

**Close Brothers Group plc**

**Country-by-Country Reporting for the year ended 31 July 2018**

The following table is disclosed in accordance with the Capital Requirements (Country-by-Country Reporting) Regulations 2013 for the year ended 31 July 2018:

**AUDITED**

| Country <sup>2</sup>            | Description of Activity | Turnover<br>£m <sup>3</sup> | Profit/Loss before tax<br>£m <sup>4,5</sup> | Tax paid<br>£m <sup>6</sup> | Public subsidies received<br>£m <sup>7</sup> | Average number of full time<br>employees <sup>8</sup> |
|---------------------------------|-------------------------|-----------------------------|---------------------------------------------|-----------------------------|----------------------------------------------|-------------------------------------------------------|
| United Kingdom                  | Financial services      | 754.2                       | 247.2                                       | 64.0                        | -                                            | 3,146                                                 |
| Channel Islands                 | Financial services      | 6.4                         | 2.8                                         | -                           | -                                            | 22                                                    |
| Germany                         | Specialist lending      | 4.2                         | (0.5)                                       | 0.1                         | -                                            | 38                                                    |
| Ireland <sup>9</sup>            | Specialist lending      | 40.9                        | 21.7                                        | 2.7                         | -                                            | 35                                                    |
| Poland <sup>10</sup>            | Specialist lending      | 0.1                         | -                                           | -                           | -                                            | -                                                     |
| <b>Group Total<sup>11</sup></b> |                         | <b>805.8</b>                | <b>271.2</b>                                | <b>66.8</b>                 | <b>-</b>                                     | <b>3,241</b>                                          |

**Notes:**

1. The above was prepared in accordance with the group's Accounting policies detailed in note 1 within the Close Brothers Group plc Annual Report 2018.
2. In accordance with the guidance issued by HM Treasury we have considered the country of incorporation of legal entities and the jurisdiction of residence for branches. A list of the group's subsidiaries including country of incorporation can be found in Note. 30 "Investments in subsidiaries" of the Close Brothers Group plc Annual Report 2018.
3. Operating income from continuing operations per the Close Brothers Group plc Annual Report 2018.
4. Operating profit before tax from continuing operations per the Close Brothers Group plc Annual Report 2018.
5. Profit before tax from continuing and discontinued operations is £268.2m. On 14 September 2018 the group announced the sale of Close Brothers Retail Finance which provides unsecured retail point of sale finance to consumers. Loss before tax from discontinued operations of £3.0m relates to specialist lending in the UK.
6. Cash paid net of any cash refund received.
7. There were no public subsidies, as defined by the regulations, received for the year ended 31 July 2018.
8. Calculated as average number of employees on a monthly full time equivalent basis.
9. No subsidiaries in Ireland, information relates to group's Irish branches.
10. Revenue generated in Poland is from a legacy loan within the Property business.
11. Agreed to the Close Brothers Group plc Annual Report 2018.

# ***Independent auditors' report to the directors of Close Brothers Group plc***

## **Report on the audit of the country-by-country information**

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### **• Opinion**

In our opinion, Close Brothers Group plc's country-by-country information for the year ended 31 July 2018 has been properly prepared, in all material respects, in accordance with the requirements of the Capital Requirements (Country-by-Country Reporting) Regulations 2013.

We have audited the country-by-country information for the year ended 31 July 2018 in the Country-by-Country Reporting.

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### **• Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)"), including ISA (UK) 800 and ISA (UK) 805, and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the country-by-country information section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### *Independence*

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the country-by-country information in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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### **• Basis of preparation**

In forming our opinion on the country-by-country information, which is not modified, we draw attention to note 1 of the country-by-country information which describes the basis of preparation. The country-by-country information is prepared for the directors for the purpose of complying with the requirements of the Capital Requirements (Country-by-Country Reporting) Regulations 2013. The country-by-country information has therefore been prepared in accordance with a special purpose framework and, as a result, the country-by-country information may not be suitable for another purpose.

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### **• Conclusions relating to going concern**

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

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

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

## **Responsibilities for the country-by-country information and the audit**

### *Responsibilities of the directors for the country-by-country information*

The directors are responsible for the preparation of the country-by-country information in accordance with the requirements of the Capital Requirements (Country-by-Country Reporting) Regulations 2013 as explained in the basis of preparation and accounting policies in note 1 to the country-by-country information, and for determining that the basis of preparation and accounting policies are acceptable in the circumstances. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of country-by-country information that is free from material misstatement, whether due to fraud or error.

In preparing the country-by-country information, the directors are responsible for assessing the 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 company or to cease operations, or have no realistic alternative but to do so.

*Auditors' responsibilities for the audit of the country-by-country information*

It is our responsibility to report on whether the country-by-country information has been properly prepared in accordance with the relevant requirements of the Capital Requirements (Country-by-Country Reporting) Regulations 2013.

Our objectives are to obtain reasonable assurance about whether the country-by-country information as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 this country-by-country information.

A further description of our responsibilities for the audit of the country-by-country information is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

*Use of this report*

This report, including the opinion, has been prepared for and only for the company's directors in accordance with the Capital Requirements (Country-by-Country Reporting) Regulations 2013 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come, save where expressly agreed by our prior consent in writing.

The engagement partner responsible for this audit is Mark Hannam.



PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
15 November 2018