

Company registration number 01947598 (England and Wales)

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2025

Wilds Ltd
Chartered Accountants and Statutory
Auditors
Lancaster House
70-76 Blackburn Street
Radcliffe
Manchester
M26 2JW

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

COMPANY INFORMATION

Directors	Mr A Staley Mr DG Kiddie Mr RA Goodall Mr D Clarke Mr M Zorza	(Appointed 1 January 2026)
Secretary	Mrs N Burns	
Company number	01947598	
Registered office	Marlborough House 59 Chorley New Road Bolton BL1 4QP	
Auditor	Wilds Ltd Lancaster House 70-76 Blackburn Street Radcliffe Manchester M26 2JW	
Business address	Marlborough House 59 Chorley New Road Bolton BL1 4QP	

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

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MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2025

The directors present the strategic report for the year ended 30 September 2025.

Principal activity

The principal activity of Marlborough Investment Management Limited is the management of discretionary investment portfolios on behalf of companies, trusts, pension funds and private individuals, with the vast majority of business being introduced to the company by professional advisers.

Fair review of the business

Marlborough runs managed investment solutions in both funds and portfolios. Despite difficult trading conditions, Marlborough has seen net inflows into its products and assets under management (AUM), the key driver of revenue, increased over the year. Overall, AUM rose to £4,829m (2024: £4,214m). Growth has predominantly been in managed portfolio solutions (MPS) products and this has helped to offset some of the challenges in the single-strategy space.

Overall, investment management revenues and expenses were relatively flat but interest income was lower this year resulting in profits before tax decreasing to £531,211 compared to a profit before tax of £708,238 in 2024. Within the single strategy funds Marlborough runs, the UK small-cap market has experienced challenging conditions and Marlborough continued to be adversely impacted by outflows from its UK Smaller Companies funds. However, the business has a long track record of success in this area and expects these funds to rebound strongly in more positive market conditions which we have seen tentative signs of post the end of the financial year end. The 12 months to September 2025 saw significant volatility in economic and financial markets which can occur periodically and these episodes may often mark a change in opportunity set. More recently, we are seeing a broader and more diverse appetite by investors, which Marlborough are well placed to capitalise on in the coming period within our single strategy funds. In other sectors, Marlborough European Special Situations was named Best European Small and Mid-Cap Fund over 10 Years in the 2025 LSEG Lipper Fund Awards.

Within multi-asset, the MPS range has performed well both in terms of investment performance and net inflows. Marlborough MPS saw a large increase in AUM from the addition of a number of new clients during the year. We have also introduced a risk-based Multi Asset Funds, which have been used to create the "Dynamic Core" for our MPS proposition, as well as offering an alternative diversified proposition for IFA's to our MPS.

Nathan Sweeney, Chief Investment Officer of Multi-Asset, and Raj Manon, Head of Investments – Multi-Asset, are both included in the Citywire Wealth Manager Top 100, which is their list of the UK's foremost fund selectors. In June, Marlborough earned the title International Fund Management Group of the Year (small/boutique) in the International Adviser Global Financial Services Awards 2025. During the period, Marlborough has continued to invest in the growth of its investment team and further enhancements to its systems and processes.

Marlborough has seen significant inflows into the funds in the Irish-domiciled multi-asset range, which have seen strong performance during the year, with assets under management exceeding £200m during the year, with further growth since year end. Our international multi-asset portfolios earned the title International DFM Fund/Product of the Year for a second consecutive year in the Investment International Awards 2025. We are also highly commended in the Best International Fund Group category, regional winners (Africa) in the Excellence in Client Service (Industry) category and Nathan Sweeney earned the Readers' Award in the Personality of the Year (Industry) category. These latest accolades are another powerful endorsement of the work we are doing to support advisers and their clients through our multi-asset solutions.

Marlborough is now live with its new Personal Portfolio Service, our bespoke Discretionary Fund Management (DFM) proposition for High-Net -Worth clients. We have seen growth in interest from existing and potential customers and this business stream will target accelerated growth in the coming year.

Marlborough has continued to focus on widening distribution, investing in both its distribution and marketing teams. Marlborough's profile in the media is growing, with the investment team providing expert comment on markets on Sky News, in the Financial Times and through other outlets including Reuters and Bloomberg.

The company also continued to invest in the growth of its investment team and further improvements to its systems and processes during the period.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

Principal risks and uncertainties

Growth in assets under management and new fund sales, and hence revenue and profitability, will continue to be significantly influenced by the performance of stock markets. The company's strategy of widening its distribution network and expanding its product range is designed to mitigate this risk.

As in previous years, Marlborough continues to face pressure on margins and escalating costs associated with compliance with new regulatory requirements.

The directors are satisfied with the results and financial position for the year under review. The company's profitability has fallen during a challenging period for active fund management, however, Marlborough remains profitable, continues to invest for growth, and quality of service remains a key differentiator for the business.

Marlborough's capital position has remained strong during the year, with the company holding capital well in excess of its capital adequacy requirement. The company had net assets at the year-end of £9.5m and its liquidity position is strong, with the majority of its net assets being cash and other liquid assets.

The company is committed to achieving service excellence and operating high standards of business conduct and continues to invest so these standards can be maintained as client numbers grow. The directors remain confident that the business employs staff with the appropriate talents to meet its objectives.

Statement by the directors in performance of their statutory duties in accordance with s172(1) Companies Act 2006

The board of directors of Marlborough Investment Management Limited consider that in their decision making they have acted in a way that 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 considered their statutory duties as follows:

- a) The likely consequence of any decision in the long term
- b) The interests of the company's employees
- c) The need to foster the company's business relationships with suppliers, customers and others
- d) The impact of the company's operations on the community and the environment
- e) The desirability of the company maintaining a reputation for high standards of business conduct
- f) The need to act fairly between members of the company.

The following demonstrates how the directors take these factors into consideration in their decision making. The directors monitor the outcome of their strategic decisions through regular board meetings.

The company's activities are not expected to change significantly in the foreseeable future. The focus is on working strategically with existing partners and forming new partnerships to achieve growth in AUM. The directors are focussed on broadening the company's distribution base and offering a more diverse range of products to help to reduce exposure to specific stock markets, which has been identified as a principal risk for the company. The directors are confident that the group employs people with the appropriate talent and experience to meet its objectives, while maintaining the culture of the business. The directors believe strong relationships with stakeholders will enable the business to overcome any economic and other challenges it may face in the year ahead; as well as supporting implementation of applicable mandatory regulation during the period.

The company is committed to maintaining strong, ethical and transparent relationships with both its customers and suppliers. We uphold high ethical standards in our sales processes, including embedding of the FCA's Consumer Duty across the group.

We recognise the importance of fair contract terms and timely payments in maintaining strong relationships with our suppliers. The company adheres to agreed contractual terms and industry best practices, seeking to ensure that suppliers receive payments by the due date.

The company (including at group level) recognises its responsibility to reduce environmental impacts and is committed to playing its part in the global transition to net zero by 2050

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

Building on the foundations already in place, the group continues to strengthen its environmental, social and governance (ESG) framework. To embed sustainability more deeply across our organisation, we have established and embedded a Sustainability Committee. The committee meets at least quarterly and has formalised the group's commitment by drafting a net zero plan, encompassing operational and investment initiatives.

Compliance with mandatory reporting requirements remains a priority, with disclosures made under SECR, ESOS, TCFD and SDR. These reports are prepared by colleagues across the business and supported by external specialists, ensuring transparency and accountability.

Our objective to achieve carbon neutrality through utility contracts is advancing strongly. Currently, over 80% of the group's energy is sourced from a combination of on-site solar installations and renewable supplies backed by the UK Government's Renewable Energy Guarantees of Origin (REGO) scheme. This transition away from traditional contracts is accelerating our journey and by the end of financial year ending 2026, we expect to reach wholly renewable energy sourcing.

We have now embarked on our journey towards ISO 14001 accreditation across our operational activities with staged audits having commenced post-year end. Achieving this standard will formalise and enhance our environmental management systems and demonstrate our commitment to continual improvement.

In line with peers, the large majority of carbon emissions associated with Marlborough come from our investment exposures. While these are out of our direct control, as part of our net zero journey and fiduciary duty of long-term value creation and risk management, we are committed to understanding where our most material exposures lie, managing of risks around these positions, and ultimately reducing our carbon footprint over time.

We have created ESG and responsible investment policies, which outline Marlborough's aims as a responsible investor. We have requested that our single strategy fund managers engage with the companies responsible for the highest emissions intensities in their respective portfolios and within our multi asset funds and portfolios, we have considered ESG initiatives, material exposures and engagement activities with underlying fund managers.

We recognise that sustainability delivers wide ranging benefits. Environmentally, it helps us protect and restore the planet. Economically, it creates opportunities for efficiency and cost savings in areas such as energy use and waste reduction. Socially, it enhances colleague wellbeing and strengthens our contribution to local communities.

We continue to focus on fostering a positive and high performing culture. This year, we conducted an additional employee engagement survey, and our engagement levels have remained strong. Ongoing feedback continues to shape our cultural priorities and ensures we remain a workplace where colleagues feel involved, supported and valued.

In addition, we have successfully onboarded a corporate culture standard for investment companies, further demonstrating our commitment to operating to the highest standards of corporate behaviour. Their frameworks and assessments reinforce our ambition to be an organisation recognised for integrity, responsibility and sound governance — principles that sit at the heart of everything we do.

Our commitment to colleague development has also progressed. We have reviewed and enhanced our CPD processes, giving colleagues greater ownership over their professional development. This is supported by an expanded training library, enabling tailored learning aligned to each colleague's interests and responsibilities. Many colleagues have chosen to pursue further ESG learning, with several completing ESG modules and achieving qualifications through the global professional body CISI (The Chartered Institute for Securities and Investment).

Colleagues are kept informed through regular updates via a dedicated internal Corporate Social Responsibility intranet area, maintained by the Group's Corporate Social Responsibility Forum, ensuring transparency and engagement at every level.

The Board remains committed to the delivery of ESG training for all colleagues, with enhanced sessions designed specifically for focus areas.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

We have continued to strengthen our values-driven culture through the Marlborough Excellence Awards programme. Now in its second year, we have delivered two full cycles of awards, recognising colleagues who have consistently demonstrated our core principles in action. This initiative has not only celebrated outstanding contributions across the group but has also helped embed our values more deeply within everyday behaviours.

Together, these initiatives demonstrate our continued focus on strong governance, cultural investment and responsible business practices, ensuring that sustainability and people development remain integral to the group's long-term success.

On behalf of the board

Mr D Clarke
Director

13 January 2026

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2025

The directors present their annual report and financial statements for the year ended 30 September 2025.

Results and dividends

The results for the year are set out on page 10.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Directors

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

Mr A Staley	
Mr SC Ellis	(Resigned 28 February 2025)
Mr DG Kiddie	
Mr RA Goodall	
Mr D Clarke	
Mr S Macdonald	(Resigned 1 November 2025)
Mr M Zorza	(Appointed 1 January 2026)

Auditor

The auditors Wilds Ltd are deemed to be reappointed under section 487(2) of the Companies Act 2006

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Mr D Clarke

Director

13 January 2026

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 30 SEPTEMBER 2025

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

Opinion

We have audited the financial statements of Marlborough Investment Management Limited (the 'company') for the year ended 30 September 2025 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and notes to the financial statements, including 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 company's affairs as at 30 September 2025 and of its 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 company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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 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.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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, 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 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.

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 financial statements.

The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and addressing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

We obtained an understanding of laws and regulations that affect the 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, licensing regulations and occupational health and employment legislation.

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

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

We gained an understanding of the controls that the directors have in place to prevent and detect fraud. We enquired 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: misappropriation of cash and other assets, remuneration that is linked to results and compliance with debt covenants.

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 over-ride 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.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

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.

Abraham Buchsbaum ACA
Senior Statutory Auditor
For and on behalf of Wilds Ltd

13 January 2026

Chartered Accountants
Statutory Auditor

Lancaster House
70-76 Blackburn Street
Radcliffe
Manchester
M26 2JW

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 SEPTEMBER 2025

	Notes	2025 £	2024 £
Turnover	2	11,282,171	11,348,801
Cost of sales		(1,008,555)	(2,274,569)
Gross profit		10,273,616	9,074,232
Administrative expenses		(10,070,894)	(8,845,786)
Operating profit	3	202,722	228,446
Interest receivable and similar income	6	328,489	479,792
Profit before taxation		531,211	708,238
Tax on profit	7	(254,626)	(196,484)
Profit for the financial year		276,585	511,754

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

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

BALANCE SHEET

AS AT 30 SEPTEMBER 2025

	Notes	2025 £	£	2024 £	£
Fixed assets					
Investments	9		97,872		97,872
Current assets					
Debtors	11	4,353,125		2,932,229	
Cash at bank and in hand		6,907,185		7,544,319	
		11,260,310		10,476,548	
Creditors: amounts falling due within one year	12	(1,906,029)		(1,398,852)	
Net current assets			9,354,281		9,077,696
Net assets			9,452,153		9,175,568
Capital and reserves					
Called up share capital	14	3,185,000		3,185,000	
Profit and loss reserves		6,267,153		5,990,568	
Total equity			9,452,153		9,175,568

These financial statements have been prepared in accordance with the provisions relating to medium-sized companies.

The financial statements were approved by the board of directors and authorised for issue on 13 January 2026 and are signed on its behalf by:

Mr D Clarke
Director

Company registration number 01947598 (England and Wales)

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2025

	Share capital	Profit and loss reserves	Total
	£	£	£
Balance at 1 October 2023	3,185,000	5,478,814	8,663,814
Year ended 30 September 2024:			
Profit and total comprehensive income	-	511,754	511,754
Balance at 30 September 2024	3,185,000	5,990,568	9,175,568
Year ended 30 September 2025:			
Profit and total comprehensive income	-	276,585	276,585
Balance at 30 September 2025	<u>3,185,000</u>	<u>6,267,153</u>	<u>9,452,153</u>

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2025

1 Accounting policies

Company information

Marlborough Investment Management Limited is a private company limited by shares incorporated in England and Wales. The registered office is Marlborough House, 59 Chorley New Road, Bolton, Lancashire, BL1 4QP.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues: Interest income/expense and net gains/losses for financial instruments not measured at fair value; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment': Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

Marlborough Investment Management Limited is a wholly owned subsidiary of Marlborough Group Holdings Limited and the results of Marlborough Investment Management Limited are included in the consolidated financial statements of Marlborough Group Holdings Limited which are available from Companies House, Crown Way, Cardiff.

1.2 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.

1.3 Turnover

Turnover comprises the fair value of the consideration received or receivable for services provided in the normal course of business, and is shown net of VAT and other sales related taxes.

The company recognises revenue when:

The amount of revenue can be reliably measured;
it is probable that future economic benefits will flow to the entity;
and specific criteria have been met for each of the company's activities.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

1 Accounting policies

(Continued)

1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

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

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.5 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.6 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

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

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

1 Accounting policies

(Continued)

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

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 finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2025

1 Accounting policies

(Continued)

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.8 Taxation

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

1.9 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

2 Turnover and other revenue

	2025 £	2024 £
Turnover analysed by class of business		
Income from Managed Funds and Advisory Services	11,282,171	11,348,801

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

2	Turnover and other revenue	(Continued)	
		2025	2024
		£	£
	Turnover analysed by geographical market		
	UK	9,626,820	9,980,977
	Ireland	1,609,382	1,049,871
	Guernsey	45,969	317,953
		<u>11,282,171</u>	<u>11,348,801</u>
		2025	2024
		£	£
	Other revenue		
	Interest income	<u>328,489</u>	<u>479,792</u>
3	Operating profit	2025	2024
		£	£
	Operating profit for the year is stated after charging/(crediting):		
	Exchange losses/(gains)	353	(2,746)
	Fees payable to the company's auditor for the audit of the company's financial statements	<u>24,500</u>	<u>40,580</u>
4	Employees		
	The employment contracts for the employees are held with a different group company and so in accordance with s411 CA 2006 there is no disclosure.		
5	Directors' remuneration		
	The employment contracts for the directors are held with a different group company and so in accordance with s411 CA 2006 there is no disclosure.		
6	Interest receivable and similar income	2025	2024
		£	£
	Interest income		
	Interest on bank deposits	<u>328,489</u>	<u>479,792</u>
7	Taxation	2025	2024
		£	£
	Current tax		
	UK corporation tax on profits for the current period	<u>254,626</u>	<u>196,484</u>

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

7 Taxation

(Continued)

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2025 £	2024 £
Profit before taxation	531,211	708,238
Expected tax charge based on the standard rate of corporation tax in the UK of 25.00% (2024: 25.00%)	132,803	177,060
Tax effect of expenses that are not deductible in determining taxable profit	17,671	16,191
Adjustments in respect of prior years	120,004	-
Other permanent differences	(15,852)	3,233
Taxation charge for the year	254,626	196,484

8 Intangible fixed assets

	Goodwill £
Cost	
At 1 October 2024 and 30 September 2025	462,123
Amortisation and impairment	
At 1 October 2024 and 30 September 2025	462,123
Carrying amount	
At 30 September 2025	-
At 30 September 2024	-

9 Fixed asset investments

	Notes	2025 £	2024 £
Investments in subsidiaries	10	10,100	10,100
Other investments		87,772	87,772
		97,872	97,872

10 Subsidiaries

Details of the company's subsidiaries at 30 September 2025 are as follows:

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

10 Subsidiaries (Continued)

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct
Marlborough Investment Management (UK) Ltd	Marlborough House, 59 Chorley New Road, Bolton, BL1 4QP.	Dormant	Ordinary	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £	Profit/(Loss) £
Marlborough Investment Management (UK) Ltd	10,100	-

11 Debtors

	2025 £	2024 £
Amounts falling due within one year:		
Trade debtors	231,887	199,395
Corporation tax recoverable	-	899,706
Amounts owed by group undertakings	2,608,512	622,223
Other debtors	906,992	773,318
Prepayments and accrued income	605,734	437,587
	<u>4,353,125</u>	<u>2,932,229</u>

12 Creditors: amounts falling due within one year

	2025 £	2024 £
Trade creditors	164,242	81,733
Corporation tax	134,623	-
Other taxation and social security	-	27
Accruals and deferred income	1,607,164	1,317,092
	<u>1,906,029</u>	<u>1,398,852</u>

13 Retirement benefit schemes

Defined contribution schemes	2025 £	2024 £
Charge to profit or loss in respect of defined contribution schemes	<u>324,608</u>	<u>279,575</u>

The company responsible for the employment, operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

MARLBOROUGH INVESTMENT MANAGEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2025

14 Share capital

	2025 Number	2024 Number	2025 £	2024 £
Ordinary share capital				
Issued and fully paid				
Ordinary Shares of £1 each	3,185,000	3,185,000	3,185,000	3,185,000
	<u>3,185,000</u>	<u>3,185,000</u>	<u>3,185,000</u>	<u>3,185,000</u>

15 Ultimate controlling party

The parent company is Marlborough Group Holdings Limited.

UFC Fund Management Plc is the ultimate group parent.

The company is included in the consolidated accounts of Marlborough Group Holdings Limited and UFC Fund Management Plc, both incorporated in England and Wales. The registered office of these companies is Marlborough House, 59 Chorley New Road, Bolton. Copies of the group accounts for both entities can be obtained from Companies House, Crown Way, Cardiff.