

Financial Statements / Report on Remuneration Implementation

This Report is prepared in accordance with Schedule 8 of the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013.

A resolution to approve this Report on Remuneration Implementation will be proposed at the AGM of the Company to be held on 17 December 2020.

Statement from the Chairman

As the Company has no employees and the Board is comprised wholly of non-executive Directors, the Board has not established a separate Remuneration Committee. Directors' remuneration is determined by the Board as a whole, at its discretion within an aggregate ceiling of £200,000 per annum. This limit will be increased to £300,000 per annum if shareholders approve the proposed changes to the Company's Articles of Association at this year's AGM. Each Director abstains from voting on their own individual remuneration.

The Board is satisfied that the changes to the remuneration of the Directors is compliant with the Directors' Remuneration Policy approved by shareholders at the AGM held on 20 December 2019.

There will be no significant change in the way that the approved Remuneration Policy will be implemented in the course of the next financial year.

Directors' Emoluments (audited information)

Directors are only entitled to fees at such rates as are determined by the Board from time to time and in accordance with the Directors' Remuneration Policy as approved by the shareholders.

None of the Directors has any entitlement to pensions or pension-related benefits, medical or life insurance schemes, share options, long-term incentive plans, or performance-related payments. No Director is entitled to any other monetary payment or any assets of the Company. Accordingly the Single Total Figure table below does not include columns for any of these items or their monetary equivalents.

As the Company does not have a Chief Executive Officer or any executive Directors, there are no percentage increases to disclose in respect of their total remuneration, and it has not reported on those aspects of remuneration that relate to executive Directors.

Directors' & Officers' liability insurance is maintained and paid for by the Company on behalf of the Directors.

In line with market practice, the Company has agreed to indemnify the Directors in respect of costs, charges, losses, liabilities, damages and expenses, arising out of any claims or proposed claims made for negligence, default, breach of duty, breach of trust or otherwise, or relating to any application under Section 1157 of the Companies Act 2006, in connection with the performance of their duties as Directors of the Company. The indemnities would also provide financial support from the Company should the level of cover provided by the Directors' & Officers' liability insurance maintained by the Company be exhausted.

Voting at AGM

A binding Ordinary Resolution approving the Directors' Remuneration Policy was approved by shareholders at the AGM held on 20 December 2019 and a non-binding Ordinary Resolution adopting the Directors' Remuneration Implementation Report for the year ended 30 September 2019 was approved by shareholders at the AGM held on 19 December 2019. The votes cast by proxy were as follows:

Remuneration Policy (AGM 2019)

For – % of votes cast	99.74%
Against – % of votes cast	0.15%
At Chairman's discretion – % of votes cast	0.11%
Total votes cast	44,140,907
Number of votes withheld	109,933

Remuneration Implementation Report (AGM 2019)

For – % of votes cast	99.74%
Against – % of votes cast	0.15%
At Chairman's discretion – % of votes cast	0.11%
Total votes cast	44,140,907
Number of votes withheld	112,894

The Directors who served during the year received the following emoluments:

Single Total Figure Table (audited information)

Name of Director	Fees paid (£)		Taxable benefits (£)*		Total (£)	
	2020	2019	2020	2019	2020	2019
Susan Noble	45,000	41,750	–	–	45,000	41,750
Anja Balfour	29,000	27,150	1,810	1,896	30,810	29,046
Steven Bates	–	6,023	–	–	–	6,023
Graham Kitchen	29,000	20,825	–	–	29,000	20,825
Nigel Rich	31,500	29,025	16	–	31,516	29,025
Calum Thomson	34,000	31,850	612	585	34,612	32,435
	168,500	156,623	2,438	2,481	170,938	159,104

* Reimbursement of travel expenses.

Sums Paid to Third Parties (audited information)

None of the fees referred to in the above table were paid to any third party in respect of the services provided by any of the Directors.

Other Benefits

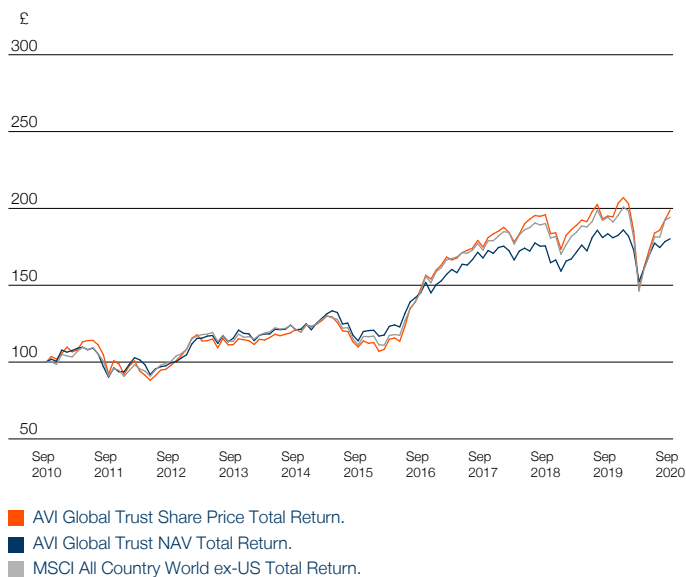
Taxable benefits – Article 117 of the Company's Articles of Association provides that Directors are entitled to be reimbursed for reasonable expenses incurred by them in connection with the performance of their duties and attendance at Board and General Meetings.

Pensions related benefits – Article 118 permits the Company to provide pension or similar benefits for Directors and employees of the Company. However, no pension schemes or other similar arrangements have been established and no Director is entitled to any pension or similar benefits.

Share Price Total Return

The chart below illustrates the total shareholder return for a holding in the Company's shares, as compared to the MSCI All Country World ex-US Index (£ adjusted total return), which the Board has adopted as the measure for both the Company's performance and that of the Investment Manager for the year.

Ten years to 30 September 2020

**Relative Importance of Spend on Pay**

The table below shows the proportion of the Company's income spent on pay.

	2020	2019	Difference
Spend on Directors' fees*	£168,500	£156,623	7.6%
Management fee and other expenses	£7,592,205	£7,759,519	(2.2)%
Distribution to shareholders:			
(a) dividends	£22,293,412	£14,439,319	54.4%
(b) share buyback	£31,072,050	£12,602,699	146.6%

* As the Company has no employees the total spend on remuneration comprises only the Directors' fees.

Note: the items listed in the table above are as required by the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013 ss.20 with the exception of the management fee and other expenses, which has been included because the Directors believe it will help shareholders' understanding of the relative importance of the spend on pay. The figures for this measure are the same as those shown in note 3 to the financial statements.

Statement of Directors' Shareholding and Share Interests (audited information)

Neither the Company's Articles of Association nor the Directors' Letters of Appointment require a Director to own shares in the Company. The interests of the Directors and their connected persons in the equity and debt securities of the Company at 30 September (or date of retirement if earlier or date of appointment, if later) are shown in the table below:

Director	Ordinary Shares	
	2020	2019
Susan Noble	13,665	13,665
Anja Balfour [†]	7,300	7,300
Steven Bates ^{††}	20,000	20,000
Graham Kitchen ^{†††}	9,000*	9,000*
Nigel Rich	18,000**	18,000**
Calum Thomson	8,898	8,898

* Includes 2,500 held by Jane Kitchen.

** Includes 3,000 held by Cynthia Rich.

[†] Appointed 1 January 2018.

^{††} Retired 19 December 2018.

^{†††} Appointed 1 January 2019.

There have been no changes to Directors' interests between 30 September 2020 and the date of this Report.

Annual Statement

On behalf of the Board and in accordance with Part 2 of Schedule 8 of the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013, I confirm that the above Report on Remuneration Implementation summarises, as applicable, for the year to 30 September 2020:

- the major decisions on Directors' remuneration;
- any substantial changes relating to Directors' remuneration made during the year; and
- the context in which the changes occurred and decisions have been taken.

Susan Noble
Chairman

12 November 2020