutional outflows

Progress since year end

Acquisition of IFA business with over £650 million in client assets, providing South
 West hub to accelerate growth opportunities with established infrastructure





- The group has made a **sound start** to the year
 - Banking division seeing continued good loan book growth
 - The **Securities** division made a more modest start to the year reflecting current market conditions
 - Asset Management likely to deliver a small loss in the year as investment in strategy continues
- Overall, we expect the group to deliver a **satisfactory performance** for the year





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- Focus activities around three divisions Banking, Securities and Asset Management
 - Banking a leader in specialised finance in the UK
 - Securities through Winterflood, a leader in UK market-making
 - Asset Management investing to become a leader in UK wealth and asset management



Banking

- Build on specialised lending position and opportunities in environment
- Streamlined divisional structure
- Strengthened management team
- Developed new products and extending existing lines
 - Retail expand beyond second hand motor market to new car and franchise dealers
 - Commercial expand into larger deals, focus on new sectors including agriculture and clean energy
- Extended branch network in UK
 - Northern Ireland, Scotland and South West



Banking

- Added front line loan origination capacity
 - Commercial around 30 new sales staff
 - Retail increased front line sales by around 30 people
 - Property additional 5 business development staff
- Efficient investment for growth
 - Overall headcount up 11%
 - Expense/income ratio down to 47% (2009: 52%)





- Significant growth in loan book with demonstrable growth in market share
 - Asset share of new business grew from 4% to 6%
 - Invoice **13%** of independent market, up from 8%
 - Motor share of used car independent dealership market increased from **5% to 9%**
 - Premium approaching 5% of overall market, share of independent space very substantial
 - Property leading provider of residential development lending <£5 million



Securities - Winterflood

- **Key driver** of the Securities business
 - Contributed over 80% of divisional profit
- Leading UK market-maker
- Registered in over 3,300 UK securities double nearest competitor
- Model focused on trading and technology
- Market-maker, not a proprietary trader
- Consistent performance
 - Only 4 loss days of 252 trading days in FY 2010



Securities - Winterflood

- Maintain market leadership in core market-making businesses
 - Continue to invest in technology
- **Opportunities to expand** outside non-core business:
 - US build out broker/dealer relationships
 - **Europe** explore market opportunities to capture retail order flow
 - Outsourced dealing and execution services solutions to asset management industry utilising execution capabilities and technology infrastructure



Securities

Seydler

- Well positioned for :
 - Development of Frankfurt floor based trading platform
 - Increased equity and debt capital market activity

Mako

- Continue to have strong position in core derivatives market-making business
 - Well placed when market conditions improve
- Growth in **investment management** through Pelagus

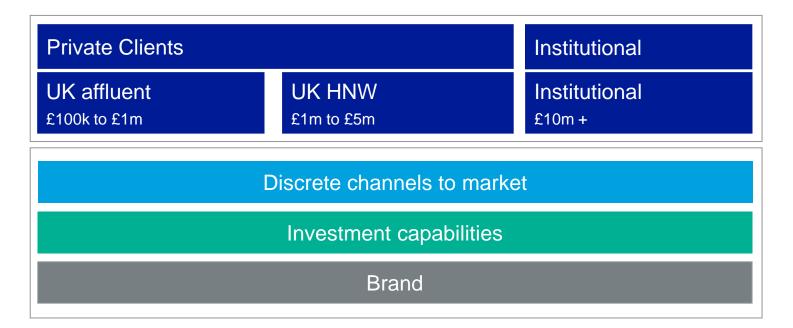




- Subdued financial performance but significant transformation and change
- Assessed capabilites, strengths and existing businesses
- Build on opportunities in **current environment**
 - **Significant change** in the landscape driven by **regulation**
- Undertook research to identify client preferences and opportunities
- Developed clear strategy to achieve leadership in UK wealth and asset management
 - Focus on affluent, high net worth and selective institutional
 - Supported by integrated **investment capabilities**
 - Leverage Close Brothers brand



Asset Management – strategic approach and progress



- Progress on the UK wealth strategy:
 - Defined strategy project team, £860 million collectives launch
 - IFA client acquisitions dedicated team, over £700 million client assets including Chartwell
 - IFA organic sales team in place, importance of collectives

Asset Management – timeline



	2009	2010	2011	2012	2013
UK Private Clients					
Research	_				
Proposition development & infrastructure					
IFA acquisitions					1
Client funds flows					
Institutional					
Proposition development					
Client funds flows					
Investment capability					
Integrate & build expertise					



Conclusion

- **Good** overall result in financial year 2010
- **Banking** performing well, looking to further extend leadership position
- Securities good businesses. Winterflood leader and well positioned as market volumes return
- Asset Management undergoing transformation with clear strategy to build leadership position





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Segmental analysis



Summary income statement

£ million	Banking	Securities	Asset Management	Group	Continuing operations	Discontinued operations	Total
Year ended 31 July 2010							
Adjusted operating income	272.0	162.2	97.0	0.5	531.7	-	531.7
Administrative expenses	(118.3)	(100.9)	(91.9)	(20.6)	(331.7)	-	(331.7)
Depreciation and amortisation	(10.8)	(2.0)	(1.8)	(0.7)	(15.3)	-	(15.3)
Impairment losses on loans and advances	(63.4)	-	_	-	(63.4)	-	(63.4)
Adjusted operating profit/(loss)	79.5	59.3	3.3	(20.8)	121.3	-	121.3
Exceptional items and other adjustments ¹	(0.5)	-	(6.5)	(15.0)	(22.0)		(22.0)
Operating profit/(loss) before tax	79.0	59.3	(3.2)	(35.8)	99.3		99.3
Year ended 31 July 2009							
Adjusted operating income	235.5	167.8	95.0	3.8	502.1	36.3	538.4
Administrative expenses	(112.3)	(100.5)	(80.8)	(20.2)	(313.8)	(37.7)	(351.5)
Depreciation and amortisation	(9.3)	(2.4)	(2.2)	(0.8)	(14.7)	(1.0)	(15.7)
Impairment losses on loans and advances	(59.9)	_	-	-	(59.9)	-	(59.9)
Adjusted operating profit/(loss)	54.0	64.9	12.0	(17.2)	113.7	(2.4)	111.3
Exceptional items and other adjustments ²	(0.4)	(0.9)	(23.4)	(0.7)	(25.4)	12.4	(13.0)
Operating profit/(loss) before tax	53.6	64.0	(11.4)	(17.9)	88.3	10.0	98.3

Notes:

1 Exceptional items and other adjustments in 2010 comprised £15.0 million of impairment on investment assets, £6.5 million impairment losses on goodwill and £0.5 million amortisation of intangible assets on acquisition

2 Exceptional items and other adjustments in 2009 comprised £6.0 million of restructuring costs, £19.0 million impairment losses on goodwill and £0.4 million amortisation of intangible assets on acquisition

Segmental analysis



Summary balance sheet at 31 July 2010

	Asset				
£ million	Banking	Securities	Management	Group ¹	Total
Cash and loans and advances to banks	493.5	26.8	90.4	0.5	611.2
Settlement balances, long trading positions and loans to money brokers ²	-	713.3	-	-	713.3
Loans and advances to customers	2,898.0	-	14.6	-	2,912.6
Non trading debt securities	1,448.1	2.0	132.0	-	1,582.1
Interests in associates	-	73.4	0.3	-	73.7
Intangible assets	29.6	28.7	49.0	0.2	107.5
Other assets	168.3	15.5	52.9	22.5	259.2
Intercompany balances	(475.7)	(27.5)	515.9	(12.7)	-
Total assets	4,561.8	832.2	855.1	10.5	6,259.6
Settlement balances, short trading positions and					
loans from money brokers	-	597.8	-	-	597.8
Deposits by banks	37.8	-	10.3	-	48.1
Deposits by customers	2,469.1	1.2	645.2	-	3,115.5
Borrowings	1,167.8	4.9	1.5	297.8	1,472.0
Other liabilities	148.5	59.9	47.7	15.7	271.8
Intercompany balances	377.7	73.6	17.5	(468.8)	-
Total liabilities	4,200.9	737.4	722.2	(155.3)	5,505.2
Equity	360.9	94.8	132.9	165.8	754.4
Total liabilities and equity	4,561.8	832.2	855.1	10.5	6,259.6

Notes:

1 Consists of the central functions as well as various non trading head office companies and consolidation adjustments

2 Includes £54.1 million of long trading positions in debt securities for the purpose of this summary balance sheet. These are included within "Debt Securities" on the consolidated balance sheet in the group's financial statements

Segmental analysis



Summary balance sheet at 31 July 2009

			Asset			
£ million	Banking	Securities	Management	Group	Total	
Cash and loans and advances to banks	27.9	24.3	145.3	0.7	198.2	
Settlement balances, long trading positions and loans to money brokers ¹	-	728.9	-	-	728.9	
Loans and advances to customers	2,352.6	-	12.3	-	2,364.9	
Non trading debt securities	1,999.5	4.4	257.4	-	2,261.3	
Interests in associates ²	-	71.6	0.3	-	71.9	
Intangible assets	24.4	29.3	53.9	-	107.6	
Other assets	189.1	17.2	56.2	24.0	286.5	
Intercompany balances	(332.6)	(27.6)	379.7	(19.5)	-	
Total assets	4,260.9	848.1	905.1	5.2	6,019.3	
Settlement balances, short trading positions and						
loans from money brokers	-	590.7	-	-	590.7	
Deposits by banks	33.0	-	15.0	-	48.0	
Deposits by customers	2,241.9	1.1	676.6	-	2,919.6	
Borrowings	1,417.6	18.2	1.1	-	1,436.9	
Other liabilities	186.1	69.7	50.0	20.6	326.4	
Intercompany balances	91.6	71.9	21.5	(185.0)	-	
Total liabilities	3,970.2	751.6	764.2	(164.4)	5,321.6	
Equity	290.7	96.5	140.9	169.6	697.7	
Total liabilities and equity	4,260.9	848.1	905.1	5.2	6,019.3	
					,	

Notes:

1 Includes £37.9 million of long trading positions in debt securities for the purpose of this summary balance sheet. These are included within "Debt Securities" on the consolidated balance sheet in the group's financial statements

2 Previously the interest in the group associate Mako had been presented in "Group" for the purposes of the segmental balance sheet. This has been reclassified to "Securities" in line with changes in internal management reporting



Loan book breakdown

£ million	31 July 2010 £ million	31 July 2009 £ million	Change %
Retail	1,201.9	995.4	21%
Premium finance	553.6	455.5	22%
Motor finance ¹	648.3	539.9	20%
Commercial	1,162.9	882.3	32%
Invoice finance ²	262.1	170.3	54%
Asset finance	900.8	712.0	27%
Property	547.8	487.2	12%
Closing loan book	2,912.6	2,364.9	23%

Notes:

1 Includes £82.8 million (31 July 2009: £96.4 million) Close Finance Channel Islands loan book previously shown separately

2 Includes impact of £93.8 million GMAC invoice financing loan book acquired in January 2010



Typical lending statistics by business

	Typical LTV % ¹	Average loan size ²	Typical loan maturity ³
Asset finance	80%	£21.0k	3 yrs
Premium finance	90%	£0.6k	10 mths
Property finance	50-60%	£754.5k	12-18 mths
Motor finance	75%	£4.5k	2-3 yrs
Invoice finance	80%	£222.7k	2-3 mths

Notes: Figures are for illustrative purposes only.

1 Typical LTV on new business. Motor Finance is based on the retail price of the vehicle financed

2 At 31 July 2010

3 Typical loan maturity for new business on a behavioural basis

Group net expenses



Consistent underlying performance

Group central functions

£ million	2010	2009	% change
Adjusted operating income	0.5	3.8	(87%)
Adjusted operating expenses	(21.3)	(21.0)	1%
Adjusted operating loss	(20.8)	(17.2)	21%

- Controlled costs despite investing in central resources
 - FY 2010 adjusted operating expenses of £21.3 million flat on prior year and broadly in line with last 5 years (ave. £23 million)
- FY 2010 adjusted operating loss of £20.8 million
 - Income of £0.5 million reduced due to FX gain in FY 2009
- Transparent reporting of group expenses no central cost allocation
 - Staff costs c. 75%
- Central function critical to existing operations and business growth
 - Include Group Executive, Finance, Audit, Risk, Investor Relations, Legal/Compliance, Human Resources, Corporate Development

Funding maturity profile



Overall funding position remained strong

£ million	Total	<3 months	3-12 months	1-2 years	2-5 years	>5 years
Loans and overdrafts from banks ¹	762	397	215	150	-	-
Promissory notes	219	-	-	-	21	198
Subordinated loan capital	75	-	-	-	30	45
Loans against FRN portfolio	402	-	402	-	-	-
Drawn facilities	1,458	397	617	150	51	243
Undrawn facilities	227	62	50	95	20	-
Deposits by customers ²	3,115	1,570	1,301	186	56	2
Total available funding – 31 July 2010	4,800	2,029	1,968	431	127	245
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Total available funding – 31 July 2009	4,721	1,684	723	1,819	399	96
Movement	79	345	1,245	(1,388)	(272)	149

Notes:

1 Drawn facilities exclude £13.7 million (31 July 2009: £27.2 million) of non-facility overdrafts included in total borrowings in the group's financial statements 2 Excludes £1.2 million (31 July 2009: £1.1 million) of deposits < 12 months held within the Securities division